

Fort Worth Adult Soccer Association By-Laws

Article I. Registered Office

The registered office of the corporation is located at 5043 Trail Lake Drive, Fort Worth, Texas 76133, and the name of the registered agent of the corporation at such address shall be determined by the FWASA Executive Board (hereafter referred to as the Board).

Article II. Affiliations

The Fort Worth Adult Soccer Association (FWASA) shall be directly affiliated with North Texas State Soccer Association (NTSSA), and through it shall be affiliated with the United States Amateur Soccer Association (USASA), being a division of the United States Soccer Federation (USSF), and shall comply with the authority of these associations. The Board shall represent FWASA members and interests in and before NTSSA.

Article III. Territory

A. Original Charter

The territory administered by FWASA is defined as that part of Tarrant County west of a line parallel to and (5) miles east of Highway 377, from the Denton-Tarrant County lines to Loop 820, southeast to Highway 287, thence following Highway 287 south to the Tarrant County line.

B. Modification of Territory

FWASA is encompassing this large territory in an effort to promote and organize soccer participation. Upon request from a potential association and with assistance from NTSSA, the Board shall establish operational guidelines for the operation and conduct a supplemental association. At such time as any area within this boundary shall have established a soccer program of sufficient size to support its own association, FWASA will release said area if the requested release is determined by NTSSA to be in the best interest of soccer, with boundaries mutually agreeable to each association and approved by NTSSA. In no event will FWASA release overlapping territories to more than one group for the purpose of forming a soccer association nor to any association not a member of NTSSA.

Article IV. Membership

A. General Membership

1. FWASA registers teams within leagues established by sex and age. Each team becomes a FWASA member team upon payment of the current FWASA season fees and the annual team fees required by NTSSA. Each team in good standing with FWASA is a voting member.
2. Individuals become members of FWASA by registering as a member of a FWASA registered team.
3. Any individual interested in the objectives of FWASA may become an associate member upon approval of application to the Board. Application for membership must be accompanied by a \$1.00 seasonal membership fee, which will be returned if application is denied.

B. Member in Good Standing

1. Each properly registered team is considered a voting member in good standing unless any of the following exceptions apply:
 - a. NTSSA and/or USASA has imposed a sanction against that team or collectively against its individual members.
 - b. Any current dues, fee, fine or assessment is past due.
2. Individual members are considered to be in good standing unless the Board takes specific action. A majority vote of the Board may determine that individual member(s) should be censured or suspended for any or continued serious violation of the FWASA constitution, By-Laws or Rules and Regulations, or for conduct prejudicial to the best interest of FWASA.
3. Failure to comply with the above may result in the Board determining that the member is not in good standing. That member will not be allowed to participate in any FWASA meetings, games, tournaments or other functions for which they might otherwise be eligible.

C. Forfeiture of Membership

Any individual or team member may be expelled, have membership forfeited or be censured for a serious violation of the FWASA constitution, By-Laws or Rules and Regulations, or for conduct prejudicial to the best interest of FWASA. A majority vote of the Board shall be necessary for such action. The FWASA Appeals and Disciplinary Committee (hereafter referred to as A&D) may suspend an individual's right to participate in sanctioned games by a majority vote of the A&D.

Article V. Officers, Board of Directors, and Employees of FWASA

A. Officers

1. The Officers of FWASA shall be President, Vice President, Secretary/Treasurer, Registrar, Men's Open League Commissioner, Men's Over 30 League Commissioner, Men's Over 40/Over 50 League Commissioner, Women's League Commissioner, Co-ed League Commissioner, Field Commissioner/City Liaison, Player Development Coordinator, Public Relations and Marketing, and Technology Coordinator.
2. The officers of FWASA must have been a FWASA member in good standing for a minimum of one (1) soccer year immediately before being voted into office and may succeed themselves in office.
3. The term of office for all officers shall be for two (2) years, to begin on August 1 and run through August 31 two years thereafter.
4. Elections shall be held at the Annual General meeting in the following manner:

President.....elected in even years.
Vice President.....elected in odd years.
Men's Open Commissioner.....elected in even years.
Men's Over 30 Commissioner.....elected in odd years.
Men's Over 40/Over 50 Commissioner.....elected in even years.
Co-Ed Commissioner.....elected in even years.
Field Commissioner/City Liaison.....elected in odd years.

Women's Commissioner.....elected in even years.
 Registrar.....elected in odd years.
 Secretary/Treasurer.....elected in odd years.
 Player Development Coordinator.....elected in even years.
 Public Relations and Marketing.....elected in odd years.
 Technology Coordinator.....elected in even years.

5. Duties

- a. President - shall preside at all meetings of FWASA and the Board. The President shall cast the last vote at any meeting. The President shall have the power to appoint any committees deemed necessary for the smooth running of FWASA business, and to dissolve such committees whenever their function is no longer necessary, other than the Standing Committees. The President shall work with the Board to guide the day-to-day operations of the FWASA office.
- b. Vice President - shall chair the A&D Committee. The Vice President shall succeed to the office of President in the event that office becomes vacant, and function as the President at any time the President cannot be present for any reason.
- c. League Commissioners - shall call and preside at any meetings of the League members they deem necessary and shall represent those members at Board meetings. League Commissioners are responsible for the keeping of scores and standings for the League, and the dissemination of information to the members. League Commissioners are responsible for the placement of teams within playing divisions, and in conjunction with the other Commissioners, for scheduling of games at the beginning and during each season. League Commissioners are also empowered to enforce the Rules and Regulations of FWASA, subject to appeal by the Board.
- d. Registrar - shall be responsible for registration and keep all approved applications for membership, current team registrations and forms as required by our affiliation with NTSSA. The Registrar shall be responsible for gathering this information and submitting it to NTSSA on a timely basis each season. The Registrar, along with the Office Manager, are the only FWASA staff members with the authority to conduct registration, adds, drops, transfers, or refunds.
- e. Secretary/Treasurer - shall collect all dues and fees and keep all books and accounts; shall be responsible for all funds and pay all bills approved by the Board. The Secretary/Treasurer shall present the Board with an accounting of all funds when requested to do so. The Secretary/Treasurer also shall be responsible for making sure meeting minutes are recorded at all general meetings and all executive board meetings.
- f. Field Commissioner/City Liaison – Serves as the main liaison with the City of Ft. Worth regarding all field matters. The Field Commissioner shall assist the league commissioners by reserving soccer fields to support games sanctioned under the authority of the FWASA. The Field Commissioner shall check the condition of the fields and work with the City to ensure the safety of the fields for the players.
- g. Player Development Coordinator - shall assist new players in finding teams and shall form new teams, if possible, from the player list for each league.
- h. Public Relations and Marketing - Act as liaison between FWASA and sponsors/partners, develop revenue streams, administer advertising/marketing to

membership, Create and maintain social media content, develop and administer advertising strategy for FWASA, plan events (watching parties, end-of-season parties, etc).

- i. Technology Coordinator - Ensure website and registration systems are maintained and current. Maintain and assist Board in use of technologies including email, web updates, social media, etc. Proactively identify areas for improvement in cost and efficiency, and bring recommendations to the Board. Work with Board to evaluate and implement technologies to facilitate all facets of the organization.
6. In the event of any grievance involving any organization of which an officer is a member, that officer may not act in its behalf, vote on any grievance involving any organization of which an officer is a member, or be present when the Board discusses, resolves or votes on the grievance.
7. Any officer not attending three (3) consecutive meetings of FWASA and/or regular monthly meetings of the Board shall have their office declared vacant, unless such absences have been approved by the Board.
8. The President, Vice President, and Secretary/Treasurer may be required to attend the Annual General Meeting of NTSSA. In the event that any of these officers are unable to attend said meeting, they shall appoint another officer to act in their behalf. Such appointment must be approved in advance by the Board.
9. Any officer may resign by giving written notice to the President. The resignation shall take effect at the time specified therein, or, if no time is specified, upon appointment of a replacement by the Board or by election. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make such resignation effective.
10. Any officer shall be required to resign following a vote of "no confidence" in their ability to fulfill the duties of their office. Any twenty-five percent (25%) of the teams in good standing, or a majority of the Board, may petition for such a vote. The petition must be submitted in writing to the President or Vice President. The Board will review the petition and forward copies of same to the team representative of all teams in good standing within seven (7) days of its receipt, along with ten (10) days notice of the general meeting date for said vote. The vote of "no confidence" must be passed by a three-fourths (3/4) majority vote of the representatives of the teams in good standing attending such a meeting.

B. Board of Directors

1. The Board of Directors ("Board") shall consist of the officers of FWASA identified in Article V.A.1, each of whom shall be entitled to one (1) vote at Board meetings.
2. The Board shall transact all business for FWASA between general meetings and shall have the power to enforce the Rules and Regulations of FWASA, NTSSA and USASA.
3. The FWASA Board must receive approval from the General Membership for decisions larger than interpretation of rules and regulations; items that affect the overall direction and future of FWASA. Implementation of major actions or changes will require an official vote by the General Membership.

4. The Board shall have the right to replace any one of their number if that officer can no longer hold office for whatever reason, except for the office of Vice President, providing that the replacement is made with a majority vote of the remaining Board.
5. If the Vice President can no longer hold office for whatever reason, a special general meeting shall be called for the purpose of electing a replacement. The Board shall appoint an acting Chairman for the A&D Committee until a new Vice President is elected.
6. Board meetings shall be held at the discretion of the President or majority of remaining Board. All Board members must be notified at least five (5) days prior to such meetings.
7. Any four (4) officers shall constitute an Emergency Board in the event of matters demanding immediate attention when it is impractical or impossible to call a regular Board Meeting. The Emergency Board shall report their actions to all other officers in writing within 48 hours of their meeting.
8. The teams in good standing may veto any Board actions by a three-fourths (3/4) majority vote of the team representatives attending an Annual or special general meeting following such action.

C. Employees of FWASA

1. Office Manager. The Executive Board is empowered to employ an individual to staff the FWASA office. The Office Manager shall provide general support to the efficient operation of the FWASA and may be empowered by the Board members to perform specified actions on their individual or collective behalf.
2. Referee Assignor. The Executive Board is empowered to employ an individual to assign referees, who are active members of Referee Associations under NTSSA, as officials of games sanctioned by the FWASA.
3. The Executive Board shall determine the salary or pay scale for each employee of the FWASA, which will be reviewed every August.

Article VI. Government

A. Government shall be by the teams in good standing and the Board.

1. Each team shall designate a representative to cast its vote at any general meeting at which the team is entitled to vote. Such representative shall be designated in the manner determined by the Registrar and each team representative must meet the following minimum requirements:
 - a. Be currently registered with the team such person represents.
 - b. Be a member in good standing.
2. No individual member shall be entitled to more than one vote on any motion brought before the membership.

B. FWASA recognizes the superseding authority of the rules of NTSSA for those matters that are covered by NTSSA rules.

C. Whenever notice is required to be given to any member under the provisions of the Constitution, By-Laws or Rules and Regulations, such notice is to be construed as in writing,

either personal notice or notice given that member's team representative, to such address as appears in the records of FWASA. Notice given by mail is deemed given at the time of the postmark (postage meters not acceptable).

- D. The fiscal and soccer years of FWASA shall be from September 1 to August 31.
- E. For the purpose of notification to teams and/or managers, email notification is equivalent to written notification.

Article VII. General Meetings

- A. All general meetings shall be held at such times and places as shall be determined by the President.
- B. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the FWASA in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the FWASA may adopt.
- C. Each Board member and each team in good standing shall be entitled to one vote, with the exception of the election of the five league commissioners' offices (Women's, Men's Open, Men's Over 30, Men's Over 40/Over 50, and Coed). For these elections, each Board member and each team in good standing only within their specific league shall be entitled to one vote with Board members abstaining from league commissioner vote.
- D. Any fifty percent (50%) of the representatives of the teams in good standing, who were registered in FWASA at the most recent closing of registration, plus one team, shall constitute a quorum, except as otherwise specified in the FWASA By-Laws. A quorum must be present to transact any business of the FWASA.
- E. A majority vote of those entitled to vote attending any general meeting shall be necessary to govern and control any decisions or to transact any business brought before such meeting, except as otherwise provided in these By-Laws.
- F. The Annual General Meeting shall be held each year on a day during the month of July or August, for the purpose of electing officers and transacting such other business as may properly be brought before the meeting. After the Nominations Committee has submitted its nominees for office, nominations shall be entertained from the floor. Elections shall be by ballot if more than one (1) candidate is submitted for office, unless such requirement is waived by a three-fourths (3/4) majority vote of those entitled to vote attending such meeting.
- G. The Board may call as many special general meetings as necessary for the proper conduct of the business of the FWASA by giving notice in the manner prescribed for the Annual General Meeting. Any twenty-five percent (25%) of the teams in good standing may call a general meeting, providing that ten (10) days prior written notice is given to the team representative of all the teams in good standing. Such notice shall include place, date, hour and purpose(s) for which such meeting is to be called.

Article VIII. Standing Committee

- A. Standing Committees set forth in Section E of this Article can be appointed within two (2) weeks following the Annual General Meeting. Each committee shall consist of an officer as Chairperson and a minimum of six (6) members in good standing, with one (1) committee member being appointed by each League Commissioner and ratified by the Board. The Chairperson shall fill vacancies on such Committees by appointment within two (2) weeks of the occurrence of such vacancy.

- B. Any committee member may resign by giving written notice to the Chairperson of that committee. The resignation shall take effect at the time specified therein, or immediately if no time is specified. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
- C. Any committee member not attending three (3) consecutive meetings of a committee shall have their office declared vacant unless such absences have been approved by the Chairperson of the committee.
- D. Any committee member shall be required to resign following a vote of "no confidence" of the remaining members of the committee. The President, Chairperson of that committee or any 3 or more members of that committee may petition for such a vote. The petition must be presented in writing to the Chairperson of that committee or the President, who must notify the remaining committee members within five (5) days of receipt of the petition and set a date for voting on same. The vote must pass with a clear 3/4 majority of the committee members to become effective. Any committee member thus petitioned against is deemed suspended from their position until such vote is taken.
- E. Committees
 - 1. Special Events Committee - can coordinate all special events, sales, raffles or any business delegated by the Board. The Chairperson shall call meetings as deemed necessary, and shall call for the assistance from any other member of the Board when required in the performance of their duties. The chairperson shall coordinate with other soccer-oriented organizations in FWASA's territory as needed.
 - 2. Nominations Committee - can present a list of potential officers to the Annual Meeting.
 - 3. Appeals and Disciplinary Committee - hears all matters calling for disciplinary action under the Rules and Regulations of USSF, NTSSA and/or FWASA, and shall hear all protests and appeals, conducting hearings as provided by the Rules and Regulations. The Chairperson shall call all meetings and cast their vote last. Any three (3) committee members shall constitute a quorum.
 - a. All individual player appeals must be submitted in writing to the Chairperson, received within five (5) days of the appealed decision and accompanied by a \$25.00 fee paid to the FWASA office. All full team related suspension appeals must be submitted in writing to the Chairperson, received within five (5) days of the appealed decision and accompanied by a \$100.00 fee paid to the FWASA office. In cases of controversy as to the timely receipt of appeals, the postmarked date will govern (postage meters not acceptable). If the appeal is upheld, the fee shall be refunded. If it is denied, the fee shall be forfeited to the general treasury of FWASA.
 - b. The committee may, at its discretion, when requested in writing to do so, waive the time limit for filing appeals, but in no case shall an extension of more than 10 days be granted.
 - c. The Chairperson, upon receipt of an appeal, shall notify the members of the committee. The chairperson shall call a hearing within five (5) days of receipt of the appeal, and will advise all appropriate parties. The appealing party is bound to present all information and evidence relative to the appeal at the hearing. Should such party be absent from the hearing, the appeal will be considered denied. Should no hearing be called within the specified time, the appealing party shall be provided with appropriate documentation by the fifth day, which will

allow participation in FWASA competitions and events until such time as a hearing is held. The appealing party shall be considered a member in good standing until such hearing is held. The committee shall then notify all parties involved of their decision no later than five (5) days after such hearing.

- d. Decisions by the committees may be appealed to the Board, in writing, to the President, within five (5) days of the decision of such appeal by the committee. The Board is bound to hear and decide such appeal within five (5) days of receipt.
- e. Decisions of the Board on such appeals may again be appealed to NTSSA A&D (see Article X, NTSSA By-Laws for procedures for filing).
- f. In no event shall any person under the jurisdiction of FWASA resort to the courts until appeal procedures have been exhausted. For violations of this rule, the offending party shall be subject to the sanctions of suspension and fines as set forth by USSF, and shall be liable for all expenses incurred by FWASA, its officers and members, in defending each court action. This includes, but is not limited to, court costs, attorneys' fees, reasonable compensation for time spent in responding to and defending against allegations in the actions(s), travel expenses and expenses for holding special meetings necessitated by the court action(s).

Article IX. Rules for Play

Except as otherwise stated herein and in the FWASA Rules and Regulations, FWASA shall apply FIFA Laws of the Game, USASA Playing and Administrative Rules, and the Rules and Regulations of NTSSA to all competitions under the jurisdiction of FWASA and to the proper administration of the FWASA.

Article X. Records and Reports

All books and records shall be open to inspection of the members from time to time at the registered office at all reasonable times upon 1 business day advanced notice.

Article XI. Amendments

The FWASA By-Laws may be amended only at a properly convened general meeting of the FWASA. A three-fourths (3/4) majority vote of those entitled to vote attending the meeting is necessary to enact such an amendment. Amendments proposed for action at any special general meeting shall be provided in writing to the voting membership no less than ten (10) days prior to the date of the meeting. Amendments to the FWASA By-Laws may be presented to the membership at the Annual General Meeting without advanced notice except that a copy of each such amendment shall be provided to each eligible voting member present.

_____, 20__

President, FWASA

Secretary, FWASA