

Appendix A NMYSA ORGANIZATION CHART

**NEW MEXICO YOUTH SOCCER ASSOCIATION
BYLAWS**

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1.01 NAME

This Association shall be known as the New Mexico Youth Soccer Association Inc. and may be referred to as "NMYSA."

1.02 PURPOSE AND STATUS

1.02.01 PURPOSE

The purpose of this Association shall be to develop, promote, teach, and administer the game of soccer for youth (BOYS AND GIRLS UNDER THE AGE OF NINETEEN 19/20) within the boundaries and territorial description of this Association. This Association shall offer its soccer program to all soccer players, coaches, trainers, managers, administrators and officials without discrimination on the basis of race, color, religion, age, sex, sexual orientation, gender identity, gender expression or national origin.

1.02.02 STATUS

NMYSA is established as a non-profit and educational organization under the laws of the United States and will maintain its tax-exempt status.

1.03 BOUNDARIES AND TERRITORIES

1.03.01 TERRITORY

The territory of this Association shall be the state of New Mexico.

1.03.02 DISTRICTS

The governing authority of this Association may create geographical subdivisions within the territory. These subdivisions shall be known as "DISTRICTS."

1.03.03 DISTRICT BOUNDARIES

The governing authority shall establish district boundaries.

1.03.04 LEAGUE FORMATION AND BOUNDARIES

The governing authority of this Association may sanction or create subdivisions within districts. These subdivisions shall be known as "Affiliate Members"

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1.04 COLORS

The representative colors of this Association shall be red and yellow.

1.05 NATIONAL AFFILIATIONS

This Association shall be an affiliated branch of and comply with the authority of the UNITED STATES SOCCER FEDERATION (The Federation) and the (UNITED STATES YOUTH SOCCER ASSOCIATION (USYSA). We will recognize the suspension and other disciplinary actions imposed on persons by the Federation and Members of the Federation.

1.06 AUTHORITIES

1.06.01 NMYSA GOVERNING AUTHORITIES AND DOCUMENTS

This Association shall be governed by its Bylaws, General Procedures and Rules, Travel and Tournament Manual and the Rules established by the United States Youth Soccer Association (USYSA) and the United States Soccer Federation (USSF). The USSF articles of incorporation, bylaws, policies and requirements take precedence over and supersede the governing documents and decisions of the State Association and its members, to the extent applicable under the laws of New Mexico. The NMYSA and its members will abide by the Federation's articles, bylaws, policies and requirements on interplay, even if the Rules of the NMYSA are more stringent than the Rules of the USSF.

- A. This Association shall provide annually to the USSF Secretary General: (1) copies of its constitution, bylaws, and governing documents; (2) any changes to its constitution, bylaws and governing documents for Federation approval within 90 days of their adoption; (3) a report on its activities; and (4) its most current, completed financial year statement no later than 90 days after the start of the USSF seasonal year.
- B. Copies of this Association's constitution, bylaws, and governing documents shall, upon reasonable request, be made available to members.
- C. This Association will allow the USSF to review the documents and procedures of the NMYSA on reasonable request of the USSF, not less than once every 4 years, to determine compliance with USSF constitution and bylaws.
- D. The NMYSA will not join any organization that has requirements that conflict with the Federation's articles, bylaws, policies, and requirements.

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1.06.02 BOARD OF DIRECTORS

The governing authority of this Association shall be vested in the Board of Directors. The member of the Board of Directors and the powers and responsibilities of each member are designated in paragraph 2.02.

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2.01 AFFILIATIONS

2.01.01 PLAYER AFFILIATION

Players may be given permission each seasonal year to affiliate with other recognized USYS State Associations. However, once the affiliation is made through registration, the affiliation cannot be changed during that seasonal year except by joint action of the State Associations involved.

2.01.02 USSF AFFILIATED ORGANIZATIONS

All USSF affiliated organizations may participate in all tournaments sanctioned by NMYSA except the New Mexico Open State Cup, which is the first step of the USYSA National Championships. Any registered team of NMYSA that wishes to play against a non-USSF affiliated team must have approval of the NMYSA.

2.02 BOARD OF DIRECTORS

2.02.01 ORGANIZATION CHART SUMMARY

(Refer to Appendix A of these bylaws for an organization chart).

The members of the NMYSA Board of Directors are the President, Vice President, Secretary, Chief Financial Officer, Director of Cups and Games, Immediate Past President, and all of the District Commissioners.

2.02.02 RESPONSIBILITIES AND AUTHORITY OF THE BOARD OF DIRECTORS

The Board of Directors shall be responsible for and have sole authority for the following:

A. Establishing policies, and enforcing and interpreting the Bylaws, General Procedures and Rules, Travel and Tournament Manual and other manuals, rules and guidelines of the Association.

B. Approving Affiliate Members.

C. Setting procedures for participation by member teams and/or select teams in international, national, and regional games.

D. Approval of the formation and operation of tournaments sponsored or sanctioned by this Association, consistent with current tournament rules.

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E. From time to time making temporary rules, procedures, or regulations for the specific cases on occasions not provided for in the Bylaws, General Procedures and Rules, or Travel and Tournament Manual but which are deemed necessary by the Board of Directors to carry out the objectives of this Association.

F. Reviewing and approving affiliate member Constitutions and Bylaws, and ensuring consistency with the governing documents of USSF, US Youth Soccer, and the NMYSA Bylaws and General Procedures and Rules.

G. For just cause to suspend, bar completely, or otherwise discipline: any player, coach, manager, team assistant, league officer or other persons who are affiliated or associated with any team, league, or organization; and any teams, leagues, and affiliate members within this Association.

H. In the event of conflict of interest involving a member of the Board of Directors and any teams, clubs, leagues, affiliate members or districts, then that member of the board shall be excused to provide impartiality.

2.02.03 DUTIES OF OFFICERS (EXECUTIVE COMMITTEE)

A. PRESIDENT—shall, subject to the control of the Board of Directors, exercise general supervision, direction, and management control over the business activities of the Board of Directors. The President shall preside over all meetings of the Board of Directors and the Executive Committee. The President shall only vote in the event of a tie. He/she shall appoint, at the beginning of each season or as the need arises and subject to the approval of the Board of Directors, members and/or the chairmen of the Standing Committees, ad hoc Committees and other members-at-large as needed. The President shall be an ex-officio member of all ad hoc and Standing Committees. He/she shall have such other powers and duties as the Board of Directors or Bylaws may prescribe. The President shall represent the Association at all Region IV, US Youth Soccer and USSF meetings, or appoint another person to do so. This officer shall be elected by the voting membership of this Association.

B. VICE-PRESIDENT—shall, in the absence of the President, preside over and conduct meetings of the Board of Directors and the Executive Committee. The Vice President is responsible for any duties determined by the Board of Directors or President. This officer shall be elected by the voting membership of this Association and have one (1) vote on the Executive Committee.

C. SECRETARY—shall keep an accurate record of all meetings of the Board of Directors, and the Executive Committee. The secretary shall give notice and agendas of meetings, and shall be responsible for the preparation of the Annual Report to be submitted at the Annual General Meeting and to the Youth Division of the USSF in conjunction with the State Association. This officer shall be elected by the voting membership of this Association and have one (1) vote on the Executive

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Committee.

D. CHIEF FINANCIAL OFFICER (CFO)—shall oversee all financial operations of the Association, including receipt and disbursement of funds, tax preparation and government reporting, maintenance of the tax-exempt status of the Association, preparation of the budget, and the management of fund balances for the Association. The CFO shall be bonded by a reputable bonding agency. This officer shall be elected by the voting membership of the Association and have one (1) vote on the Executive Committee. The CFO shall make available all pertinent financial documents to an audit committee.

E. DIRECTOR OF CUPS AND GAMES—shall be responsible for all tournaments sponsored or sanctioned by the Board of Directors. This Director shall follow the procedures developed in the Travel and Tournament Manual and develop tournament procedures, team allocations and entry requirements subject to the approval of the Board of Directors. This officer shall be elected by the voting membership of this Association and have one (1) vote on the Executive Committee.

F. DISTRICT COMMISSIONER REPRESENTATIVE—shall represent all other District Commissioners on the Executive Committee whenever and wherever called upon. He/she may consult with the District commissioners on the issues presented. He/she shall have one (1) vote on the Executive Committee. This person is elected annually by the District Commissioners at the Annual General Meeting. Any one person may serve in this position for a maximum of four consecutive terms.

G. IMMEDIATE PAST PRESIDENT—shall assume this office at the conclusion of his/her term as President following the Annual General Meeting. This officer shall be offered the opportunity to chair the Protest and Appeals Committee and the Rules Committee. This officer has one (1) vote on the Executive Committee.

2.02.03.02 SUCCESSION OF OFFICERS

A. PRESIDENT-ELECT — In odd-numbered years, the membership, at the Annual General Meeting, will elect a President-elect to assume the office of President in one year's time and subsequently serve a full two-year term. In the event that the current President is eligible for additional terms and wishes to run again, the current President will run in the election for President-elect.

B. CHIEF FINANCIAL OFFICER-ELECT (CFO-ELECT) — In odd-numbered years, the membership, at the Annual General Meeting, will elect a CFO-elect to assume the office of CFO in one year's time and subsequently serve a full two-year term. In the event that the current CFO is eligible for additional terms and wishes to run again, the current CFO will run in the election for CFO-

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elect.

C. The President-elect and CFO-elect will attend Board meetings and Executive Committee meetings and assist the President and CFO in the execution of their duties but will not have a vote on the Board of Directors or the Executive Committee.

2.02.04 SIGNATORY AUTHORITY

Unless otherwise specified in the NMYSA General Procedures and Rules, or in this document, the NMYSA signatory authority is as follows:

For USSF/USYSA purposes the President, Vice-President, Executive Director, Technical Director, Registrar and Director of Cups and Games shall be the persons authorized to sign documents for this Association at the direction of the Board of Directors.

For financial documents, leases, tax returns and other contracts, the President, Vice-President, CFO and Executive Director shall be the persons authorized to sign documents for this Association at the direction of the Board of Directors.

2.02.05 CONFLICT OF INTEREST

In the event that an official of NMYSA also receives remuneration as a contract employee or contractor, the individual shall excuse himself or herself from discussion, influencing discussion, or voting on any issue in which they may personally benefit. Any member of NMYSA may ask that an officer of NMYSA excuse himself or herself from official dialogue in which a conflict of interest is perceived.

2.03 STANDING COMMITTEES, AD HOC COMMITTEES AND STAFF MEMBERS

2.03.01 STANDING COMMITTEES

The following Committees and others as needed may be appointed by the President provided for in these Bylaws.

- A. Rules
- B. Protest and Appeals
- C. State Cup
- D. Budget
- E. Risk Management
- F. Nominating Committee
- G. State Referee Committee (Chairman appointed in conjunction with State Amateur

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- President)
- H. State Youth Referee Administrator

2.03.02 AD HOC COMMITTEES

Ad hoc Committees are utilized as needed to assist in attaining the goals of this Association and may be appointed by the President or Vice-President.

2.03.03 STAFF MEMBERS

Some staff positions are established to meet the requirements of the US Soccer Federation and USYSA and other staff positions are needed to assist in attaining the goals of this Association. These positions are appointed by the President on an annual basis with the concurrence of the Executive Committee. Duties and responsibilities for these positions are also contained in separate contractual agreements for each staff member.

- A. TECHNICAL DIRECTOR (TD) – Under the direction of the President and Executive Director, the TD is responsible for all aspects of the NMYSA coaching education program, ODP program, player development programs, and providing service and support to all affiliated members and complying with our national governing bodies.
- B. STATE OFFICE ADMINISTRATOR / REGISTRAR (OA/R) – Under the direction of the Executive Director and Board of Directors, the NMYSA Office Administrator/Registrar is responsible for implementation of the NMYSA State registrar functions, travel administration, NMYSA medical and liability insurance programs, NMYSA programs and compliance with policies of the state and national governing bodies.
- C. EXECUTIVE DIRECTOR (ED) – Under the direction of the President and Board of Directors, the ED is responsible for implementation of the Risk Management program, fiscal control, NMYSA programs and events, and overall compliance of rules and policies of the state and national governing bodies. The ED is responsible for the oversight of all NMYSA staff.

2.04 ELECTION, REMOVAL, AND RESIGNATION OF OFFICERS

Election of officers constituting the Executive Committee of this Association shall be conducted at the Annual General Meeting (section 2.07).

2.04.01 ELECTION REQUIREMENTS AND PROCEDURES

The election of officers shall adhere to the following requirements and procedures. Terms of

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office shall be as indicated:

A. An individual can serve no more than four (4) consecutive terms in the same Executive Committee position. The immediate past President shall serve in that office until the conclusion of the regular term of office of the current President. No elected officer may hold any elected league office during his/her term office on the Board of Directors of this Association.

B. No person may hold more than one voting position on the Board at any one time.

C. The President-elect and the Chief Financial Officer-elect shall be elected in odd-numbered years and assume the offices of President and CFO at the conclusion of the AGM in the following even-numbered year. The Vice President, Secretary, and Director of Cups and Games shall be elected in odd-numbered years and assume those positions immediately.

D. In the event that, for any reason, there is not a President-elect or CFO-elect to assume the office of President or CFO at the AGM in even-numbered years, then elections for President and/or CFO will be conducted at the AGM, and the winners of that election will assume the offices immediately.

E. Voting shall be by affiliate members in good standing only.

F. Affiliate members shall have votes according to the following as certified by the Registrar at the start of each Annual General Meeting (AGM).

- (1) One vote for 14 to 499 registered players
- (2) Two votes for 500 to 999 registered players
- (3) Three votes for 1000 to 1499 registered players
- (4) Four votes for 1500 to 1999 registered players
- (5) Five votes for 2000 or more registered players
- (6) One additional vote for each additional 500 registered players

G. Elected members of the Executive Committee shall each have one (1) vote. The President shall vote only in case of a tie.

H. Voting may be by ballot by members present and no proxy votes will be accepted.

I. Election to an office will be by majority vote. In the event a candidate does not receive a majority vote, a runoff election of the top three (3) vote-getting candidates will decide the election. If a winner has not been determined, then a runoff of the top two (2) candidates will determine a winner.

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- J. The election of the District Commissioners and the District Commissioners representative is described in sections 2.06.01 and 2.06.04.

2.04.02 REMOVAL OF ELECTED OFFICERS

The removal of elected officers shall adhere to the following procedures:

- A. Shall be requested in writing to the President of the Association by at least three (3) persons who are members of the Board of Directors or affiliate member Presidents, defining why such action shall be necessary. Specific charges and supporting data must be provided with the request.
- B. Shall be voted upon by the general voting membership (affiliate members) per 2.04.01E at a special meeting called by the President of this Association to be held within thirty (30) days of receipt of written request specified in paragraph 2.04.02A above. Notification to leagues of the special meetings must be at least fourteen (14) days prior to the date of the meeting.
- C. A two thirds (2/3) majority vote of the general membership shall be required to remove a member of the Board of Directors (2.04.01E).
- D. A special election by the Board of Directors to fill the vacancy shall be called within sixty (60) days by the President or presiding officer.
- E. The officer specially elected in this manner shall fill the unexpired term of the removed officer.
- F. A member of the Executive Committee missing three (3) successive meetings and not being excused by the President (or presiding officer) may be removed from office by a majority vote of the Board of Directors.

2.04.03 RESIGNATION OF OFFICERS

- A. The resignation shall be in writing to the President or the Board of Directors at large.
- B. When filling the vacancy due to a resignation then 2.04.02D and E shall apply.
- C. If the remaining term of office exceeds one (1) year, the person can only serve (3) three additional terms in that elected office.

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2.05 MEMBERSHIP

The membership of NMYSA is open to all affiliate members and all soccer players, coaches, trainers, managers, administrators, and officials, and any amateur soccer organization in NMYSA territory, without discrimination on the basis of race, color, religion, age, gender, national origin, or sexual orientation. Any applicant for membership in this Association shall adhere to the following requirements:

2.05.01 MEMBERSHIP

Membership in this Association shall be by affiliate members, clubs, academies leagues, gaming schedules and other soccer entities with requirements for those members specified in the Bylaws. The teams are registered within an affiliated member except as designated below. No team may apply directly to this Association for membership, except as designated below. The recognized administrative bodies within this Association are those designated as affiliated members. Procedures and requirements are outlined in section 2.05. The membership of the Association and its affiliated members shall be open to any soccer player, coach, trainer, manager, administrator, or official, provided such person is not barred from participation by NMYSA, affiliated members, USSF, or USYSA.

- A. The Association shall register all of its players, coaches, teams, referees, and administrators with the Federation at least once each year and timely pay all dues and fees of the Federation.
- B. The Association may register individual players as members only in the following circumstances:
 - 1) To participate in NMYSA ODP or YOP programs
 - 2) In the event that a player wished to participate as a guest player with an affiliated member without registering with a member
- C. The Association may register individual teams as members of the Association when:
 - 1) A majority of the members of that team are residents of another US Youth Soccer state association, and
 - 2) By mutual agreement between the two state associations, the team has been given permission to register with NMYSA for the purpose of participating in NMYSA State Cup

2.05.02 SEASONAL YEAR REQUIREMENTS

- A. An established member shall submit the following annually with the appropriate fees:

(1) A properly completed member affiliation form for the upcoming Association seasonal year. This member affiliation form shall be submitted to the State prior to the

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AGM and updated immediately following the election or replacement of affiliate member officers.

(2) Properly completed player, coach, and/or team registration into the NMYSA registration system/database in accordance with current registration requirements and procedures.

(3) Submit copies of the Affiliate's/league's revised Constitution, Bylaws, and other governing documents, written in accordance with NMYSA, USYSA, and USSF requirements, for review by the Rules and Revisions Committee whenever changes are made.

(4) Submit copies of the Affiliate's/league's annual financial statements, (Profit and Loss and Balance Sheet), for review by the Audit and Budget Committee.

B. A new league or applicant for membership shall submit the following with appropriate fee:

(1) A properly completed member affiliation form.

(2) Copies of the proposed member Constitution, Bylaws, and other governing documents, written in accordance with NMYSA, USYSA, and USSF requirements, for review by the Executive Committee.

(3) Upon acceptance of the affiliate member into NMYSA by the Board of Directors properly completed player, coach and/or team registration into the NMYSA registration system/database in accordance with registration requirements and procedures.

2.05.03 PAYMENT OF FEES

Annual payment of fees for players are due and payable to the NMYSA, unless otherwise provided for by the Board of Directors, at the time of registration with the State, but no later than 30 days from the State invoice date.

2.05.04 BANK CHECKS AND DRAFTS

All bank checks and drafts and/or money orders submitted to this Association shall be made payable to the "NEW MEXICO YOUTH SOCCER ASSOCIATION" or "NMYSA". Only persons designated by the Board of Directors may receive payment on behalf of this Association.

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2.05.05 DISTRICT LEAGUES

Special membership may be granted to a "DISTRICT LEAGUE" under the following special provision:

- A. Affiliated members within a district wishing to form a District league for teams (SUBJECT TO APPROVAL OF THE BOARD OF DIRECTORS), which will complement their own Member Affiliate activities. All participating teams must be registered with NMYSA or USYS.
- B. Affiliated members involving teams from two (2) or more Districts wishing to form a league for teams (AS IN ABOVE) which will complement their own District activities as well as those of the involved members. This provision requires approvals as outlined in the Bylaws. All participating teams must be registered with NMYSA or USYS.

2.05.06 REQUIREMENTS OF MEMBERSHIP

All member affiliates, leagues, their teams and players, their administrative staff, as well as parents and guardians of players and other interested people, shall abide by the Bylaws of this Association, and with all General Procedures and Rules as set forth by the Board of Directors, and all applicable rules and regulations set forth by USSF and USYSA.

2.06 DISTRICT COMMISSIONERS

2.06.01 ELECTION OF DISTRICT COMMISSIONERS

The election of District Commissioners shall adhere to the following requirements:

- A. The office of the District Commissioner shall be elected by the affiliated league(s) within the district concerned. The term of office shall be two (2) years. Even-numbered districts shall elect their Commissioners in even-numbered years. Odd-numbered districts shall elect their Commissioners in odd-numbered years.
- B. For districts containing more than one (1) affiliate member, voting shall be in accordance with 2.04.01E involving affiliate members in the district only. The current District Commissioner is responsible for conducting the election. In the event no District Commissioner is available or is a candidate for that office, the President of the affiliate member with the largest number of registered players shall be responsible for conducting the election.

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- C. For districts containing only one affiliate member or league, the established election procedures within that affiliate member shall be used for electing a District Commissioner.
- D. Election of a District Commissioner shall be held no later than the 31st of May in the appropriate odd or even year with the term of office effective date immediately following the Annual General Meeting of NMYSA.
- E. In the event that a District Commissioner's position becomes vacant, the NMYSA President shall call for a special election within sixty (60) days of said declaration. If the election is not held, then the Executive Committee shall, upon approval of the Board of Directors, appoint a District Commissioner. The newly elected or appointed Commissioner shall serve out the unexpired term of the Commissioner who has left office.

2.06.02 THE DISTRICT COMMISSIONERS DUTIES:

- A. The District Commissioner shall represent NMYSA to his/her district and shall represent his/her district to NMYSA. He/she shall have direct authority over his/her district as prescribed by the Bylaws of this Association.
- B. He/she shall be thoroughly familiar with the Bylaws, General Procedures and Rules, Travel and Tournament Manual, and the insurance programs for youth soccer so as to be in a position to interpret them. Where there is a doubt in his/her mind, a ruling should be obtained from the President of this Association.
- C. Report, in writing, to the President, concerning progress, etc., in his/her district prior to the 15th of May of each seasonal year.
- G. The District Commissioner may not hold any elected affiliate member office during his/her term of office as District Commissioner, except under the following circumstances:
 - (1). the president of each affiliate member in the district must certify in writing each year that there is no other suitable candidate for District Commissioner from their league;
 - (2). every affiliate member in the district must be below 2,000 registered players;

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(3). the president of each affiliate member in the district must agree each year in writing that the District Commissioner can hold an affiliate member office; and

(4). a District Commissioner who holds an elected affiliate member position must immediately remove himself/herself from any dispute arising between affiliate members in his/her district and ask the NMYSA president for help in resolving the dispute.

H. The District Commissioner shall have primary responsibility for:

- (1). Encouragement and coordination of participation of the district in state-sponsored tournaments.
- (2). Expansion of NMYSA programs to unaffiliated areas within the district.
- (3). Providing information from the Board of Directors meetings to each affiliate member in his/her district in a timely manner.

I. District Commissioners shall comply with and enforce the rules and regulation of NMYSA, USYSA, and USSF.

2.06.03 REMOVAL OF DISTRICT COMMISSIONERS FROM OFFICE:

A. By district concerned:

Voting members of a district may, at any time, request in writing to the NMYSA President, a hearing for removal of their District Commissioner. Within thirty (30) days of receipt of such request, a hearing will be held in that district, attended by a representative appointed by the NMYSA Executive Committee who will file a written report to the NMYSA President within fourteen (14) days of the proceedings. A District Commissioner may be removed by a two-thirds (2/3) majority vote of eligible voting members of the district present. Written minutes of the proceedings will be provided to the NMYSA President by the affiliate member(s) concerned within fourteen (14) days of the hearing. The Board of Directors of this Association will review the record of the proceedings at the next scheduled Board of Directors meeting. If impropriety is found to exist, the Board of Directors will consult with the league concerned to resolve the issue. If resolution cannot be obtained, the NMYSA has the authority to overrule any league removal for just cause (i.e., VIOLATION OF AFFILIATE MEMBER / STATE / NATIONAL RULES).

B. By the Board of Directors:

(1) A District Commissioner missing three (3) consecutive meetings without sending an alternate may be removed from office by a majority vote of the Board of

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Directors.

(2) In the event of repeated non-compliance with the rules and regulations of NMYSA, USYSA, or USSF, or failure to perform his/her duties as prescribed by the NMYSA Bylaws, or any other rules of this Association, the Board of Directors may remove the District Commissioner by a majority vote.

2.06.04 ELECTION OF DISTRICT COMMISSIONER REPRESENTATIVE:

Election of the District Commissioner Representative to the Executive Committee will be made by majority vote of the District Commissioners immediately following the Annual General Meeting. The term of office shall be for two (2) years. The effective date of office shall be at the Annual General Meeting.

2.07 MEETINGS

2.07.01 ANNUAL GENERAL MEETING NOTICE AND DATE(S)

The Board of Directors of this Association shall call an Annual General Meeting of the membership. Written notification to all affiliate members and each member of the Board of Directors, shall be made sixty (60) days prior to said Annual General Meeting and the notification will contain the meeting times, dates, locations, and agenda of the meeting. Actions and policies adopted by the Board of Directors, Executive Committee, or officers of NMYSA shall be reported to the membership or their authorized representatives at this annual meeting.

- A. Any changes in fees being recommended by the Board of Directors shall be forwarded, in writing, to all member affiliates, at least (60) sixty days prior to the Annual General Meeting.

2.07.02 VOTES AND VOTING PROCEDURES AT THE ANNUAL GENERAL MEETING.

Each affiliate member shall be entitled to vote(s) specified in section 2.04.01E. Voting shall be restricted to those affiliate members that are in good standing (2.11.06). Voting by proxy shall not be allowed. Elected members of the Executive Committee shall have one (1) vote each. The President of this Association shall cast a vote in case of a tie (2.04.01F).

2.07.03 ORDER OF BUSINESS AT THE ANNUAL GENERAL MEETING:

The order of business at the Annual General Meeting shall be the following:

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- A. Call to order
- B. Roll Call
- C. Credentials
- D. Introduction of guests
- E. Acceptance/modification of the minutes from previous AGM
- F. Reports:
 - (1) President
 - (2) Vice- President (Youth Commissioner)
 - (3) Financial Officer
 - (4) Secretary
 - (5) Registrar
 - (6) Director of Cups and Games
 - (7) District Commissioners
 - (8) Committees
- G. Approval of budget for next seasonal year
- H. Unfinished (old) business
- I. Election of officers
- J. New business
- K. Items for the good of the game
- L. Adjournment

2.07.04 BOARD OF DIRECTORS/EXECUTIVE COMMITTEE

Regular meetings of the Board of Directors shall be on at least a semi annual basis at the call of the President, or more frequently if deemed necessary. The regular meeting of the Executive Committee shall be held at least annually or more frequently if deemed necessary.. The suggested agenda for the regular and Executive Committee meetings shall be provided in advance of the meeting shall be as follows (NMYSA President can change order of agenda to accommodate visitors and other time conflicts):

- A. Call to order
- B. Roll call
- C. Introductions
- D. Acceptance of minutes
- E. Correspondence
- F. Unfinished (old) business
- G. New business
- H. Financial Officers report
- I. Vice President (Youth Commissioner's) report
- J. Registrar's report
- K. Director of Cups and Games report

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- L. Committee reports
- M. Good of the game
- N. Adjournment

2.07.05 CALL FOR SPECIAL MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors shall meet whenever the President deems it necessary, or if he/she is directed to do so by four (4) or more members of the board. Whenever possible, (72) hours advance notice will be provided.

2.07.06 VOTING AT MEETINGS OF THE BOARD OF DIRECTORS

Voting at the meetings of the Board of Directors shall be in accordance with section 2.04.01E and 2.06.05. Each member of the Executive Committee (EXCEPT THE PRESIDENT) shall have one (1) vote. The President shall vote only in the case of a tie. The District Commissioner Representative will vote as the District he or she represents (i.e., he/she does not receive a separate additional vote).

2.07.07 VOTING AT MEETINGS OF THE EXECUTIVE COMMITTEE

Each member of the Executive Committee shall have one (1) vote, with the President casting a vote in the case of a tie.

2.08 QUORUM

At all meetings of the Board of Directors and/or the Executive Committee, fifty percent (50%) of the votes of said Board or Committee shall constitute a quorum for the transaction of NMYSA business.

2.09 SEASONAL YEAR

The seasonal year for this Association shall be from Sept. 1 through Aug. 31 of the following calendar year. Insurance coverage shall be for the same period of time.

2.10 PROTESTS AND APPEALS

2.10.01 APPEALS

Every decision rendered by the league, districts, or Board of Directors may be appealed to the next higher ruling authority. The rules and procedures governing appeals are defined in the General

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Procedures and Rules (3.14).

2.10.02 PROTEST

Rules and procedures for protests are defined in the General Procedures and Rules (3.14).

2.10.03 RESTRICTIONS ON MEMBERSHIP (AID OF COURTS)

In the matter of protests and/or appeals, no person(s) associated with NMYSA, at any level (PARENT, PLAYER, OFFICIAL, TEAM, CLUB, LEAGUE, DISTRICT, OR STATE) may invoke the aid of the courts of any state or of the U.S. without first exhausting all available remedies within NMYSA, USYSA, AND USSF, including final appeal to the USSF National Council at it's Annual General Meeting.

2.10.04 VIOLATION OF 2.10.03

For violations of section 2.10.03, the offending party (parties) shall be subject to the sanctions of suspension and fines, and shall be liable to NMYSA/USYSA/USSF for all expenses incurred by NMYSA/USYSA/USSF in defending each court action, including but not limited to the following:

- A. Court cost
- B. Attorney fees
- C. Reasonable compensation for the time spent by NMYSA/USYSA/USSF officers in responding to and defending against allegations in the action, including responses to discovery and court appearances.
- D. Travel expenses
- E. Expenses for holding special NMYSA/USYSA/USSF meetings necessitated by the court action.

2.11 RESPONSIBILITIES

2.11.01 MEMBER AFFILIATES

All affiliate members shall be responsible for governing those persons associated with their operations. Teams shall abide by affiliate member rules, which they are registered and in which they are playing. In the event there is a conflict or disagreement among the Members / District / State / Regional / National procedures, requirements, and rules, the higher authority shall govern.

2.11.02 FALSIFICATION OF RECORDS

Falsification of records shall be grounds for prohibition from future participation and/or

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membership in this Association.

2.11.03 PLEAS OF IGNORANCE

A plea of ignorance to the Bylaws, General Procedures and Rules, Travel and Tournament Manual, or other operational handbooks of this Association is not sufficient defense and violators may expect appropriate action by the Board of Directors of this Association.

2.11.04 INVESTIGATION OF MEMBERS

The NMYSA Executive Committee shall be empowered to conduct such a review of NMYSA members that will establish that its members are in compliance with all financial obligations, Bylaws, General Procedures and Rules, and any additional items as covered by the NMYSA Articles of Incorporation, or Operational Handbooks (e.g., TOURNAMENTS, SELECT TEAMS, ETC.) and the fair and equitable promotion, development, and administration of soccer within the territory as assigned to NMYSA. If such investigation reveals that the member has not complied with the rules of NMYSA, its Bylaws, Financial Obligations, General Procedures and Rules, etc., imposed on the member, the NMYSA Executive Committee shall adjudge the member to not be in good standing and shall impose such penalties and sanctions designed to bring that member into compliance with the rules and policies of the NMYSA.

2.11.05 VIOLATIONS

Any person found guilty of violating the Bylaws, General Procedures and Rules or operational handbooks of this Association may be asked by the Board of Directors to appear before the Board of Directors of this Association in order to explain his/her actions. Expenses, as approved by the Board of Directors will be reimbursed by the NMYSA.

2.11.06 GOOD STANDING

To be in good standing with this Association, the affiliated members must meet all requirements defined in the Bylaws and in the General Procedures and Rules. Failure to comply may result in penalties being levied by the Board of Directors on the affiliates(s) involved. Particular attention should be paid to paragraph 2.05 of the NMYSA Bylaws. Affiliate members must ensure that payments of all fees (registration, insurance, transfers, tournament entry, etc.) are made by the dates specified, that registration of players is made by dates specified, and that all required forms and procedures are completed by dates specified.

2.11.07 BAD STANDING

A Member Affiliate in bad standing loses the following privileges:

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A. Teams of that Member Affiliate will not be allowed to participate in state-sponsored Tournaments.

B. Teams of that Member Affiliate will not be allowed to travel outside their respective district for competition, exhibition, or training purposes.

C. The affiliate member will lose all voting privileges at the AGM and delegates in attendance will not receive reimbursement for travel, lodging, or meals.

D. Irrespective of any other provision in this document, the Member Affiliate in bad standing may not vote or have a vote cast on its behalf at any Board of Directors meeting.

The Board of Directors can also, with proper cause, place individual teams or players in bad standing for violations of aforementioned rules. Notification of bad standing shall be sent in writing to those affiliates involved. District Commissioners of Member Affiliates declared to be in bad standing do not lose any rights as a result solely of the league's status.

2.12 FINANCIAL RESPONSIBILITY

2.12.01 LIABILITY FOR DEBTS

This Association shall neither assume, nor be liable for the debts or the financial responsibilities, either implied or incurred, by any player, coach, team manager, team assistant, league official, district official, state official, or referee from any member team, club, league, or organization.

2.12.02 FINANCIAL DISCLOSURE BY AFFILIATES

Upon receipt or written request from any member of this Association (players, parents, team, league, district, state official, or other interested parties) all affiliates of this Association will provide an accounting, in writing, of their financial activities/status. Failure to provide adequate financial disclosure may result in disciplinary action by the Board of Directors of this Association.

2.13 SEXUAL AND PHYSICAL ABUSE

This Association opposes sexual and physical abuse. To the extent permissible under applicable law, the Board of Directors and members shall adopt procedures consistent with this policy and consistent with criteria established by USSF.

2.14 LIABILITY PROTECTION

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All officers of this Association and officials of teams, clubs, leagues, and Affiliate Members shall be covered by NMYSA against personal liability claims while performing acts and duties directly related to activities of this Association.

2.15 DISSOLUTION

Should this Association be dissolved, all assets remaining after payment of all debts shall be disposed of exclusively for the purposes of this Association in such a manner, or to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at that time qualify as an exempt organization or organizations under section 501 (C) (3) of the Internal Revenue Code of 1954 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principle office of the Association is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

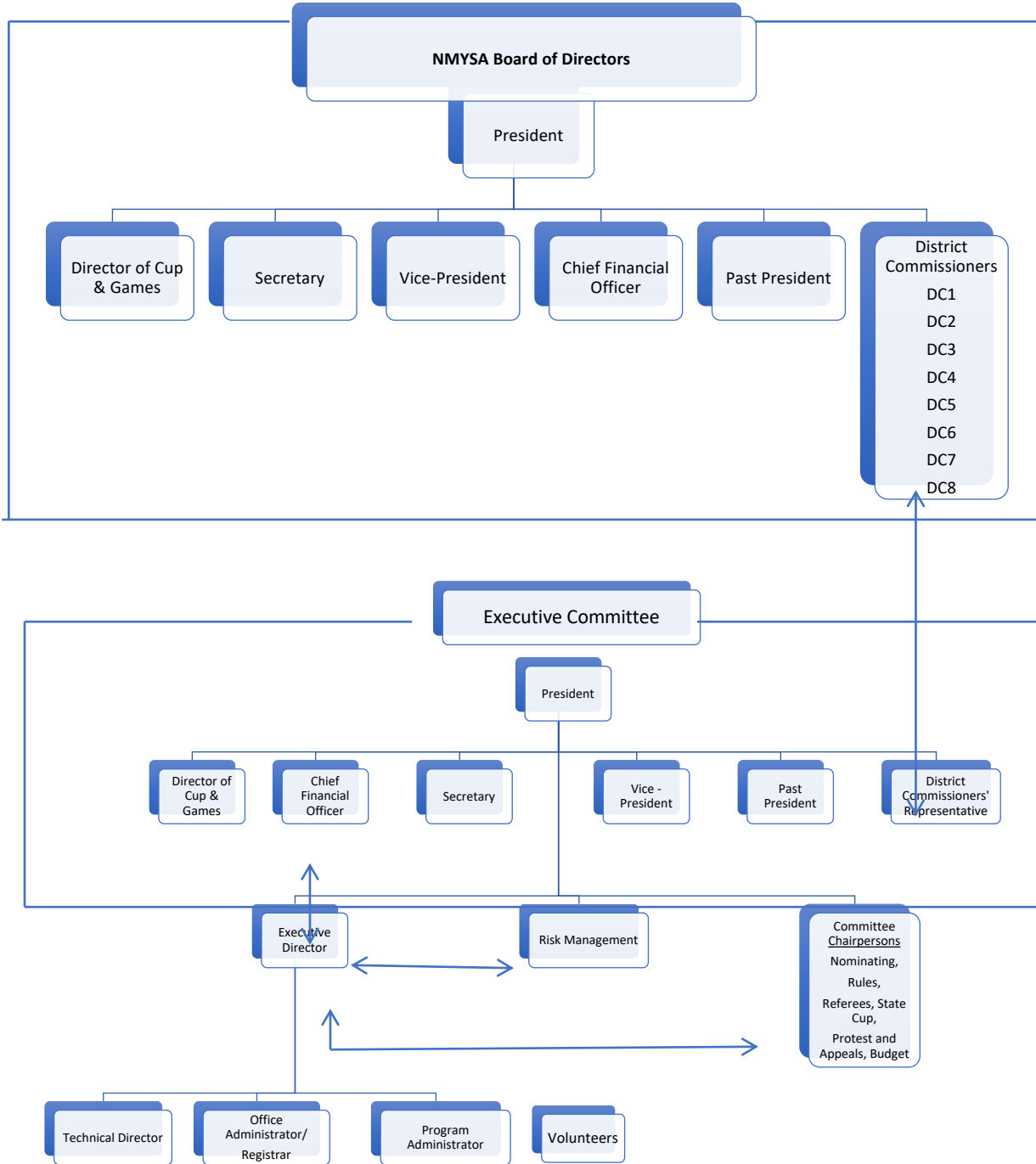
2.16 CHANGES/ADDITIONS TO THE BYLAWS

Changes shall be made to the Bylaws by providing written description of the proposed change(s) submitted to the Board of Directors and Presidents of affiliate members thirty (30) days in advance of the date such changes could become effective. A two-thirds (2/3) vote of the Board of Directors is required for the change(s) to be adopted. Any addition shall require a majority vote of Board of Directors with the same written notification procedures required for changes.

2.17 RULES OF ORDER

Robert's Rules of Order shall be followed at all meetings of this Association unless otherwise agreed to by the participants.

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