



**HOLBROOK AVON YOUTH SOCCER ASSOCIATION, INC.
BYLAWS**

1. Name

- a. The name of the organization shall be Holbrook Avon Youth Soccer Association, Inc

2. Corporate Purpose

a. Non-Profit Purpose

- i. The purpose of Holbrook Avon Youth Soccer Association, Inc. (“HAYSA”) shall be to foster, promote, and advance the understanding and development of youth soccer. To improve the efficiency and effectiveness of its members; to aid in achieving the above stated purpose; to promote goodwill, sportsmanship, and good welfare among its members.
- ii. Specific Purpose
 1. HAYSA is a non-profit established entirely for the benefit of children and youth soccer
- iii. Powers:
 1. The association shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the charitable purposes, for which the association is organized, and to aid or assist other organizations or persons whose activities further accomplish, foster or attain such purposes. The powers of the association may include, but not be limited to, the acceptance of contributions from public and private sectors, whether financial or in-kind contributions
- iv. Nonprofit Status and Exempt Activities and Limitation
 1. Holbrook Avon Youth Soccer Association, Inc. is a Massachusetts non-profit public benefit corporation, recognized as a tax exempt under Section 501(c)(3) of the United States Internal Revenue Code
 2. “Notwithstanding any other provision of these purposes, the association shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue law) or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law)”
- v. Affiliations
 1. This Organization shall be an affiliated branch of, and comply with the authority of Massachusetts Youth Soccer Association (MYSA),

the United States Soccer Federation (USSF), and US Youth Soccer (USYS)

2. To the extent permissible under applicable law, this Constitution and bylaws shall be consistent with MYS, USYS, and USSF, and the United States Soccer Association articles of incorporation and bylaws.
3. To the extent permissible under applicable law, (i) this Association and its members shall abide by MYS, USSF and USYS's articles of incorporation and bylaws, and 5 (ii) MYS, USSF and USYS's articles of incorporation, bylaws, policies, and requirements take precedence over, and supersede the governing documents and decisions of HAYSA.

3. HAYSA Membership

- a. Eligibility for Membership
 - i. *Player Membership*: Any child who wishes to participate through HAYSA are entitled to, provided their guardian signs documents and releases as established by the HAYSA Board of Directors
 - ii. *Regular Membership*: Any parent/guardian of a HAYSA player will be considered a member. Membership allows for one (1) vote per household at the Annual General Meeting in June, this includes voting on vacant Board Member positions and updates to HAYSA Bylaws.
 - iii. *Volunteer Membership*: Any adult person, over the age of 18 who is interested in volunteering with HAYSA. These members consist of the Board of Directors, Volunteers, Coaches and Assistant Coaches. All Members must register with Mass Youth Soccer, submit a background check, CORI and complete training in SafeSport and CDC Concussion
- b. Annual Dues
 - i. Any dues for members shall be determined by the Board.
- c. Rights of Members:
 - i. Members of HAYSA are strictly volunteers.
 1. Members that fall under Regular Membership are given voting rights at the Annual General Meeting in June. One (1) vote per household.
 - ii. Non-Voting Membership
 1. Non-Voting members consist of Coaches, assistants and volunteers that do not hold a spot on the HAYSA Executive Board or Board of Directors. The Board shall have the authority to establish and define non-voting categories of memberships

4. Meeting of Members:

- a. General Regular Meetings:
 - i. There shall be a minimum of ten (10) regularly scheduled meetings per year.
 - ii. All regular meetings are open to elected Executive Board and Board of Directors. Notification of meet will be communicated at least five (5) days prior to the meeting. Agenda items will be submitted to the secretary prior to the meeting.
- b. Annual Meeting
 - i. The annual meeting of HAYSA, in compliance with state law, shall be held in June each year. The time and place shall be fixed by the Board and will include the election of Directors. Notification will be communicated

- to each member at least five (5) days prior to the Annual meeting. Notice, including the purpose of the meeting, shall be given to each member at least 3 days prior.
- ii. The annual meeting will consist of a 30-minute window for all members (voting and non-voting) in good standing to attend. During this time voting will be conducted for open positions and approval of Bylaws. Voting members include the current Executive Board, Board of Directors, Regular and Volunteer Membership of HAYSA. One vote is allotted for each household.
- c. Special Meetings:
 - i. Special meetings of HAYSA may be called by the President at any time, or upon petition in writing two (2) voting members in good standing. Notice of special meetings including its purpose shall be communicated to each member at least five (5) days prior to such meetings. Only the business for which the meeting is called should be conducted at the meeting.
 - d. Board Meetings
 - i. May be held at the discretion of the President, Executive Board and/or Board of Directors with proper notification given to its members, anywhere or anytime.
 - ii. A majority of Directors shall constitute a quorum at all meetings.
 - e. Notice of Meetings:
 - i. Written notice of all organization meetings must be given at least 5 days in advance.
 - f. Quorum:
 - i. At any Regular or Annual General meeting, the presence in person of 10 members (can include Executive Board, Board of Directors and Regular Membership) is necessary to constitute a Quorum. If a quorum is not present no business can be voted on.
 - g. Voting and Proxies
 - i. Majority Votes cast shall decide all questions. Each Board member is entitled to cast one (1) vote
 - ii. Amendments to these Bylaws shall require a majority vote from the Executive Board, Board of Directors and HAYSA membership.
 - iii. In the event of a tie vote, the President of HAYSA shall vote to break the tie.
 - iv. Proxy votes will not be allowed during HAYSA meetings. All voting members must be present for their vote to be counted.
 - v. Voting will be done via paper ballot or “yes/no “verbal vote. Online voting will not be accepted.
 - h. Monetary Requests
 - i. All monetary requests for HAYSA made at a meeting, must be decided on prior to the next general regular meeting.
 - ii. Any monetary requests over five hundred dollars (\$500) requires approval from the treasurer prior to purchase.
 - i. Order of Business
 - i. HAYSA Meetings shall include
 1. Minutes of previous meeting
 - a. Vote that minutes are reviewed and accurate
 2. Report from the Treasurer
 - a. Balance Sheet-Fiscal year to date

- b. Income Statement-Fiscal year to date.
 - c. Income Statement-Current Season (Fall or Spring) to date
 - d. Outstanding bills
 - e. Outstanding collections
 - 3. Communications
 - 4. Unfinished Business
 - 5. Report from Committees
 - 6. Special Reports
 - 7. New Business
 - 8. Good of Soccer
 - 9. Adjournment
 - ii. In case of doubt as to procedure at any meeting, Robert's Rules of Order shall govern.
- j. Participation
 - i. The Executive Board and Board of Directors may participate in regular or special meetings using any means of communication in which they can be heard. This includes in person, internet video or telephone conference call.
- 5. HAYSA Executive Board and Board of Directors**
- a. General Powers and Responsibilities
 - i. All organization powers shall be exercised by or under the authority of the board and the affairs of HAYSA shall be managed under the direction of the board, except as otherwise provided by law.
 - ii. The HAYSA Board has the power, in accordance with these Bylaws, to ensure quality sportsmanlike conduct, safety and wellbeing of players, oversee league games, provide a schedule for all town and travel programs.
 - b. Executive Board
 - i. The Executive Board are HAYSA Officers and shall consist of President, Vice President, Treasurer, Secretary, Registrar and Risk Manager.
 - c. Board of Directors
 - i. Additional Directors shall be composed of Field/Equipment Manager, Webmaster, Volunteer/Concession Coordinator, Assistant Treasurer, Referee Coordinator, Coach Coordinator, Mini Kicker Program Director, Recreation Program Director, Travel Program Director.
 - d. Length of Terms
 - i. All terms of office shall be for two (2) years
 - 1. Newly elected will assume their duties July 1, following elections.
 - ii. At least one person from each community must hold a position on the Board. If no member from each community is available to serve on the Board, the position must still be filled.
 - e. Qualifications and Election of Executive Board and Board of Directors
 - i. Any individual looking to participate on the HAYSA Executive Board or Board of Directors must be over the age of 18 and have been registered within the past three years as a player or family member.
 - f. Regular and Special Meeting Notice
 - i. Notice of all regular, special, and annual meetings will be sent via electronic mail.
 - g. Vacancies
 - i. All positions that are up for re-election at the end of the term will be posted at least two months prior to the annual meeting. Vacancies must be posted for all members to view (email/social media).

1. Applications and nomination must be received by the board and vetted within 14 days.
2. Elections for vacant positions that are related to terms ending will be conducted at the annual meeting in June.
- ii. Any position that becomes vacant prior to the term ending will be appointed by the Executive Board. Once appointed the entire Executive Board and Board of Directors vote. A majority vote is needed for an individual to take the role.
- iii. The President shall notify the Board of any vacancies on the Executive Board or Board of Directors
 1. The Webmaster shall immediately notify the Membership of said vacancy and shall call for applications and nominations and elections in accordance with paragraph 1, above.
- iv. Compensation:
 1. No member of HAYSA shall receive compensation from the League for services rendered as an Executive Board Member, Director or Member.
- v. Parliamentary Procedure
 1. Any question concerning parliamentary procedure at meetings shall be determined by the President by reference to Robert's Rules of Order.
- vi. Removal
 1. Any Executive Board Member or Director not acting in the best interest of or to the detriment of HAYSA and/or “the good of soccer” may be terminated by a majority vote of the Board. Voting can be done by “yes/no” or paper ballot.
 2. Any Executive Board Member or Director who is not in attendance for three (3) meetings (including annual, general and special meetings) without just cause may have their office declared vacant at the discretion of the remaining board, which a majority vote of the remaining board must approve.
 3. Every Executive Board Member or Director must receive written notice of the proposed removal of a member at least Ten (10) days in advance of the proposed action (meeting). The written notice (email) must include reason for proposed removal.
 4. Any Executive Board Member or Director who is in question of removal must receive written notice at least Seven (7) days in advance of the proposed action (meeting).
 5. No member (Executive Board or Director), should be removed/expelled without an opportunity to be heard. Once discussions have been completed, a vote (yes/no or paper ballot) must be conducted with majority vote determining the outcome. The member in question of removal is to abstain from voting.
- vii. Election of Directors:
 1. Election for all vacant positions shall be by ballot at the June Annual Meeting, prior to opening the meeting to the Membership.
 2. The positions of President, Treasurer, Secretary, Webmaster, Field/Equipment Manager, Referee Coordinator, Coach Coordinator, and Mini Kicker Program Director shall be voted on in odd years

3. The positions of Vice President, Registrar, Volunteer/Concessions Coordinator, Assistant Treasurer, Recreation Program Director, Travel Program Director, Risk Manager/Policy & Procedure Director shall be voted on in even years.
 4. The appointee to any open position filled during an ongoing term shall be for the remainder of the position's existing term.
 5. For all vacant positions they will require a motion to nominate and a second member to take it to a vote. The board will then vote on the nominee.
- viii. Confidentiality
1. Directors shall not discuss or disclose information about the Corporation or its activities to any person or entity unless such information is in furtherance of the Corporations' purposes, or can reasonably be expected to benefit the parties. Without limiting the foregoing, Directors may discuss upcoming fundraisers and the purposes and functions of the Corporation, including but not limited to accounts on deposit in financial institutions.

6. HAYSA Executive Board

- a. The Executive Board of HAYSA shall consist of the President, Vice-President, Secretary, Treasurer and Registrar. Each Executive Board member shall perform the duties set forth in these Bylaws. No one shall hold more than title, but may help out in other capacities as needed.
 - i. President
 1. The Board president shall be the chief volunteer officer of the organization. The Board president shall lead the Board in performing its duties and responsibilities, including, if present, presiding at all meetings of the Board, and shall perform all other duties incident to the office or properly required by the Board.
 - ii. Vice President
 1. In the absence or disability of the Board President, the ranking Vice-President or Vice-President designated by the Board shall perform the duties of the Board President. When so acting, the Vice-President shall have all the powers of and be subject to all the restrictions upon the Board President. The Vice-President shall have such other powers and perform such other duties prescribed for them by the Board or the Board President. The Vice-President shall normally accede to the office of Board President upon the completion of the Board President's term of office.
 - iii. Secretary
 1. The Secretary shall keep or cause to be kept a book of minutes of all meetings and actions of Directors and Committees of Directors. The minutes of each meeting shall state the time and place that it was held and such other information as shall be necessary to determine the actions taken and whether the meeting was held in accordance with the law and these Bylaws. The Secretary shall cause notice to be given of all meetings of Directors and Committees as required by these Bylaws. The Secretary shall have such other powers and perform such other duties as may be prescribed by the Board or the Board President. The Secretary may appoint, with approval of the Board, a Director to assist in performance of all or part of the duties of the Secretary.

- iv. Treasurer
 - 1. The Treasurer shall be the lead director for oversight of the financial condition and affairs of HAYSA. The Treasurer shall oversee and keep the Board informed of the financial condition of the organization and of audit or financial review results. In conjunction with other Directors or Officers, the Treasurer shall oversee budget preparation and shall ensure that appropriate financial reports, including an account of major transactions and the financial condition of the organization, are made available to the Board on a timely basis or as may be required by the Board. The Treasurer shall perform all duties properly required by the Board or the Board President. The Treasurer may appoint, with approval of the Board a qualified fiscal agent or member of the staff to assist in performance of all or part of the duties of the Treasurer.
- v. Registrar
 - 1. The Registrar shall coordinate player registration for the spring and fall programs, deliver all registration fees and accurate records to the Treasurer, ensure that all players are legal and of proper age before players or teams are allowed to participate in any travel league or intramural games, and ensure timely submission of rosters for spring travel teams to the South Shore Soccer League Registrar.
- vi. Risk Manager
 - 1. The Risk Manager shall be responsible for maintaining coach and volunteer compliance through Massachusetts Youth Soccer. The Risk Manager shall also maintain HAYSA bylaws, and recommend revisions as needed. The Risk Manager will work with the Executive Board and Board of Directors to determine what processes and functions need documentation of policies and procedures.
- vii. Board of Directors
 - 1. Field and equipment Manager
 - 2. Webmaster
 - 3. Volunteer/Concession Coordinator
 - 4. Assistant Treasurer
 - 5. Referee Coordinator
 - 6. Coach Coordinator
 - 7. Mini Kicker Program Director
 - 8. Recreation Program Director
 - 9. Travel Program Director
 - b. In addition to the Directors listed above, an honorary non-voting Executive Board position shall be offered to the outgoing President for a term of one (1) year immediately following said President's term to assist the Executive Board in transitioning to a new President.

7. Committees

- a. Committee Formation
 - i. A committee request will be presented to the Board for review. Upon approval from the Board, committees will provide updates to the Board as needed, or as requested by the President
- b. Executive Board Committee

- i. The President, Vice President, Secretary, Treasurer, Registrar and Risk Manager serve as members of the Executive Board Committee.
- ii. Except for the power to amend the HAYSA Articles of Incorporation and Bylaws, the Executive Committee shall have all the powers and authority of the Board in the intervals between meetings of the Board, and is subject to the direction and control of the full board.
- c. Finance Committee
 - i. The Treasurer is the chair of the Finance Committee, which includes three other Directors. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and the annual budget with the other Directors. The Board must approve the budget and all expenditures must be within budget. Any major change in the budget must be approved by the Board. Annual reports are required to be submitted to the Board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to the Membership, Directors, and the public upon written request.

8. Rules of Play

- a. The Board shall draw up HAYSA Rules of play for the Fall/Spring season
 - i. Shall be presented to the Board approval prior to Fall Season
 - 1. Consist of the following:
 - a. Rules of the game as approved by FIFA and as amended by HAYSA
 - b. Youth Soccer Referees Responsibilities
 - c. Youth Soccer Coach's Responsibilities
 - d. Youth Soccer Code of Conduct

9. Amendments

- a. Articles of Association/Constitution
 - i. The Articles may be amended in any manner at any regular or special meeting of the Board, provided that specific written notice of the proposed amendment of the Articles setting forth the proposed amendment or a summary of the changes to be affected thereby shall be given to each Director at least seven (7) days in advance of such a meeting if delivered personally, by facsimile, or by e-mail or at least seven (7) days if delivered by mail. As required by the Articles, any amendment to Article III or Article VI of the Articles shall require the affirmative vote of all Directors then in office. All other amendments of the Articles shall require the affirmative vote of an absolute majority of Directors then in office
- b. Bylaws
 - i. The Board may amend these Bylaws by majority vote at any annual or special meeting. Written notice setting forth the proposed amendment or summary of the changes to be affected thereby shall be given to each member within the time and the manner provided for the giving of notice of meetings.