

ARIZONA SOCCER ASSOCIATION

BYLAWS

Effective July 1, 2024

Part 1 – General

Bylaw 101. NAME

This organization shall be incorporated as the “Arizona Soccer Association, Inc.” It shall be referred to as “Arizona Soccer Association” and/or “ASA.”

Bylaw 102. PURPOSE

Section 1. It is the mission of ASA to foster the physical, mental and emotional growth and development of the members within the State of Arizona through the sport of soccer at all ages and levels of competition.

Section 2. The Arizona Soccer Association shall maintain its tax-exempt status under the Internal Revenue Code.

Section 3. The ASA shall maintain its non-profit corporation status, organized and existing the law of the State of Arizona.

Bylaw 103. AFFILIATION

Section 1. The ASA shall be a member of and comply with the authority of US Youth Soccer and US Soccer.

Section 2. The “Laws of the Game,” as authorized by FIFA, and modified for youth play by US Youth Soccer, US Soccer, or the ASA, apply to youth soccer games sanctioned by ASA.

Bylaw 104. EQUAL OPPORTUNITY

Section 1. The ASA shall provide an equal opportunity to athletes, coaches, trainers, managers, administrators, and officials to participate in youth soccer competitions without regard to that individual’s race, color, religion, national origin, or sex.

Section 2. Individuals serving on the Board of Directors, or a committee of ASA shall be selected without regard to that individual’s race, color, religion, national origin, age or sex.

Section 3. The ASA may not have eligibility criteria relating to amateur status more restrictive than those of US Soccer.

Bylaw 105. SEASONAL AND FISCAL YEARS

The fiscal year of ASA will begin on July 1 of one calendar year and end on June 30 of the following calendar year.

Bylaw 106. USE OF NAME, LOGO AND COLORS

Section 1. No one may use the name or initials of ASA, any of its trade names including Arizona Soccer Association and ASA, or any of its logos, trade names or brand names except as provided under these bylaws or except with the express written consent of ASA.

Section 2. The colors of ASA are yellow, red, white, and blue.

Bylaw 107. ROBERT'S RULES OF ORDER AND QUORUM

Section 1. Except as otherwise provided in these Bylaws, all meetings shall be conducted in accordance with the latest edition of Robert's Rules of Order.

Section 2. A quorum at any meeting shall be a majority of the total number of eligible votes for that meeting.

Bylaw 108. BOUNDARIES

Section 1. The boundaries of the Arizona Soccer Association shall be that area that is defined by the legal boundaries of the State of Arizona.

Section 2. The General Assembly shall create geographical subdivisions within the boundaries of the ASA which shall be designated as Regions.

Bylaw 109. AUTHORITIES

Section 1. The ASA shall be governed by its Bylaws as presently constituted except in those matters reserved to US Soccer, US Youth Soccer, CONCACAF, and FIFA. US Soccer governing documents take precedence over and supersede the governing documents of the Association to the extent applicable under Arizona State law.

Section 2. The Arizona Soccer Association will not join any organization that has requirements that conflict with US Soccer's governing documents.

Section 3. The legislative and judicial powers of this Association, except those which are herein otherwise delegated, shall be vested in the CEO and the Board of Directors.

Section 4. In any and all matters that are not addressed by these Bylaws, the governing documents of US Youth Soccer shall take precedence. In any and all matters that are not addressed by these Bylaws or those of US Youth Soccer, the governing documents of US Soccer shall take precedence.

Section 5. ASA adopts the rules and procedures set forth on its website entitled “Red Card Procedures,” “ASA Ejections & Suspensions Policies and Procedures,” and “ASA Hearing Policies and Procedures.”

Bylaw 110. DISSOLUTION

If this Association dissolves for any reason, its properties and assets shall become the property of US Soccer to be put in trust until a new Association can be formed under the guidelines of the Federation.

Bylaw 111. DEFINITIONS

Definitions can be found at the beginning of these Bylaws.

Part II – MEMBERSHIP

Subpart A - General

Bylaw 201. ELIGIBILITY

The membership of ASA is open to all soccer organizations and all soccer players, coaches, trainers, managers, administrators, and officials without discrimination on the basis of race, color, religion, age, sex or national origin and upon payment of appropriate fees.

Bylaw 202. MEMBERSHIP CATEGORIES

ASA has the following categories of membership:

1. League
2. Club
3. Individual
4. Associate (Associate Membership is without a vote)

Bylaw 203. PROHIBITION ON TRANSFERRING AND ASSIGNING MEMBERSHIP

Membership in ASA is not transferable or assignable. Membership terminates when ASA dissolves, the League/Club dissolves, the individual member dies or dissolves or as provided under these Bylaws.

Bylaw 204. GENERAL RESPONSIBILITIES

All member leagues and clubs must have clear and concise procedures to deal with infractions within their organizations. With the exception of penalties for litigation as described in Bylaw 242, Section 1 and automatic red card penalties as described in Bylaw 719, Section 2 as well as the ASA Hearing Manual, no suspensions/penalties of 3 (three) or more months may be imposed by any member league, club or by ASA without a duly convened hearing as outlined in Part VII – GRIEVANCES, PROTESTS AND APPEALS and the ASA Hearing Manual.

Section 1. In addition to other requirements of these Bylaws:

- (a) Falsification of records shall be grounds for removal from future participation and/or membership in this Association;
- (b) A plea of ignorance to the Bylaws, Policies and Procedures of this Association is not an excuse or defense and violators may expect appropriate action by the Board of Directors;
- (c) Any person found guilty of violating the Bylaws, Policies and Procedures of this Association may be asked to appear before the Board of Directors in order to explain his/her actions.

Subpart B - Organization Members

Bylaw 211. ADMISSION TO MEMBERSHIP

Section 1. The Board of Directors will accept and act within 60 days on applications for membership by new Leagues wishing to compete in ASA activities within the boundaries of ASA provided that applicable paperwork is submitted.

Section 2. The Board of Directors will accept and act within 60 days on applications for Associate membership from municipal and/or national organizations within the boundaries of ASA who do not wish to compete other than within their own programs. These programs will not carry voting privileges. Should these programs wish to expand and compete in ASA activities, Sections 1 and 3 will apply.

Section 3. The Board of Directors shall follow the New Club Policy & Procedures to determine eligibility of an applicant to become a new Club within ASA.

Section 4. Any club that does not register players for 2 (two) consecutive years will no longer be considered a member within ASA and may not register players until the application process has been completed.

Bylaw 212. TERMS OF MEMBERSHIP

Section 1. The term of membership is for 1 (one) seasonal year.

Section 2. Teams in all leagues sanctioned by ASA must use ASA passes for all games. Exception to this Bylaw: In-house teams playing in their own in-house league do not require passes. Said teams may participate in tournaments hosted by their own Club with the presentation of a certified roster signed by the Club or League Registrar or by ASA.

Section 3. Where a club has no more than 3 teams in an age group who wish to participate at an in-house level, they may interplay with other small clubs in the same situation for league play only. If no other small club situation is available and if a larger club can accommodate said teams without impacting the field restrictions, they may. Tournament restrictions as outlined in Section 2 will still apply.

Bylaw 213. GENERAL RESPONSIBILITIES

Section 1. In addition to other requirements of these Bylaws, each Organization Member shall:

- (a) To the extent consistent with applicable law, comply with the Bylaws of ASA, US Youth Soccer and US Soccer;
- (b) To the extent consistent with applicable law, comply with Policies, Procedures and requirements of ASA's internal operations and administration of ASA programs;
- (c) Submit to ASA any amendments to its charter or Articles of Incorporation, Bylaws, Rules and Regulations no later than 90 days prior to the seasonal year that it affects, and shall submit a current copy of their Bylaws/Rules every two years (even numbered years);
- (d) Annually register with ASA every player, coach and administrator;
- (e) Require that each of its members annually register with ASA every individual player, coach, team and administrator that is sponsored, financed, coached, organized or administered by that member;
- (f) Require that all players be registered prior to their first game appearance;
- (g) Be responsible for ensuring that every volunteer and employee who has contact with players and/or personal financial information, etc., submits and passes the appropriate Risk Management protocol. ASA is also responsible for ensuring that every volunteer and employee who has contact with players and/or personal

financial information, etc., submits and passes the appropriate Risk Management protocol.

- (h) Be responsible for governing those persons associated with their operations. Teams shall abide by the League rules under which they are registered and in which they are playing.
- (i) Ensure that teams affiliated with ASA do not play games against non-US Soccer affiliated teams without prior written approval. Teams and clubs that fail to obtain the required written approval from the State Registrar may be subject to disciplinary actions including suspension.
- (j) Ensure that US Soccer's articles, Bylaws, Policies and requirements on intra-play and inter-play are followed.
- (k) Ensure that teams do not use their US Youth passes issued by ASA to participate in non-US Youth sanctioned events.

Section 2. Organization members may not take adverse action against any ASA individual member based upon their participation in the Olympic Development Program. Adverse action shall include but not be limited to restricting playing time, releasing an individual member from a team or demanding additional commitment from that individual member above and beyond what is demanded from any other individual member who is similarly situated.

Section 3. Each Organization Member shall retain its own autonomy except as otherwise provided in these Bylaws.

Subpart C - Individual

Bylaw 221. ADMISSION TO MEMBERSHIP

Section 1. An individual who is a player, coach, referee, administrator or parent/guardian of a player is a member of ASA:

- (a) Through that individual's membership or association with a Member League or Member Club;
- (b) As an elected officer or member of the Board of Directors;
- (c) If the individual occupies an unpaid administrative position;
- (d) As a committee member of ASA;
- (e) As parents and/or guardians through their child's membership with a Member League or Member Club.

Subpart D - Fees

Bylaw 231. MEMBERSHIP FEES

Section 1. Each year, the CEO and the Board of Directors shall establish fees for all membership levels (League, Club, Team) and the deadlines by which said fees shall be paid. These fees shall be recommended by the CEO and the Board of Directors and ratified at the Annual General Meeting.

Section 2. Each Club Member shall pay to ASA annual fees for each player registered in an amount recommended the Board of Directors and ratified at the Annual General Meeting. Annual fees for each player are due at the time of registration of said player.

Section 3. Any changes in annual fees for registered players being recommended by the CEO and the Board of Directors shall be forwarded to all voting members no later than 30 days prior to the Annual General Meeting.

Section 4. ASA may increase annual fees for each player if such increases are as a result of a national membership increase from US Youth Soccer or US Soccer.

Subpart E - Suspensions, Fines, Terminations and Reinstatement

Bylaw 241. SUSPENSIONS, FINES AND TERMINATIONS

Section 1. When a Member fails to pay any fees due to ASA or its member clubs, the Financial Bad Standing Policy shall be followed.

Section 2. The Board of Directors may suspend, fine, or terminate (or any combination thereof) the membership of any Member of the Association if the Board of Directors determines that:

- (a) The conduct of the Member is averse to the best interests of soccer, ASA or the purpose for which ASA has been formed; or,
- (b) The Member has not complied with the requirements of its membership in ASA. The Board of Directors may act only after a hearing, reasonable notice to the member of the time and place of the hearing and providing the Member with a reasonable opportunity to present evidence in support of the Member's position.

Section 3. All Members of ASA upon notification by ASA must recognize a suspension or other disciplinary action imposed by ASA in accordance with these Bylaws. ASA and all other ASA members shall recognize suspensions and other disciplinary actions imposed by Members of ASA on proper notification to ASA, and determination by ASA that the party subject to the

action received hearing and procedural rights substantially similar to those set forth in these Bylaws.

Section 4. ASA must recognize suspensions and rulings of all organizations under the jurisdiction of US Youth Soccer and US Soccer when notified thereof.

Section 5. The CEO and the ASA office must be notified within thirty (30) days of action of any suspension of three (3) months or more.

Bylaw 242. SUSPENSION BECAUSE OF LITIGATION

Section 1. Any person participating in an ASA program, or in a program of a member of ASA, who is arrested or otherwise becomes a defendant in litigation, criminal or civil, detrimental to the welfare of youth players or litigation based on activities detrimental to the welfare of your players, shall be suspended from all soccer-related activities. The Board of Directors shall determine suspensions under this bylaw. Matters detrimental to the welfare of youth players shall include crimes of moral turpitude and felonies. The person has a right to appeal the suspension only over whether the matter, which is the substance of the accusation, if true, is detrimental to the welfare of youth players.

Section 2. On completion of the litigation, the suspended person may inform the body suspending the person under Section 1 of this bylaw that the litigation has been completed and request that the suspension be terminated, and the person reinstated. The suspending body may grant the request of the person or, if the decision of the litigation was averse to the person, may continue the suspension for a period specified by the suspending body, fine the person, terminate all membership of the person with the suspending body and its members, or any combination of those authorized penalties.

Bylaw 243. RESIGNATIONS

Any Member may resign from ASA by submitting a written resignation to ASA. The resignation need not be accepted by ASA to be effective. A Member's resignation does not relieve the member of any obligation to pay any fees that had been accrued and were unpaid before the effective date of the resignation.

Bylaw 244. REINSTATEMENT

A suspended Member of ASA may submit a written request for reinstatement. The Board of Directors may reinstate the membership of a suspended Member on reasonable terms that the Board considers appropriate.

PART III – ORGANIZATION

Subpart A – Voting

Bylaw 301. ORGANIZATION MEMBERS

Section 1. Each duly affiliated club, in good standing, is entitled to vote at General Assembly meetings.

(a) A club shall have the following number of votes:

1.	7 – 200 players	=	1 vote
2.	201 – 400 players	=	2 votes
3.	401 – 600 players	=	3 votes
4.	601 – 800 players	=	4 votes
5.	801 – 1,000 players	=	5 votes
6.	1,001 – 1,500 players	=	6 votes
7.	1,501 players and over	=	7 votes

No club shall exceed a total of 7 votes for any reason.

(b) At each Annual General Meeting, the number of votes of a club is determined by the number of players registered with and fees paid by the club to ASA, according to the ASA registrar, as of forty-five (45) days before the date of the Annual General Meeting. Where clubs/leagues have not registered their membership by that date, votes will be determined based on the previous year's registration numbers.

(c) At Annual General Meetings, a club may have delegates equal to the number of votes said club can cast at the meeting, regardless of the number of representatives of the club that are present, and as long as a minimum of one representative is present. All votes of the club may be cast by any of the designated delegates of that club present at the time of the vote, even if not all representatives are present.

Section 2. Each duly affiliated league, in good standing, is entitled to one vote only at Annual General Meetings.

Section 3. No Organization Member may exercise its franchise to vote at Annual General Meetings without submitting authorization in writing to the Secretary of the Association. This letter must specify the Organization Member's delegates(s) by name, must be signed by the highest-ranking officer of that Organization Member and be received prior to the Annual General Meeting.

The highest-ranking officer of that Organization Member shall be defined as the President, CEO (Chief Executive Officer)/ED (Executive Director) or DOC (Director of Coaching).

Section 4. Individual Members are not entitled to vote at any meeting except as otherwise provided in these Bylaws for officers and/or members of the Board of Directors.

Bylaw 302. LIMITATION

An individual may vote at any meeting of ASA in only one capacity.

Subpart B – Annual General Meeting

Bylaw 311. COMPOSITION AND GENERAL AUTHORITY

Section 1. ASA has a Membership that is composed of representatives of Organization Members the Board of Directors.

Section 2. The Membership at its Annual General Meeting has the sole authority to:

- (a) Amend the Bylaws of ASA
- (b) Adopt the Budget of ASA
- (c) Elect all officers (except Regional Directors)
- (d) Approve fees
- (e) Ratify actions of the Board of Directors
- (f) Ratify any redistricting
- (g) Conduct additional business at the Annual General Meeting as deemed appropriate by the Board of Directors.

Bylaw 312. ANNUAL GENERAL MEETING

Section 1. The Board of Directors shall hold an Annual General Meeting each year on or before March 30th.

Section 2. ASA has the following three (3) administrative, geographical Regions:

Central Arizona Region (Maricopa and Pinal Counties)
(Elected in odd-numbered years)

Southern Arizona Region (Pima, Santa Cruz, Cochise, Greenlee, Yuma and La Paz Counties) (Elected in even-numbered years)

Northern Arizona Region (Coconino, Apache, Navajo, Mohave, and Yavapai Counties) (Elected in odd-numbered years)

Section 3. ASA shall provide to each Organization Member, the Board of Directors and all voting members no later than 30 days prior to the Annual General Meeting in writing the following:

- (a) Notice of the Annual General Meeting, giving the agenda, date, time and location of said meeting.
- (b) Any proposals or motions to amend the Bylaws of the Association
- (c) The proposed budget
- (d) A list of any individuals who have submitted their intent to be a candidate for election to the Board of Directors and who have completed and cleared the Risk Management requirements.

Section 4. The order of business at the Annual General Meeting shall be as follows:

- (a) Call to Order
- (b) Roll Call
- (c) Credentials Report
- (d) Acceptance of Minutes of the previous Annual General Meeting
- (e) Acceptance of Reports and Confirmation of actions taken, and policies adopted by the Board of Directors
- (f) Unfinished business
- (g) Acceptance of the Budget
- (h) Amendments to the Bylaws, Policies and Procedures
- (i) Election of Officers (except Regional Directors)
- (j) New Business
- (k) Good of the Game
- (l) Adjournment

Section 5. Any business item (including proposed amendments to the Bylaws of ASA) to be presented at an Annual General Meeting, must be submitted in writing to ASA 45 days prior the Annual General Meeting.

Section 6.

- (a) A person wishing to run for office shall submit their intention to run for office to the Board of Directors no less than 45 days prior to the Annual General Meeting
- (b) Nominations from the floor for any office other than those of Regional Directors will no longer be accepted.
- (c) Persons wishing to run for the office of Regional Directors must submit their names 45 days prior to the scheduled election date for that Region and must have completed and cleared the Risk Management requirements.

Section 7. Any minor items, such as spelling errors, grammatical errors, or housekeeping changes, may be made to the Bylaws without recourse to an Annual General Meeting vote.

Bylaw 313. SPECIAL MEETINGS

Section 1.

- (a) A Special Meeting may be called at any time at the request of:
1. The President of ASA
 2. A majority of the Board of Directors, or,
 3. At least seven (7) Organization Members of ASA.
- (b) The request shall state the business items to be considered at the Special Meeting. No other items may be considered at the meeting.

Section 2. Notice of a Special Meeting shall be provided to each Organization Member and the Board of Directors within 10 days of the call. The meeting must be held no less than ten (10) days and no more than forty-five (45) days after the notice.

Bylaw 314. PLACE OF MEETING

The Board of Directors may designate any place within the State of Arizona as the place for a meeting of the General Assembly.

Subpart C – Regions

Bylaw 321. GENERAL REQUIREMENTS

Section 1. ASA has the following three (3) administrative, geographical Regions:

Central Arizona Region (Maricopa and Pinal Counties)

Southern Arizona Region (Pima, Santa Cruz, Cochise, Greenlee, Yuma and La Paz Counties)

Northern Arizona Region (Coconino, Apache, Navajo, Mohave, and Yavapai Counties)

Section 2. Each Organization Member shall be a member of the Region within whose geographic boundaries it is located.

Bylaw 322. COMPOSITION OF DISTRICTS

Central Arizona Region (Maricopa and Pinal Counties)

Southern Arizona Region (Pima, Santa Cruz, Cochise, Greenlee, Yuma and La Paz Counties)

Northern Arizona Region (Coconino, Apache, Navajo, Mohave, and Yavapai Counties)

Part 1V – OFFICERS AND BOARD OF DIRECTORS

Subpart A - Officers

Bylaw 401. OFFICERS

Section 1. The officers of ASA are the President, Vice President, Secretary, Treasurer, Member at Large, Past President (for a period of two years and without a vote) and the Regional Directors.

Section 2. The officer representing a geographic region within ASA is its Regional Director.

Bylaw 402. ELECTIONS

Section 1.

- (a) The President and Secretary of ASA are elected for terms of 2 years at Annual General Meetings of ASA held in even-numbered years.
- (c) The Vice-President, Treasurer and Member-at-Large are elected for terms of 2 years at Annual General Meetings of ASA held in odd-numbered years.

Section 2. Each Regional Director is elected for a term of 2 years. A Regional Director shall be elected by a majority of the eligible voting members of his/her Region.

- (a) The Regional Director of the Northern Region shall be elected in even-numbered years.
- (b) The Regional Directors of Central and Southern Regions shall be elected in odd-numbered years.

Section 3. An officer referred to in this Bylaw commences the officer's term of office after the adjournment of the meeting at which the officer was elected or appointed or, if filling a vacancy before the expiration of office, immediately after elected to fill the vacancy.

Bylaw 403. GOVERNANCE

Section 1. The President of ASA in conjunction with the CEO, shall supervise all activities of the ASA; the work of the Executive Board, the Board of Directors, and the General Assembly and shall chair of meetings of same. The responsibilities of the President shall include, but not be limited to, the following:

- (a) Administer the affairs of ASA with the concurrence of the Board of Directors;
- (b) Be responsible for oversight of office procedures and personnel, which responsibility may be delegated;

- (c) Establish ASA committees and make committee appointments as provided by Bylaws 501 and 503;
- (d) Act as representative of the Arizona Soccer Association to USYS and USSF, which responsibility may be delegated, subject to the approval of the Board of Directors;
- (e) Execute instruments for ASA that the Board of Directors authorizes to be executed; and,
- (f) Perform other responsibilities assigned by the Board of Directors.

Section 2. The Vice President of ASA shall assist the President in all business of the ASA, become acting President during any temporary absence of the President. The responsibilities of the Vice President shall include but not be limited to the following:

- (a) Assume the responsibilities of the President when the President is absent, cannot act or refuses to act.
- (b) Oversee Protest, Appeals and Arbitration Committees (administrative) from ASA and D&R Committees;
- (c) Oversee Discipline (players/coaches);
- (d) Oversee the Risk Management Program;
- (e) Perform other responsibilities assigned by the Board of Directors or the President;
- (f) Conduct hearings, appeals, and conferences with players, coaches and parents and other members of ASA regarding red cards and other rule and Bylaw violations and may lift or invoke those sanctions he or she deems appropriate, including but not limited to suspension, education, course work and community service. Players, coaches and other members have the right to appeal any decision made by the Vice President in such proceedings.

Section 3. The responsibilities of the Secretary shall include but not be limited to the following:

- (a) Give proper notice of all ASA meetings;
- (b) Ensure minutes of Board of Directors' meetings, including the AGM and Special Meetings are taken. Once approved, ensure they are published and distributed in a timely manner;
- (c) Ensure that a record is kept of the name, address and other information of each Member, Director, Officer and employee of ASA;
- (d) Compile and publish the ASA Policies and Procedures and review on an annual basis and make them available on-line;
- (e) Serve as chair for the Credentials Committee for the AGM;
- (f) Serve as ASA Historian;
- (g) Perform other responsibilities assigned by the Board of Directors or the President.

Section 4. The responsibilities of the Treasurer shall include but not be limited to the following:

- (a) Oversee the keeping of full and accurate accounts of receipts and disbursements of ASA;
- (b) Oversee the preparation of financial statements monthly and send them to all organizational members after the end of the reporting period, with additional statements being prepared as directed by the Board of Directors;
- (c) Secure an independent review by a qualified accounting firm or individual of the financial accounts and transactions of ASA within 90 days of the completion of the financial year;
- (d) Assist the Board of Directors in reviewing a proposed annual budget for ASA;
- (e) Provide that all accounts be paid in accordance with ASA Financial Policies;
- (f) Ensure the preparation, execution and submittal of forms required annually by the Arizona Corporation Commission to maintain the incorporated status of the Association;
- (g) Ensure that at no time are any related parties the two (2) signatories on any ASA checking account;
- (h) Oversee the Budget and Financial Committees;
- (i) Audit state funded programs to ASA members (i.e., Grants, Scholarships, etc.); and,
- (j) Perform other responsibilities assigned by the Board of Directors or the President.

Section 5. The responsibilities of the Member at Large shall be to assist the President in all business of ASA and to perform responsibilities assigned by the Board of Directors and the President.

Section 6. The responsibilities of the Past President of ASA, who is a member of the ASA Board of Directors without vote, shall include but not be limited to the following:

- (a) Serve a one-year term;
- (b) Serve as ASA Historian during term;
- (c) Provide continuity and consulting services for the newly elected President and for any other member of the Board of Directors;
- (d) Past President must have served a minimum of one full term (2 years) to be eligible for this position;
- (e) Perform other responsibilities assigned by the Board of Directors or the President;
- (f) The Past President position is a non-voting position.

Section 7. The responsibilities of the Regional Directors of ASA shall include but not be limited to the following:

- (a) Direct the business of the Region;
- (b) Report in writing at each Board of Directors' meeting on the state of the Region;

- (c) Be present, where possible, at Annual General Meetings of the clubs/leagues within the Region;
- (d) Oversee and promote growth of the Region; and,
- (e) Perform other responsibilities as assigned by the Board of Directors or the President.

Section 8. The CEO shall be appointed by the President subject to the approval of the Board of Directors.

- (a) The CEO shall report the President and, where appropriate, to the Board of Directors;
- (b) The duties of the CEO are to conduct the business and management affairs of ASA, including personnel policies and employment as approved by the Board of Directors;
- (c) The CEO shall perform other duties as approved by the President and the Board of Directors.

Bylaw 404. REMOVAL

Section 1. With three (3) weeks' written notification and after showing just cause and by a two-thirds (2/3) majority, the Board of Directors may remove an officer not performing the duties of the office for which he or she was elected.

Bylaw 405. VACANCIES

Section 1. If any office, including the President, becomes vacant for any reasons, the remaining members of the Board of Directors shall:

- (a) Decide if the position needs to be filled prior to the next AGM;
- (b) If affirmative, post notification of the vacancy;
- (c) Appoint an individual to the office to fill the balance of the term or until the next AGM, whichever comes first.

Section 2. If the office of a Regional Director becomes vacant, the organization members of the Regional shall elect an individual to fill the vacancy for the balance of the term within 45 days. If such election is not held, the Board of Directors shall appoint an individual to the office to fill the balance of the term or until the next AGM whichever comes first.

Bylaw 406. RESTRICTIONS

Section 1. Officers referred to in Bylaw 401 or committee chairs:

- (a) May not receive compensation (except for reimbursement of expenses) for services for their specific position; and
- (b) May not be a paid employee of ASA. The term 'employment' shall not mean any service performed by an Officer or a committee chair at a specific event for which the

Association offers payment for the performance of such services to its members or others and has, in good faith, attempted to obtain performance of the service by its members or others prior to having the service performed by an Officer or committee chair. Nothing in this definition shall have any impact on the determination of whether someone hired by the Association is an employee or independent contractor for taxation purposes.

Section 2. All officers must complete a conflict-of-interest statement.

Subpart B – Board of Directors

Bylaw 411. COMPOSITION AND GENERAL AUTHORITY

Section 1.

- (a) ASA has a Board of Directors. The Board is composed of the officers noted in Bylaw 401 and the Past President;
- (b) Each officer of the Board of Directors has one (1) vote, except that the individual presiding at a Board meeting may vote only when the vote is by ballot or, in all other cases, to affect the result of the vote. The Immediate Past President is a member without vote.

Section 2. In conjunction with the CEO, the appropriate members of the Board of Directors shall:

- (a) Enforce and interpret the Bylaws, rules, policies, and procedures of ASA;
- (b) Review and approve League/Club Bylaws in order to ensure consistency with ASA documents; and,
- (c) Make temporary rules or regulations for specific cases or occasions not provided for in existing documents, but which the Board of Directors deems necessary to carry out the objectives of this Association.

Section 3. Subject to the limitations of these Bylaws and the laws of the State of Arizona, this Association's powers shall be exercised by or under the authority of the Board of Directors in conjunction with the CEO.

Section 4. The Immediate Past President of ASA shall serve a 1-year term on the Board of Directors on the expiration of that individual's term as President. An individual removed as President or Immediate Past President under Bylaw 404 is not a Member of the Board of Directors, and the position of Immediate Past President remains vacant on the Board.

Bylaw 412. MEETINGS

Section 1. The Board of Directors shall hold meetings no less than quarterly throughout the seasonal year. The Board shall establish the time, place and location of the meetings.

Section 2.

- (a) The Board of Directors may hold Special Meetings called at the request of the President of ASA or by any three members of the Board of Directors. The request shall state the business items to be considered at the Special Meeting. No other items may be considered.
- (b) Notice of a Special Meeting shall be provided to all members of the Board of Directors not less than 48 hours or more than 20 days before the date of the meeting.

Section 3. Proxies are not permitted at meetings of the Board of Directors.

Section 4. Visitors may attend all open Board of Directors' meetings. Visitors may be granted the privilege to speak at meetings under the approval of the President or any three (3) members of the Board of Directors.

Part V – COMMITTEES

Bylaw 501. STANDING COMMITTEES

Section 1. ASA Committees shall be established as required to satisfy the programs and needs of ASA. The President and CEO shall be ex-officio members of all committees.

Section 2. Standing Committees are enumerated in the ASA Operating Procedures. Each standing committee shall be the responsibility of a specific member of the Executive Board. Standing Committees of ASA are:

- (a) Protests, Appeals, Disciplinary Actions, Grievances and Arbitration Committees
- (b) Governance Committee
- (c) Risk Management Committee
- (d) Budget and Finance Committee

Section 3.

- (a) The Board of Directors shall confirm committee chairs annually and shall publish a list of said committee chairs not later than the beginning of the fiscal year. In the event the responsible ASA officer fails to submit a name for approval, the President shall appoint the committee chair with the approval of the Executive Board.
- (b) In the event the committee chair resigns, is removed, or is unable to fulfill the position as chair, the responsible officer shall bring to the Board of Directors a

- recommendation for replacement. The Board of Directors shall vote on the replacement in a timely manner.
- (c) The Board of Directors may also remove committee chairs.

Section 4. All committees, standing or ad hoc, shall submit a report in writing to the CEO and Board of Directors as requested.

Bylaw 502. SPECIAL COMMITTEES

Section 1. Special Committees may be formed as deemed appropriate by the President and CEO, subject to the approval of the Board of Directors, for the purpose of accomplishing specific tasks. The authorization for these committees shall include provisions for a budget for the duration of said committees and for appointing a member or members of the Executive Board to be responsible for the committee.

Bylaw 503. RESTRICTION

No member of a committee may receive compensation (except reimbursement for expenses) for services performed as a committee member.

Part VI – ADMINISTRATIVE

Bylaw 601. FISCAL YEAR BUDGET

Section 1. The Budget Committee shall prepare a proposed budget for ASA for the next fiscal year. The Committee shall submit its proposed budget to the Board of Directors for approval. After the Board has approved the proposed budget, it shall be distributed and considered as provided by Bylaws 311 and 312.

Section 2. The Budget Committee shall be required to submit a budget for ASA for the next fiscal year. The budget shall:

- (a) Outline all programs administered by ASA, including but not limited to:
 - a. Administrative
 - b. State/National Cups
 - c. Olympic Development
 - d. Coach Certification, etc.
- (b) Propose complete income and expenses for each program;
- (c) Identify sources of income to support each program.

Bylaw 602. ACCOUNTS, BOOKS AND RECORDS

Section 1. ASA shall maintain adequate and correct accounts, books and records of its business and properties. All of these accounts, books and records shall be kept at the offices of ASA.

Section 2. ASA shall adhere to all commonly accepted business practices including but not limited to solicitations for services to be performed/goods to be purchased in excess of \$15,000. Exceptions to this rule must be approved by the Board of Directors.

Section 3.

- (a) All books and records, including copies of the governing documents, shall be open to inspection for the Directors and members of this Association in the manner provided for by the CEO and the Board of Directors.
- (b) The Federation may view books, records and governing documents at their request to determine compliance with Federation Bylaws. The State Association shall provide to the Secretary General of the Federation an annual report on the activities of the Association and most current annual financial statements within 90 days after the start of the Federation's seasonal year.
- (c) The State Association will provide annually to the Federation copies of the Association's governing documents. Changes to those documents enacted at the Association's Annual General Meeting shall be submitted to the Federation for approval not later than 90 days after their adoption.

Bylaw 603. INDEMNIFICATION

Section 1. ASA shall indemnify each of its present or former directors, officers, employees or official representatives or any person who is or was serving another entity in any capacity at the request of ASA, against all expenses actually and reasonably incurred by the person (including judgments, costs and counsel fees) in connection with the defense of any pending or threatened litigation to which that person is, or is threatened to be made, a party because that person is or was servicing in such a capacity. This right of indemnification may also apply to expenses of litigation that is compromised or settled, including amounts paid in settlement, if ASA approves the settlement as provided in section 2 of this bylaw. Such a person shall be indemnified if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of ASA. The termination of any litigation by judgment, order, settlement, conviction, or plea of *nolo contendere* or its equivalent, shall not, of itself, create a presumption that person did not act in good faith or in a manner the person reasonably believed to be in or not opposed to the best interests of ASA.

Part VII – PROTESTS, APPEALS, DISCIPLINARY ACTIONS AND GRIEVANCES

Subpart A - General

Bylaw 701. GENERAL REQUIREMENTS

With the exception of suspensions as a result of litigation as defined in Bylaw 242 – SUSPENSION BECAUSE OF LITIGATION and automatic red card penalties, every disciplinary action requires a hearing as defined in the ASA Hearing Manual.

Processes for Protests, Appeals, Disciplinary Actions and Grievances are found in the ASA Hearing Manual. ASA and its members are bound by these procedures.

Bylaw 702. DEFINITIONS

Definitions for Protests, Appeals, Disciplinary Actions and Grievances are found in the ASA Hearing Manual. ASA and its members are bound by these definitions.

Bylaw 703. GENERAL PROCEDURES

General Procedures for Protests, Appeals, Disciplinary Actions and Grievances are found in the ASA Hearing Manual. ASA and its members are bound by these procedures.

Bylaw 704. FILING FEES

Filing Fees for Protests, Appeals, Disciplinary Actions and Grievances are found in the ASA Hearing Manual. ASA and its members are bound by these procedures.

Bylaw 705. DOCUMENTATION PROCESSING

Documentation Processing for Protests Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these outlines for Documentation Processing.

Bylaw 706. REGARDING RULES OF COMPETITION

No decision which arises out of the application of the rules of competition that is made in the course of the competition and has no consequence beyond the competition as herein defined shall be appealable. For the purposes of this Bylaw, the term “competition” may include games, tournaments, league, or regular season play. Nothing herein shall be construed to limit the rights of appeal available under the Amateur Sport5s Act or the Constitution and Bylaws of the USOC

relating to the opportunity of Athletes to participate in “protected competition” as defined in the USOC Competition.

Bylaw 707. EXHAUSTION OF REMEDIES

Section 1. No Member of ASA, official, league, club, team, player, coach, administrator or referee may invoke the aid of the courts of the United States or of a state without first exhausting all available remedies within the appropriate soccer organizations and as provided within ASA.

Section 2. For a violation of this Bylaw, the offending party shall be subject to suspension and fines, and shall be liable to ASA for all expenses incurred by ASA and its officers and members of the Board of Directors in defending each court action, including the following:

- (a) Court costs
- (b) Attorneys’ fees
- (c) Reasonable compensation for time spent by ASA official and employees in responding to and defending against allegations in the action, including responses to discovery and court appearances
- (d) Travel expenses; and,
- (e) Expenses for holding special meetings necessitated by court action.

Subpart B - Hearings

Bylaw 711. HEARING PROCEDURES

Hearing Procedures for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these Hearing Procedures.

Bylaw 712. TYPES OF HEARINGS

Types of Hearings for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by the definitions found therein.

Bylaw 713. AGENDA

The agenda for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by the agenda.

Bylaw 714. EVIDENCE AND TESTIMONY

Evidence and Testimony requirements for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these requirements.

Bylaw 715. MINIMUM RIGHTS

Minimum Rights for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these Minimum Rights.

Bylaw 716. SERIOUS INFRACTIONS

Requirements in connection with Serious Infractions for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these requirements.

Bylaw 717. DECISIONS

Requirements with regard to decisions for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these requirements.

Bylaw 718. ASSAULT – CENSURE AND SUSPENSION

Section 1.

- (a) When any person shall assault or abuse an official, jurisdiction shall vest immediately on the Board of Directors of this Association. An official, for the sole purpose of this specific ASA regulation, shall be defined as the referee, official linesman, referee assignor(s), referee administrator, any non-licensed, non-registered person serving in an emergency capacity as a referee, any club assistant referee, player, coach, team administrator, tournament director(s), tournament staff, or any officer or member of the Board of Directors of this Association, member leagues and clubs. Misconduct towards officials may occur before, during and after the match, including travel to and from the match.
- (b) “Assault of an official” shall be defined as an intentional act of physical violence upon an official and shall include, but not be limited to, hitting, kicking, punching, choking, spitting at, or on, grabbing or bodily running into an official, kicking or throwing any object that could inflict injury, damaging an official’s uniform or personal property; i.e., car, equipment, etc.

- (c) “Verbal Abuse of an official” shall be defined as a verbal statement or physical act not resulting in bodily contact, which implies or threatens physical harm to an official or the official’s property or equipment.
- (d) “Abuse of an official” shall be defined as, but not limited to, using foul or abusive language toward the official, threatening the official with remarks that carry implied or direct threat of physical harm, and spewing a beverage on an official or his property; or spitting at (but not on) the referee.

Section 2. It shall be mandatory upon the Board of Directors of this Association to execute the provisions of this regulation within THIRTY (30) days of notification of the offense except in cases involving players only. Where only players are involved, the appropriate competition authority may adjudicate the matter.

Bylaw 719. PENALTIES

Penalties for Protests, Appeals, Disciplinary Actions and Grievances can be found in the US Soccer Policies & Procedures as well as the ASA Hearing Manual. ASA and its members are bound by these penalties.

Subpart C - Appeals

Bylaw 721. APPEALS COMMITTEE

Requirements for the Appeals Committee for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these requirements.

Bylaw 722. APPEALS PROCEDURES

Appeals Procedures for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these requirements.

Bylaw 723. DECISIONS

Requirements regarding decisions for Protests, Appeals, Disciplinary Actions and Grievances can be found in the ASA Hearing Manual. ASA and its members are bound by these requirements.

Part VIII – REGISTRATION

Bylaw 801. REGISTRATION

Information concerning ASA Registration can be found in the current Registration Policy and Manual.

Bylaw 802. PROOF OF AGE

Information concerning Proof of Age can be found in the current Registration Policy and Manual.

Bylaw 803. FALSE REGISTRATION

Information concerning False Registration can be found in the current Registration Policy and Manual.

Section 1. Any coach who is found to have played a player who is over-age shall, at a minimum and after the appropriate D&R hearing, be suspended for six months. In addition, the team shall forfeit the game(s) in which that player has taken part.

Section 2. Any coach who is found to have played a player who has not been registered with ASA for the current seasonal year shall, at a minimum, and after the appropriate D&R hearing, be suspended for the remainder of the seasonal year in which the player is found to have played and the following seasonal year. In addition, the team shall forfeit the game(s) in which that player has taken part.

Bylaw 804. TEAM ROSTER LIMITATIONS

Information concerning Team Roster Limitations can be found in the current Registration Policy and Manual.

Bylaw 805. PLAYER RELEASE AND TRANSFER/SPECIAL TRANSFER

Information concerning Player Release and Transfer/Special Transfer can be found in the current Registration Policy and Manual.

Bylaw 806. PLAYER PASSES

Information concerning Player Pass Use can be found in the current Registration Policy and Manual and is governed by USSF, US Youth and ASA Policies as outlined therein.

Bylaw 807. SPECIAL MODIFICATIONS

Information concerning Player Pass Modifications can be found in the current Registration Policy and Manual and is governed by USSF, US Youth and ASA Policies as outlined therein.

Bylaw 808. PLAYER SAFETY

Section 1. No youth player/team will be allowed to participate in more than two (2) games per day or the equivalent regulation time thereof for that specific age group.

Section 2. The names of players shall not appear on any player's uniform, sweats, jacket or equipment bag.

Section 3. It is the responsibility of all leagues, clubs, coaches, and administrators within the Arizona Soccer Association to ensure the safety, both physically and mentally, of all players. Guidelines that meet certain minimum criteria established by the Federation in accordance with state and local law concerning physical and sexual abuse will be established and distributed to all.

Bylaw 809. TOURNAMENTS

Section 1. Tournaments are to be governed by the ASA Tournament Manual.

Section 2. Each ASA tournament will be assessed \$7.25 per team.

Section 3. Each ASA sanctioned 3 x 3 or 4 x 4 tournament shall be assessed \$2.25 per team.

Section 4. Items not specifically covered in these Bylaws may be found in the ASA Tournament Manual.

Bylaw 810. TRAVEL

Information concerning out-of-state tournament travel may be found in the ASA Travel Policy. Information concerning out-of-country travel may be found in the US Soccer Policies & Procedures.

Bylaw 811. ACCOUNTABILITY, CONDUCT AND EJECTION

Section 1. Each member league, club, and team shall be held primarily accountable for the conduct of persons associated with the member league, club, or team in any manner whatsoever.

Section 2. During any game sanctioned by or regularly scheduled by ASA or any of its affiliated member leagues, clubs or teams, a referee may stop the game and eject any spectator from the grounds (field of play and areas surrounding the field and fields near the field upon which the game is being played), if in the opinion of the referee, the offender is guilty of violent conduct or is deemed to be an interference as designated in Law V – Referees (Laws of the Game).

Section 3. Coaches and other team officials shall be subject to all rules pertaining to misconduct contained herein, including cautions, ejections, and standard suspensions. Any other individual who may be reasonably construed as being associated with a team, such as relatives and spectators, shall also be subject to the jurisdiction and authority of the Association. Any coach or team official shall be held responsible for the actions of any individual(s) at any match, that, in the opinion of the referee, is a supporter of that team.

Section 4. All red cards and ejections shall result in a minimum of one (1) game suspension. Referees' decisions are final and may not be overturned unless said referee has made a technical error.

Section 5. At no time shall drinking of alcoholic beverages be permitted at any game or practice sanctioned by or regularly scheduled by ASA or any affiliated member, club, or team.

Section 6. Effective January 30, 2023, information concerning Tryouts/Evaluation Periods and movement of registered players within ASA membership clubs during the defined seasonal year (July 1 – June 30) can be found in the appropriate ASA Policy Manuals.

Section 7. Clubs Soliciting Players: No representatives of a member Association within ASA shall be permitted to INITIATE contact, in any form or method, for registration to their club or team outside the defined tryout/evaluation window. Representatives of a member association are defined as board members, coaches, assistant coaches, managers, parents, players' parents, players' guardians, players' siblings, players themselves or a registered member of that club.

Section 8. Players Soliciting Clubs: If a player registered to a member Association within ASA is seeking other options outside of the defined tryout/evaluation window, to another member Association within ASA, they have the right to do so. However, it is the responsibility of that member to receive written permission from their current club prior to seeking these options. Once written permission is received from their current club, the member may speak to any other ASA member association. Players are defined as players themselves, players' parents, players' guardians, and players' siblings.

Bylaw 812. TEAM RELEASE DURING THE SEASONAL YEAR

Information concerning team release during the seasonal year may be found in the ASA Registration Policy and Manual.

Bylaw 813. YOUTH PARTICIPATION IN SENIOR GAMES

A youth player will be permitted to play an unlimited number of amateur games without losing his or her youth eligibility. The youth player must obtain permission from his or her youth coach or other authorized official. The youth coach or other authorized official shall, in writing or by form, request eligibility clearance from ASA. The youth coach or other authorized team official must, in writing or by form, request permission from the Arizona Amateur Association.

Bylaw 814. PLAYING WITH PROFESSIONAL PLAYERS

Any player signing a professional contract, receiving funds for playing soccer, or playing with a professional team without the permission of the Board of Directors of this Association, shall be declared a professional player and shall lose all privileges of youth amateur status. The Board of Directors of this Association may grant a youth amateur player permission to play in benefit or exhibition games only where professional players are involved. Permission must be requested in writing.

Bylaw 815. ASSAULT – CENSURE AND SUSPENSION

Section 1. Definitions of Assault and Abuse can be found in Bylaw 718 – Assault and Suspension.

Section 2. It shall be mandatory upon the Board of Directors of this Association to execute the provisions of this regulation within THIRTY (30) days of notification of the offense except in cases involving players only. Where only players are involved, the appropriate competition authority may adjudicate the matter.

Section 3. Minimum penalties for Referee Assault against an adult referee or adult assistant referees or any other adult reasonably construed or defined to be an official in Bylaw 718, Section 1, shall be as follows:

- (a) For minor or slight touching of the referee or the referee's uniform or personal property, at least three (3) months from the time of the assault;
- (b) For other assaults, at least six (6) months from the time of the assault;
- (c) For an assault committed by an adult and the referee is of an age to play in this Association, at least three (3) years;
- (d) If there is serious injury, a five (5) year minimum suspension;
- (e) Verbal Abuse – an automatic suspension of at least three (3) scheduled matches.
- (f) Physical Abuse – an automatic suspension of at least three (3) scheduled matches.
- (g) When the official involved is of age to play in this Association, the minimum penalties shall be three (3) times greater than (a), (b), (c), (d), (e), or (f) above.

Section 4. A State Association adjudicating the matter may not provide a shorter period of suspension but, if circumstances warrant, may provide a longer period of suspension.

Bylaw 816. REFEREES

Section 1. In all competitions under the jurisdiction of this Association, all official referees must be currently registered with and be in good standing with, US Soccer, if possible. All League matches, Tournament matches, and Cup matches under the jurisdiction of the ASA shall be officiated using the three (3) man system as described in FIFA and US Soccer official “Laws of the Game.” If because of unforeseen circumstances a currently registered, US Soccer Referee is unable to officiate, some other person may be agreed upon to officiate. However, such an unregistered person is prohibited from receiving any payment, directly or indirectly, for officiating under such emergency, or officiating under any other circumstances. The prohibition against payment shall also apply to any payer under the jurisdiction of this Association, whether the match officiated is under Cup, tournament, league or club play. The following combinations of match officiating are listed in order of preference:

- (a) One (1) currently USSF registered Center Referee assisted by two (2) neutral currently USSF registered assistant referees;
- (b) One (1) currently USSF registered Center Referee assisted by one (1) neutral currently USSF registered assistant referee and one (1) emergency assistant referee;
- (c) One (1) currently USSF registered Center Referee assisted by two (2) emergency assistant referees.

NO MATCHES SHALL BE OFFICIATED UNDER A SYSTEM NOT RECOGNIZED BY FIFA, US Soccer or ASA.

Section 2. All League/Club, Tournament and Cup match assignments must be made by a US Soccer licensed assignor.

Part IX – AMENDMENTS TO BYLAWS

Bylaw 901. PROPOSING AMENDMENTS

Any proposed amendment to the charter or Bylaws of ASA may be made by:

- (a) An Organization Member;
- (b) The Board of Directors;
- (c) A member of the Board of Directors; or,
- (d) A committee of ASA

Bylaw 902. ADVANCE NOTICE

Section 1. Any proposed amendment to the charter or Bylaws of ASA must be submitted in writing to the ASA State Office Manager no later than 45 days prior to the proposed date of the Annual General Meeting.

Section 2. Each proposed amendment received in compliance with Section 1 of this Bylaw shall be sent in writing by ASA to each Organization Member and the Board of Directors at least 30 days prior to the General Assembly meeting at which the amendment is to be considered.

Bylaw 903. VOTING REQUIREMENTS

Any amendment to the Bylaws of ASA requires a two-thirds vote of the General Assembly present at the meeting at which the amendment is being considered.

Bylaw 904. PRIORITY

To the extent applicable by Arizona State Law, in the event of a conflict between the charter and Bylaws of ASA and the Articles of Incorporation, Bylaws, Policies and Requirements of the Federation, the articles, Bylaws, Policies and Requirements of the Federation govern.

Bylaw 905. EFFECTIVE DATE

Unless otherwise provided, any amendment to the Charter or Bylaws of ASA is effective on that July 1 that occurs immediately after the amendment is adopted.

Bylaw 906. EXCEPTIONS

Amendments passed at the Annual General Meetings of US Soccer and/or US Youth Soccer, which may affect the Bylaws of ASA, shall be distributed to the membership by the Secretary of the Association and shall become effective on that September 1 that occurs immediately after the amendment is adopted.

RATIFICATION – The Ratification and Signature of five (5) members of the 2024/2025 Arizona Soccer Association Board of Directors shall be sufficient for the establishment of these Bylaws.