

Bylaws
ARTICLE I MEMBERSHIP

Section 1. AFFILIATION The Alaska State Youth Soccer Association shall be made up of all soccer leagues, associations, and clubs within Alaska that desire to affiliate and that meet the requirements of "affiliates in good standing."

Section 2. MEMBERS of this corporation are individuals who are associated with or active participants in the affiliated leagues, associations and clubs. There shall be two classes of members: 1) voting members, and 2) associate members who have no vote.

A. Qualifications of Voting Members: The voting members of this corporation shall be associate members who from time to time are elected members of the Board of Directors of this corporation including the District Commissioners and the Members-At-Large. Voting by proxy shall be allowed but the member issuing the proxy must give all proxies to the secretary. Only the above named voting members, in good standing, shall be entitled to voting privileges.

B. Qualifications of Associate Members: Any individual who is associated with or who actively participates in the activities of any affiliated league, association or club shall be an associate member of this corporation. Associate members have no voting privileges. Election of an individual as a voting member of this corporation shall terminate his or her membership as an associate member of this corporation.

C. All youth soccer clubs, leagues, associations, etc. may gain membership in ASYSA through application. Membership in ASYSA shall not be based on whether the club, league, association, etc., is self-insured. Proof of insurance is required.

D. Voting and Associate membership shall be without regard to that individual's race, color, religion, national origin, or sex.

Section 3. AFFILIATES IN GOOD STANDING Leagues, associations or clubs in good standing are those that have made full payment of all dues and completed all registration requirements. Each affiliate shall submit copies of its constitution, by-laws and rules and regulations to the State Association by October 15th of each year to insure that they are consistent with state and national rules. Each affiliate shall retain its autonomy, but will adhere to the Constitution, By-Laws and Rules and Regulations of the State Association and will always act in a manner to protect the interest of this Association.

Each Club, League and/or Affiliate Association shall

- 1) Annually register with Alaska State Youth Soccer Association its players, coaches and administrators, and
- 2) Comply with requirements pertaining to state, regional interstate, national, and international competition and other competitions approved to be sponsored by Alaska State Youth Soccer Association and US Youth Soccer and as required by the Federation.

Section 4. VOTING AND OTHER RIGHTS OF MEMBERS Each member of the Board of Directors shall be entitled to one (1) vote, except for District Commissioners as set out below. Each District Commissioner's weighted vote shall be based upon the number of players who are registered for the prior seasonal year calculated as of October 31 of that year.

Each district commissioner shall have a minimum of one (1) vote and a maximum of five (5) votes: Up to 500 - 1 vote, 501 to 1,500 - 2 votes, 1,501 to 3,000 - 3 votes, 3,001 to 4,500 - 4 votes, 4,501 to over - 5 votes

Each District will be allotted one (1) Member at Large position. Members at Large will have one vote with District Commissioners casting the weighted vote.

Section 5. ANNUAL MEETING AND BOARD OF DIRECTORS MEETINGS Shall consist of the Annual General Meeting (AGM) of this corporation and a minimum of three regular Board of Directors' Meetings.

Section 6. SPECIAL MEETINGS The President of the Board shall call special meetings of the Board of Directors for any purpose or purposes at any time or if the President is absent, refuses to act, or if there is no President, one-third (1/3) of the Directors may call a special meeting. Directors may attend telephonically. Special meetings of the Board may also be held by teleconference within seventy-two (72) hours written or verbal notice to the Board of Directors. Any business may be transacted provided a quorum is participating.

Section 7. A quorum shall be necessary for meetings and for voting. Fifty-one percent (51%) of the Board of Directors, including representatives from at least three (3) districts shall comprise a quorum. Any action of a majority of those voting members present at any meeting at which there is a quorum, when duly assembled, is valid as a corporate act.

Section 8. REMOVAL OF MEMBER Should the Board of Directors find the conduct of any member (whether player, parent, coach, assistant coach, official or other) detrimental to the best interests of Alaska State Youth Soccer Association or to the purpose for which Alaska State Youth Soccer Association has been formed or to the interest of soccer, the Board of Directors may take such action, after providing due process, as the Board of Directors may deem reasonable, applicable and appropriate, including but not limited to suspension or removal from Alaska State Youth Soccer Association. Such action shall require the vote of two-thirds (2/3) majority of the Board of Directors.

ARTICLE II DIRECTORS

Section 1. POWERS Subject to the limitation of the Articles of Incorporation, of the By-Laws and the Laws of the State of Alaska, all corporate powers shall be exercised by or under authority of, and a Board of Directors shall control the business and affairs of this corporation.

Section 2a. NUMBER of Directors of the corporation shall be no less than three (3), The President, Vice-President and Secretary/Treasurer. one District Commissioner and Member at Large per district, the State Youth Referee Association (SYRA), and a Past-President as set forth by Article V para 2 of the Constitution.

Section 2b. QUALIFICATIONS The Directors elected to the office shall:

1. Be in good standing with AYSA; and
2. Not be a paid or in executive role, employee of AYSA or of any member

Section 3. ELECTION The officers of the corporation, except such officers as may be appointed in accordance with the provisions of Section 3 or Section 5, of Article III of these By-Laws, shall be elected as more fully set forth in Section 3 of Article II of these By-Laws, by the Board of Directors of this corporation. Each officer of the corporation shall hold his or her office until he or she shall resign or shall be removed or otherwise disqualified to serve, or his or her successor shall be elected and qualified.

District Commissioners

- a) Even-numbered districts elect commissioner in even-numbered years.
- b) Odd-numbered districts elect commissioner in odd-numbered years.

Members-At-Large - each district in the years alternate to when it elects its Commissioner will elect members-at-large. Representative from SRA (SYRA) - even-numbered years with appointment from the President.

A. District Designations: District 1 Anchorage District 2 Fairbanks District 3 Mat-Su Valley District 4 Southeast (Juneau, Sitka, Ketchikan) District 5 Kenai Peninsula Additional leagues, associations, or clubs that affiliate with ASYSA will be placed within the existing districts by a majority vote of the Board of Directors.

B. Election of District commissioners and Members at Large: District Commissioners and Members at Large shall be elected by the ASYSA full member clubs within their respective districts. Each district prior to the ASYSA AGM of that year shall complete elections of the District Commissioners and Members at Large.

Each District will elect their District Commissioner and Member at Large as per protocol established by Alaska State Youth Soccer Association. In the Event of an unresolved tie vote in a District Election, the Board of ASYSA will vote to break the tie. Newly elected representatives of each district shall assume office immediately following their elections by their respective districts. There are no term limit restrictions for District Commissioners and Members at Large.

Section 4: VACANCIES A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner provided in these By-Laws in Section 4 of Article II for regular appointments to such office. in the Board of Directors, except for District Commissioners, Members-At-Large, and a Past President, may be filled by a majority vote of the remaining Directors, and each Director so elected shall serve out the remainder of the term of office. If vacancy of a past president occurs, than the executive committee shall appoint a past president to fill the vacancy. When a District Commissioner or Member-At-Large position is declared vacant, the Board of Directors shall call for an election by the respective district of a new District Commissioner or Member-At-Large within a period of sixty days (60) of said declaration. If such election is not held by the district in which the vacancy occurs, the Board of Directors shall appoint a District Commissioner or Member-At-Large from that district.

The newly elected or appointed District Commissioner or Member-At-Large shall serve out the remainder of office of the District Commissioner or Member-At-Large who has left or has been removed from that office. If the Board of Directors accepts the resignation of a Director tendered to take effect at a future time, the Board shall have power to elect a successor to take office when the resignation shall become effective. No reduction of the number of directors shall have the effect of removing any director prior to the expiration of this term of office.

Section 5: REMOVAL OF DIRECTORS Any individual director may, prior to completion of his/her term of office, be removed from office by a two-thirds (2/3) vote of the body that elected them.

Section 6: PLACE OF MEETINGS of the Board of Directors shall be held within the boundaries of Alaska State Youth Soccer Association and at the place designated for the purpose, from time to time, by resolution of the Board of Directors or written consent of all the Members of the Board. Any meeting shall be valid, wherever held in the state, if held by written consent of all Members of the Board of Directors, given either before or after the meeting and filed with the secretary of the corporation.

Section 8: OTHER REGULAR MEETINGS Regular meetings of the Board of Directors shall be held a minimum of three times per. At least ten days (10) prior to any Board of Directors meeting written and/or electronic notice of the time and place of such meeting shall be delivered to the Directors or sent to each Director's address as it is shown upon the records of the corporation. Board meetings may be held telephonically/electronically.

Section 9: SPECIAL MEETINGS-NOTICES The President of the Board shall call special meetings of the Board of Directors for any purpose or purposes at any time or if the President is absent, refuses to act, or if there is no President, one-third (1/3) of the Directors may call a special meeting. Directors may attend by teleconference. Written notice of the time and place of special meetings shall be delivered to the directors by letter or electronically, addressed to him/her at the address as it is shown upon the records of the corporation, or if it is not so shown on such records or is not ascertainable, at the place in which the meetings of the Directors are usually held. In case such notice is mailed or electronically sent, it shall be deposited in the United States mail to the principal office of the corporation is located at least forty-eight (48) hours prior to the time of the holding of the meeting. In case such notice is delivered as above provided, it shall be so delivered at least twenty-four (24) hours prior to the time of the holding of the meeting. Mailing, electronic delivery, as above provided, shall be due, legal, and personal notice to each Director. Special meetings of the Board may also be held by teleconference within seventy-two (72) hours written or verbal notice to the Board of Directors. Any business may be transacted provided a quorum is participating.

Section 10. WAIVER OF NOTICE When all of the Directors are present at any directors meeting, however called or noticed, and sign or orally give a written consent thereto on the records of such meeting, or, if a majority of the Directors are present, and if those not present sign in writing a waiver of notice of such meeting, whether prior to or after the holding of such meeting, which said waiver shall be filed with the Secretary/Treasurer of the corporation, the transactions thereof are as valid as if a meeting had been regularly called and noticed.

Section 11. QUORUM A majority of the number of Directors as fixed by the Constitution or the By-Laws shall be necessary to constitute a quorum for the transaction of business and at least three (3) districts must be represented. The action of a majority of the Directors present (51%) at any meeting at which there is a quorum and with at least three (3) districts represented, when duly assembled, is valid as a corporate act: provided that a minority of the Directors, in the absence of a quorum, may meet from time to time, but may not transact any business.

ARTICLE III OFFICERS

Section 1. OFFICERS Unless otherwise provided herein or by vote of the Board of Directors, the officers of this corporation shall be comprised of the Directors of this corporation in their respective positions. The officers of the corporation shall be a President, Vice-President, and Secretary/Treasurer.

Section 2. ELECTION AND TENURE OF OFFICE The officers, shall be elected by ballot from the voting membership of ASYSA. This election will take place at the annual meeting of the membership of this corporation, to serve for - three (3) years and until their successors are elected and have qualified. Their term of office shall begin immediately at the adjournment of the meeting. Unless otherwise provided herein or by vote of the Board of Directors, the officers and Directors shall be the same persons the respective titles.

The following shall be the election of the Officer for the three (3) year term Beginning year 2012 Secretary/Treasurer Beginning year 2013 President Beginning year 2014 Vice President

The Officers shall:

1. Be in good standing with AYSA; and
2. Not be a paid employee or volunteer (in executive role) of AYSA or of any member;
- 3 Not currently be serving as an officer on the board of directors of a member organization.

Section 3. SUBORDINATE OFFICERS The Board of Directors may appoint such other officers to be designated appointed positions, as the business of the corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in the By-Laws or as the Board of Directors may from time to time determine.

Section 4. REMOVAL OF OFFICER OR BOARD MEMBER Any officer, District Commissioner or Member at Large, may be removed for reasonable cause and by due process, by a two-thirds (2/3) vote of the Directors in office at the time, at any regular or special meeting of the Board. District Commissioners and Members-At-Large may be removed for reasonable cause and by due process, by a two-thirds (2/3) vote of the leagues within his/her district. Any director may be removed for excessive absences from regular scheduled meetings. Two consecutive unexcused board meetings absent or a total of four per year will be grounds for removal from the board. Any director may be removed for, among other things, non-performance of duties, violation of the ASYSA Constitution or By-Laws, illegal activity, acting in any manner detrimental to ASYSA or using his/her position for personal gain.

The Executive Committee will initially review the possible removal of an officer, district commissioner or member at large. At their recommendation the matter may be submitted to the Judicial Committee to conduct a hearing and submit a report to the full board with their findings and recommendation. In the case of a District Commissioner or Member at Large, the Executive Committee can refer it to the district for review and action in lieu of the ASYSA Judicial Committee. At any time the Executive Committee may request a letter of resignation to avoid any further action.

The board member may request a Judicial Committee hearing instead of agreeing to submit a letter of resignation. Any officer may resign at any time by giving written notice to the Board of Directors, to the President, or to the Secretary/Treasurer of the corporation. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. VACANCIES A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner provided in these By-Laws in Section 4 of Article II for regular appointments to such office.

Section 6. SEASONAL YEAR The seasonal year of the ASYSA shall be established by the United States Soccer Federation (USSF) and the United States Youth Soccer Association (USYS), and shall begin on September 1st and shall end on August 31st of the following year.

Section 7. PRESIDENT Subject to such supervisory powers, if any, as may be given by the Board of Directors to the Chairman of the Board, if there be such an officer, the President shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the business and officers of the corporation. He/she shall preside at all meetings of the members of this corporation, and in the absence of the Chairman of the Board, or if there be none, at all meetings of the Board of Directors. The President shall cast a vote only in the case of a tie. He/she shall be ex officio a member of all of the standing committees including the executive committee, if any, shall appoint committee chair persons, shall have the general powers and duties of management usually vested in the office of president of a corporation, and shall have such other powers and duties as may be prescribed by the Board of Directors or by the By-Laws. The President may not be a member of the executive board of any affiliated association. The President along with the President of the Adult Association will appoint the SRA. The President shall submit to the Secretary/Treasurer, to be kept in the official records of this corporation, a true and correct copy of all documentation relating to the activities and annual report to the region.

Section 8. VICE-PRESIDENT In the absence or disability of the President, the Vice-President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to, all the restrictions upon the President. The Vice-President shall be head of the nominating committee and shall

have such other powers and perform such other duties as from time to time may be prescribed for the Vice-President by the Board of directors or the By-Laws. The Vice-President shall keep complete and accurate documentation of all the activities of the Vice-President, which shall be deemed a part of the official records of this corporation, shall tender all such documents and records to the successor Vice-President immediately following the next annual election. The Vice-President shall submit to the Secretary/Treasurer, to be kept in the official records of this corporation, a true and correct copy of all documentation relating to the activities of the Vice-President. The Vice-President may not be a member of the executive board of any affiliated association.

Section 9. SECRETARY /TREASURER shall keep an accurate record of all meetings. The Secretary/Treasurer shall be responsible for the distribution of the Constitution, By-Laws, and Rules and Regulations to all ASYSA board members. The Secretary/Treasurer shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board of Directors may order, of all meetings or directors and members of this corporation, with the time and place of holding, (whether regular or special, and if special, how authorized), notice thereof, the names of those present all meetings, and proceedings thereof. The Secretary/Treasurer shall give, or cause to be given, notice of all the meetings of the members of this corporation, and of the Board of Directors, required by the By-Laws or by law to be given, and the Secretary/Treasurer shall keep the seal of the corporation in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by the By-Laws. The Secretary/Treasurer shall keep, or cause to be kept a book or books containing true and correct copies of all documentation submitted to the Secretary/Treasurer by each of the designated officers in this Article III, as required by these By-Laws to be kept in the official records of this corporation, and shall maintain and keep said official records in a current and up-to-date status at all times. The Secretary/Treasurer may not be a member of the executive board of any affiliated association. Under the office of Secretary/Treasurer, copies of all financial records of the corporation including but not limited to accounting of assets, liabilities, gains, losses and all account information will be kept and maintained. The Secretary/Treasurer shall tender all such documents and records to the successor secretary/treasurer immediately following election of a new secretary/treasurer. The Secretary/Treasurer may be the same person.

Section 10. EXECUTIVE DIRECTOR will be a contract labor position or employee contract position. The contract will be negotiated and approved at the end of an existing contract. The Executive Director shall organize and coordinate all procedures for Alaska State Youth Soccer Association player registrations including player registrations, team affiliation, league affiliation, and insurance records. The Executive Director shall keep complete/ accurate documentation of player registration that shall be deemed part of the official records of this corporation. He/she shall receive all player insurance claims from the districts and deal directly with the insurance carrier in the processing of all claims. The Executive Director shall also be a member of the state tournament committee and handle travel papers, handle requests to host tournaments/ clinics. The Executive Director shall submit to the Secretary/Treasurer to be kept in the official records of this corporation, a true and correct copy of all documentation relating to the activities of the director of registration. The Executive Director may not be a member of the executive board or the registrar of any affiliated league, association or club. The Executive Director may appoint an assistant registrar in each district to act under his or her supervision. This article does not mandate hiring an Executive Director by ASYSA. In the event ASYSA does not have an Executive Director, the above duties shall be assigned through the office of the President or approved designee. The ASYSA Board of Directors may hire State Administrative Position and/or Staff in lieu of an Executive Director.

Section 11. STATE YOUTH REFEREE ADMINISTRATOR (SYRA) The SYRA, as a designee of the USSF Referee Committee and the ASYSA President, shall serve as liaison between the ASYSA and the USSF referees registered in its territory. In addition, the SYRA shall serve on the Judicial, Referee, and State Cup Committees and shall perform those duties as specified in the manual of the National Referee Program. The SYRA shall keep copies of all such documents that shall be deemed a part of the official records of this corporation, and shall tender all such documents and records to the successor SYRA immediately following election of a new SYRA.

Section 12. DISTRICT COMMISSIONERS The Board of Directors shall establish the district boundaries, - shall create new districts and shall apportion or reapportion the districts as the need arises, which shall be determined by the Board of Directors. District boundaries shall be set forth by the board of AYSA. One District Commissioner shall be elected by each district, to serve for a period of two (2) years, to act as liaison between the Board of Directors and the district being represented.

The District Commissioners shall represent their respective districts and shall administer and have direct authority over their respective districts as provided in these By-Laws. District Commissioners may designate by written proxy a director to represent them at meetings of the Board of Directors or the AGM in the event of their absence.

Duties. The duties of the District Commissioners shall include the following:

1. The District Commissioner shall be thoroughly familiar with, and make available to the leagues within his/her district, the Constitution, By-Laws, insurance programs, and the Rules and Regulations of the Alaska State Youth Soccer Association. Each District Commissioner shall be thoroughly familiar with each insurance program provided by the Alaska State Youth Soccer Association for the benefit of affiliated members. Whenever there is doubt or uncertainty regarding any program or benefit, a ruling shall be obtained from the Chair, and if none, then the President.
2. The District Commissioner shall submit a report, in writing, to the Board of Directors, regarding all activities within the district. This report shall be submitted not later than fifteen (15) days prior to each Board meeting.
3. The District Commissioner shall attend each meeting of the Board of Directors, and each AGM of the Alaska State Youth Soccer Association.
4. The District Commissioner shall attend the Annual General Meeting of each affiliated league within the District Commissioner's respective district, shall serve as an advisor to each affiliated league, and shall assist in interpretation of ASYSA Constitution, By-Laws, and Rules and Regulations.
5. The District Commissioner shall attend league meetings and meetings of the Board of Directors of each affiliated league, as frequently as possible, and specifically when invited to any such meetings.
6. The District Commissioner shall obtain from each member league, and each club within the respective district, copies of their Constitution, By-Laws, and Rules and Regulations.
7. District Commissioners shall provide to the Board of Directors names and addresses of persons interested in serving on state committees.
8. The District Commissioner shall keep complete and accurate documentation of all the activities of the District Commissioner, which shall be deemed part of the official records of this corporation, shall tender all such documents and records to the successor District Commissioner upon the election of such successor District Commissioner, and shall assist the elected successor District Commissioner in assuming the duties of the office.
9. The District Commissioner shall submit to the Secretary, to be kept in the official records of this corporation, a true and correct copy of all documentation relating to the activities of the District Commissioner. When a District Commissioner's position is declared vacant, the position shall be filled as provided in Article II, Section 4 hereinabove. Voting members of a district may request a hearing for the removal of their District Commissioner at any time. A District Commissioner may be removed by two-thirds (2/3) vote of the affiliated leagues of the district. The affiliated league voting for removal, unless otherwise provided in the league Constitution or By-Laws, shall vote in the same manner and with the same weight as for appointment of a District Commissioner as set forth in Article II, Section 3 hereinabove.

Section 13. PAST PRESIDENT A Past President in good standing shall be entitled to all privileges of this Association, including the right to make and second motions and also the right to vote as a member of the Board of Directors. The Past President will remain on the board for a period of 2 years. The Past President is not restricted from running for another position on the board.

Section 14. MEMBERS-AT-LARGE Members-At-Large shall attend all Board of Directors meetings, the Annual General Meeting and league meetings for the district being represented. They shall serve as committee chairpersons or committee members. They may be removed from office in the same method and manner as provided for removal of District Commissioners in Section 12.

ARTICLE IV EXECUTIVE AND OTHER COMMITTEES

The President shall appoint an Executive Committee, as may be necessary from time to time, consisting of such number of its members and with such powers as it may designate consistent with the Constitution and By-Laws and the General Corporation Laws of the State of Alaska. The Executive Committee shall consist of but is not limited to the President, Vice-President, Secretary. All actions and decisions by the Executive Committee are subject to review and approval or rejection by the Voting Members at the next scheduled Board of Directors meeting or AGM.

ARTICLE V CORPORATION RECORDS AND REPORTS

Section 1. RECORDS The corporation shall maintain adequate and correct accounts, books, and records of its business and properties. All such books, records, and accounts shall be kept at its principal place of business in the State of Alaska, as fixed by the Board of Directors from time to time.

Section 2. INSPECTION OF BOOKS AND RECORDS All books and records provided for in AS. 10.20.131 of the Corporations Statute of Alaska shall be open to inspection for the Directors and members of this corporation, from time to time, and in the manner provided in AS. 10.20.131 (b), of the Corporations Statute of Alaska; that is, for any proper purpose at any reasonable time.

Section 3. CERTIFICATION AND INSPECTION OF BY-LAWS The original or a copy of these By-Laws, as amended or otherwise altered to date, certified by the Secretary, shall be open to inspection by the members of the corporation, as provided in AS. 10.20.131 (b), for any proper purpose at any reasonable time.

Section 4. CHECKS, DRAFTS, NOTES, INDEBTEDNESS All checks, drafts or other orders for payment of money, notes, or other evidence of indebtedness, issued in the name or payable to the corporation, shall be signed or endorsed by such person or persons and in such manner as shall be determined from time to time by resolution of the Board of Directors.

Section 5. CONTRACTS The Board of Directors, except as in the By-Laws otherwise provided, may authorize the executive director, any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances. Unless so authorized by the Board of Directors, no officer, agent or employee shall have any power or authority to bind the corporation by any contract or engagement, or to pledge its credit, or to render it liable for any purpose or to any amount.

Section 6. ANNUAL REPORT The Board of Directors shall cause an annual report or statement to be prepared and presented to the Board of Directors, and such annual report or statement shall become a part of the permanent records of the business of this corporation.

ARTICLE VI CORPORATE SEAL

The corporate seal shall be circular in form and shall have inscribed thereon the name of the corporation and the word "Alaska".

ARTICLE VII AMENDMENTS TO BY-LAWS

Section 1. BY MEMBERS Proposed amendments to By-Laws shall be submitted in writing to the state Secretary no later than sixty days (60) prior to the Annual General Meeting. The Secretary shall circulate notice of the proposed changes to voting members no later than thirty days (30) prior to the Annual General Meeting. These By-Laws may be amended at the Annual General Meeting whenever two-thirds (2/3) of the voting members of this corporation as provided in these By-Laws in

Section 2, Article II shall ratify by vote the proposed amendments. Amendments shall be effective on approval unless otherwise stated. Section 2. RECORD OF AMENDMENTS Whenever an amendment to these By-Laws is adopted, it shall be copied in the Book of By-Laws with the original By-Laws, in the appropriate place.

ARTICLE VIII COMMITTEES

The following standing/ad hoc committees and others as needed shall be appointed yearly: Rules and Regulations Protest and Appeals Tournament Direction (State Cup) Nomination, Budget, Judicial Committee /Disciplinary Committee as deemed appropriate by ASYSA Board Standing committee membership shall be derived from more than one district and shall consist of at least three (3) members. Associated members may also be appointed to any standing committee. State committee members may solicit help from members of their district in performing assigned duties. The President shall appoint committees as described in the ASYSA Bylaws and Constitution and as deemed appropriate by the ASYSA Board of Directors. All such committees shall hold office at the pleasure of the board.

ARTICLE IX PROTEST AND APPEALS

Section 1. PENALTY CODE

1. General: It is intended that Alaska State Youth Soccer Association adopt this Penalty Code and that it apply to all competitions, which fall within the jurisdiction of the ASYSA Chairperson of Competition as well as any other ASYSA program, including but not limited to competitions at ODP mini-camps, region camps or other trips offered to ODP State pool or team. . All member leagues, associations, teams and ASYSA programs such as ODP shall adopt within one year of adoption of these provisions and maintain a penalty code equivalent to the one her-in-under-described guideline as a condition of membership.

2. Judiciary Committee: It is recommended that a judiciary committee - a standing committee - be appointed at all levels that are State Association, League, etc., to administer the corrective penalties. This committee will also be known as the Disciplinary Committee. This committee will be different than the Protests and Appeals Committee.

2.1 ASYSA Judiciary Committee/ Disciplinary Committee shall be a standing committee. It shall have sole responsibility for administration of this Article. This includes but is not limited to review and approval of District, League, Club and ASYSA programs designed to meet the requirements under this section and presiding as the ASYSA Disciplinary Committee. The Judicial Committee authority is specifically excluded from participation in specific actions of the Protest and Appeals Committee.

3. Alaska State Youth Soccer Association Penalty Code 3.1 Objective and Scope: 3.1.1 - To establish a set of requirements for ASYSA Judicial Committee for uniform enforcement of reported* infractions by use of corrective penalties.

*Reported defined as: 1) Caution - yellow card 2) Ejection - red card 3)

Letter of information or inquiry

3.1.2 - To eliminate, or greatly reduce, the intolerable actions, attitudes, and activities of some soccer players, coaches, parents, and others.

3.1.3 - To place on notice the ASYSA Membership (i.e., players, coaches, assistant coaches, trainers, team managers, parents, and all other interested parties) that the infractions outlined in this article will no longer be tolerated without corrective action in the form of standardized penalties. Further, to put on notice the ASYSA membership that the standards set forth in this Article apply to participation in any program offered by ASYSA, including but not limited to the ODP try-outs, mini-camps, region camps and any trip offered to the ODP state pools or teams.

3.1.4 - The objective of this article will not be realized unless reports of infractions and/or other improper activities from referees, coaches, players and parents reach the ASYSA Judicial Committee/Disciplinary Committee.

3.1.5 - All affiliated members, member organizations and ASYSA programs including ODP programs shall respect and uphold the disciplinary actions of all other affiliated member organizations as far as the imposition of penalties and sanctions including but not limited to expulsion or suspension of a player, coach, parent or other.

3.1.6 - The Judicial Committee /Disciplinary Committee will take action on all properly reported matters.

3.2 PLAYERS - CLASS OF INFRACTION 3.2.1 -Technical - Class I 1) Swearing (profanity on the field) 2) Arguing with Referees or Linesman 3) Harassing or criticizing Referee or Linesman 4) Yelling at players, coaches, or fans 5) Entering or leaving field without Referee's permission

3.2.2 -Physical - Intentional - Class II 1) Continued tripping 2) Continued jumping 3) Continued kicking 4) Continued handballs 5) Continued pushing 6) Retaliation to above 7) Other

3.2.3 -Physical - Violent including Serious Foul Play Intentional - Class III 1) Assault on player 2) Assault on coach 3) Assault on fan 4) Retaliation "beyond defense" of his person

3.2.4 - Physical- Violent Behavior -Referee 1) Assault on Referee or Linesman 3.3 Players - Penalties for Infractions 3.3.1 - Class I 1) Minimum: Referee caution or removal of player during reported game - plus one additional game suspension for removal. 2) Maximum: (1st report) Referee's removal of player during reported game - plus one additional game suspension. 3) Maximum: (2nd report) three (3) games suspension 4) Maximum: (After 2nd report) one (1) year suspension from date of Judicial hearing. 5) Exception: Unusual circumstances may dictate a stronger or lighter penalty.

3.3.2 Class II 1) Minimum: Referee caution or removal of player from reported game - plus one additional game suspension for removal. 2) Maximum (1st report) two game suspension 3) Maximum: (2nd report) Suspension for remainder of current season: to include all ASYSA administered competitions or programs. 4) Maximum: one (1) year suspension from date of judicial hearing. 5) Exception: Unusual circumstances may dictate a stronger or lighter penalty.

3.3.3 Class III 1) Minimum: Referee caution or removal of player from reported game - plus one additional game suspension for removal. 2) Maximum: (1st report) three (3) games suspension 3) Maximum: (2nd report) Suspension for remainder of current season: to include all ASYSA administered competitions or programs. 4) Maximum: (After 2nd report) two (2) year suspension from date of Judicial hearing. 5) Exception: Unusual circumstances may dictate a stronger or lighter penalty.

3.3.4 SUSPENSION FOR ASSAULT ON OFFICIAL 1) When any amateur, professional player, coach, manager, club official, parent or other assaults a referee or official linesman, which assault shall amount to physical violence or protracted verbal abuse or obscene or threatening gestures, the original jurisdiction to adjudicate the matter shall vest immediately in the responsible Senior or Youth Association or Professional League which is affiliated with the United States Soccer Federation and in which Association or Professional League is vested the highest appellate jurisdiction in which the offense shall occur.

2) Such assault shall suspend the offender automatically for a period of one (1) year from the time of such assault, and the Association or League, which shall adjudicate the matter, shall not provide a shorter suspension than the aforesaid, but if circumstances shall warrant a longer suspension, such Association or League may increase the suspension. It is mandatory upon such an Association or League to execute the provisions of this rule within thirty (30) days of the offense and, in case of failure to do so, original jurisdiction shall then immediately vest in the United States Soccer Federation to adjudicate the matter, to which the same provisions as to the term of suspension shall apply.

3) A player, coach, manager, club official or parent or other who shall be adjudged guilty shall have the right of appeal following format provided in Rule 704.5 within thirty (30) days from receipt of the decision to the USSF Appeals Committee. The fee for such appeal is \$100.

4) This rule shall supersede all rules of affiliated divisions, Associations, or Professional Leagues, which pertain to assaults upon referees, linesmen, the manner, and means of hearings, appeals, and rehearing in matters pertaining thereto. 3.4 Coaches - Class of Infraction (includes Assistant Coaches, Trainers, Team Managers, Parents or Other Non-Players covered elsewhere, etc.) 3.4.1 Technical - Class I 1) Swearing (profanity on the field) 2) Verbal abuse of Referee or Linesman 3) Verbal abuse of coaches, assistant coaches, team managers, club officials, parents, or any other persons 4) Allowing ineligible players

5) Entering field of play without Referee's permission

6) Taking team from field prior to conclusion of game

7) Inciting or encouraging others to commit or engage in items 1 through 6

8) Others 3.4.2 Physical - Class II

1) Coach assault on player (his team or opposing team)

2) Coach assault on other coaches, assistant-coaches, team managers, club officials, parents, or any other persons 3.4.3 Physical-Referee Class III 1) Coach assault on game officials - Referee/Linesmen 3.5 Coaches - Penalties for Infractions (includes Assistant Coaches, Trainers, Team Managers, Parents or Other Non-players covered elsewhere, etc.) 3.5.1 Technical - Class I 1) Minimum: Caution or removal by Referee from reported game and/or game declared "no contest" (replay required). Coach will leave the field of play and area including parking lot immediately. If another adult is available to continue the game, in the opinion of the referee the game may continue. 2) Maximum: (1st report) Removal by Referee from reported game - plus suspension from coaching for three (3) consecutive league games

3) Maximum: (2nd report) Suspension for balance of season, to include all ASYSA administered competitions or programs.

4) Maximum: (After 2nd report) one (1) year suspension from date of Judicial hearing

5) Exception: Unusual circumstances may dictate a stronger or lighter penalty 3.5.2 A coach who strikes a player, coach who removes his team from the field during play is suspended indefinitely until a hearing is set by the Disciplinary Committee and the penalty administered.

3.5.3 SUSPENSION FOR ASSAULT ON OFFICIAL Please referee to 3.3.4 NOTE:

1) The term "game(s)" is defined as all competitions, which fall within the jurisdiction of the ASYSA Chairman of Competition as well as any other ASYSA program, including but not limited to competitions at ODP mini-camps, region camps or other trips offered to ODP state pool or team.

2) If no league, tournament or ODP games remain for persons assessed game suspension penalties, the penalty assessed shall apply to games in the following season. 4. Other. 4.1 In the event of any caution or ejection, refusal or the individual to give his/her correct name to the referee may be cause for additional disciplinary action. 4.2 The Disciplinary Committee shall have the authority to place an individual on probation for a given period of time. In the event the individual is ejected from a game during the probationary period, the individual may be suspended for twelve (12) months beginning from the date of the most recent ejection. 4.3 Other team officials such as team managers, assistant coaches, and individuals who may be perceived to be team supporters, such as parents and spectators, are subject to the above disciplinary action. 4.4 Players, coaches, referees, team officials, parents or others, etc., may appeal disciplinary matters to the Protests and Appeals Committee. 4.5. Involvement in a brawl is sanctioned with a suspension for at least six matches. Anyone who has tried merely to prevent a fight, shield others or separate those involved in a brawl is not subject to punishment. 4.6 If, in the case of violence, it is not possible to identify the perpetrator(s), the body will sanction the club or association to which the aggressors belong. 4.7 In addition to any penalties imposed for violation of rules and infractions, the Disciplinary Committee may also impose fines.

Section 2. PROTEST AND APPEALS PROCEDURES : 01 Only violations of the Articles of Incorporation, By-Laws, Rules and Procedures of this Association, or misapplication of the "Laws of the Game" shall be subject to be considered for protest and appeals. : 02 The following shall be the line of authority for protests and appeals. Until this authority has been completed and/or adverse decisions rendered on the matter in question, may an individual proceed to the next higher line of authority. Under no circumstances may legal counsel or use of the courts be used until this line of authority has been completed: A. ASYSA Protest and Appeals Committee B. ASYSA Board of Directors C. USSF The ASYSA Protest and Appeals Committee (PAC) shall first decide the protest. Any decision of the PAC may be appealed to the ASYSA Board of Directors as provided hereinafter. Any decision of the Board of Directors may be appealed to the USSF Board of Directors. : 03 Should any hearing body choose not to hear a protest or appeal, that body may, if they desire, refers the matter directly to the next higher authority. : 04 Upon receipt of any adverse decision, appeal may be made to the next higher authority. :05 Protests or appeals are to be submitted triplicate, typed or printed, and postmarked to the State office within five (5) calendar days (Sundays and holidays excluded) following the date of the decision being protested or appealed. The proper fee must be enclosed. Three Hundred dollars (\$300.00)

A. The protest or appeal fee shall be established by the Board of Directors for items coming before the Protest and Appeals Committee.

B. The protest or appeal fee shall be returned if the protest or appeal is upheld. This fee shall be retained if the protest or appeal is denied, unless a higher authority overrules the Protest and Appeal Committee.

C. The Protest and Appeals Committee of this Association shall consider all pertinent information arising out of an appeal of any club disciplinary action. The decision of the Protest and Appeals Committee of this Association shall be conveyed, in writing, to all parties involved within seven (7) days of the decision and a copy of the decision, along with all pertinent information and findings shall be filed with the ASYSA.

D. Any decision rendered by the Protest and Appeals Committee of this Association may appeal to the full Board of Directors of this Association. Such appeal must be postmarked within forty-eight (48) hours of receipt of the Protest and Appeals Committee decision being appealed. No additional fee shall be required at this point. The AYSA State Office shall set a date, with the concurrence of the Commissioner of this Association, for the hearing of the appeal to the Board of Directors. Such date shall be within forty-five (45) days of the date of the decision rendered by the Protest and Appeals Committee.

E. At the Board of Directors Hearing, the Chair of the Protest and Appeals Committee shall present the findings of the Committee to the Board of Directors of this Association. The parties involved shall be given the opportunity to present their case. The decision of the Board of Directors shall be conveyed to all parties involved by the ASYSA State Office of this Association, in writing, within seven (7) days of the decision.

F. No State Association, Official, Team Referee, Member or Player may invoke the aid of the courts of any State or of the United States without first exhausting all available remedies within the body of the organized soccer (See 3:09:02). For violation of this rule, the offending party or parties shall be subject to suspension from this organization and be liable for all expenses incurred for legal expenses and the time of any of the officials of the organization. These include court fees, attorneys' fees, and compensation for time spent by ASYSA/USYS/USSF office and employees, travel expenses and expenses for special meeting necessitated by court action.

Section 3. EXHAUSTION OF APPEAL REMEDIES The following shall be the line of authority for protests and appeals when submitted beyond the local league.

A. The Protest and Appeals Committee

B. ASYSA Board of Directors

C. USSF

Section 4. TIME FOR APPEALS Any decision of the PAC may be appealed to the ASYSA Board of Directors provided that such appeal is postmarked within five (5) days (excluding Sundays and holidays) following receipt of the PAC's written decision. No additional fee shall be required at this point. The ASYSA State Office shall set a date for the hearing of the appeal by the ASYSA Board of Directors. Such date shall be within forty-five (45) days of the decision rendered by the PAC. At the ASYSA Board of Directors Hearing, the Chairman of the PAC shall present the finding of the PAC to the Board of Directors. The parties involved shall be given the opportunity to present their case. The decision of the Board of Directors shall be conveyed to all parties involved by the ASYSA State Office in writing, within seven (7) days of the decision.

Section 5. TIMELINE FOR DOCUMENTATION Protest and appeals are to be submitted in triplicate, typed or printed, and delivered to the ASYSA State office within five (5) calendar days (Sundays and holidays excluded) following the date of the decision being protested and appealed. The proper fee must be enclosed.

ARTICLE X MISCELLANEOUS

Section 1. PARLIAMENTARY AUTHORITY The parliamentary authority at all state meeting shall be "Roberts Rules of Order" the latest revision available.

ARTICLE XI TECHNICAL DIRECTOR shall provide support for the recruitment and training of coaches and shall organize and coordinate the Alaska State Youth Soccer Association program for certification of coaches. The Technical Director will adhere to the policies and bylaws of ASYSA. The Technical Director will adhere to the agreed contract with ASYSA. The Technical Director shall keep copies of all such

documents, which shall be deemed a part of the official records of this corporation and shall tender all such documents and records to the successor Technical Director immediately following selection of a new Director of coaching.

This article does not mandate hiring a Technical Director by ASYSA. In the event ASYSA does not have a Director of Coaching, the above duties shall be assigned through the office of the Executive Director.

ARTICLE XII- DISSOLUTION In the event the organization becomes defunct, merges with another organization or is dissolved, the assets shall be turned over to USYSA or as directed by the laws of the State of Alaska. Upon the dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax exempt status under section 501 © (3) of the Internal Revenue Code.

Upon the dissolution of Alaska State Youth Soccer Association, the disposition of net proceeds from charitable gaming conducted under AS 05.15 will go to a charitable organization as defined at AS05.15.690 or another qualified organization that is authorized to conduct as activity under AS05.15