

# Bylaws of the **RED OAK SOCCER ASSOCIATION**

## **Article I – NAME**

The name of this organization for which these Bylaws are written shall be Red Oak Soccer Association (ROSA) henceforth in these Bylaws known as “the Association.”

## **Article II – PURPOSE**

The Association has been organized to foster and advance the cause of soccer within Red Oak and the surrounding cities, and to create and maintain a soccer program for the youth members of said communities in order

- To foster through organized athletic activity the ideals of good sportsmanship, honesty, loyalty, and courage
- To develop athletic skills and a sense of competitive fair play; and to serve its Members as an affiliate of the North Texas Soccer Association (NTSSA)
- To recognize thereby the authority, rules, and regulations of the Association as adapted from the rules of the United States Soccer Federation

The Association is organized exclusively for charitable and educational purposes as a 501(c)(3) organization, defined by the Internal Revenue Code.

## **Article III – AUTHORITY**

The Association is a Member in good standing of the North Texas Soccer Association (NTSSA); which in turn, is affiliated with the United States Soccer Federation (USSF) and Federation International de Football Association (FIFA), the official soccer governing bodies of the USA and the world, respectively. As such, the Association is the official Red Oak soccer program recognized by the entire world, and has been given jurisdiction over organized soccer within the prescribed physical boundaries.

The Association recognizes the superseding authority of NTSSA.

The Association is a Member of the Best Southwest Playing League. As a Member in good standing, ROSA seeks to comply with BSW Playing League Bylaws and Rules where applicable. The ROSA President is a Member for the BSW Playing League Board.

## **Article IV – BOUNDARIES**

The boundaries of the Association shall consist of the entire Red Oak Independent School District and contiguous cities which do not offer a soccer program.

## **Article V – MEMBERSHIP**

This Association is comprised of adults (at least 18 at the time of application) who have become Members of the Association by

- Application to and approval of the Board of Directors, and
- Who also adhere to the Bylaws and rules and regulations of the Association

All Members must agree to be willing to submit to a background check at the request of the Association (see Article VIII). (Individuals between 16–18 years of age may become assistant coaches given they follow procedures set forth by the Board, however they will not be considered Members).

### *Board of Directors*

All Board of Director Members (also, "Board") are considered voting Members.

The Board will consist of the following Members: President, Vice President, Secretary, Treasurer, Boy's Youth Commissioner, Girl's Youth Commissioner and Operations Director.

### *Coaches*

Adults who agree with the Bylaws, Playing Rules and other policies, procedures, or regulations of the Association may become a member upon the signing of a Coaches Agreement and of the approval of the Board of Directors. This includes both team head and assistant coaches.

Head coaches who have coached at least two consecutive seasons, who are in good standing, will be considered, at the beginning of their second season, a voting Member. At the point a voting Member does not coach for one full season, that Member will lose voting rights and must again coach two consecutive seasons to regain voting rights.

### *Termination of Membership*

#### Voluntary Termination

Any Member has the right to terminate their membership at any time. Board members must do so in writing.

#### Censure

Any Member of the Association may be expelled and his or her membership canceled, forfeited or suspended unilaterally by the Association's Board of Directors or through its consideration of a recommendation of the Appeals and Disciplinary Committee or he or she may be censured by the Appeals and Disciplinary Committee and/or by the Association's Board of Directors for a violation of the Association's Bylaws Rules and Regulations or for conduct prejudicial to the interests of the Association.

The Association will honor all orders of suspension of players, coaches or referees issued by this Association or any other association or United States Soccer Federation (hereinafter sometimes called "USSF") Division.

### *Length of Membership*

Annual membership is established on the beginning of June 16<sup>th</sup> and ends on June 15<sup>th</sup> of the following year.

### *Voting Rights*

Head Coaches who are Members in good standing and who have earned voting Membership rights are allowed to vote on any issue presented to the entire Membership.

Board Members shall be entitled to one vote. The President, as the chair of the meeting, only votes in the case of a tie.

No individual may cast more than one vote.

## ARTICLE VI – BOARD OF DIRECTORS

The Board of Directors shall transact and manage all businesses of the Association and shall have the power to enforce the Laws of the Game, the rules of the United States Soccer Federation, the North Texas State Soccer Association, and the Bylaws of the Association.

### *Positions*

The Board of Directors shall consist of the following positions: President, Vice President, Secretary, Treasurer, Girls Youth Commissioner, Boys Youth Commissioner, and Operations Director.

### *Responsibilities of the Board*

- Approve and uphold the policies and rules of the Association
- Approve annual budget and any needed adjustments
- Establish association registration fees
- Represent the Association to the City of Red Oak and other official agencies
- Approve expenditures not included in the budget but for the support of the soccer activities within the Association
- Approve necessary league fundraising activities in a manner consistent with the purpose and policies of the Association
- Rule on protests and grievances filed with the Association not handled or on appeal by the A&D Committee
- Approve all appointed positions presented.
- Report the activities of their office at each meeting of the Board

### *Elections*

#### Nominations

Nominations may be made from the floor of a meeting just prior to the election. Only Members with voting privileges may nominate or be nominated.

#### Terms

The Members of the Board are listed below and shall be elected for a term of two (2) years, and may succeed themselves in office.

Only one person may be elected for each position.

Elections shall be held at the Annual Election Meeting with one-half of the Board of Directors being elected each year in the following manner:

President	even years
Vice President	odd years
Secretary	even years
Treasurer	odd years
Girls Youth Commissioner	odd years
Boys Youth Commissioner	even years
Operations Director	odd years

### *Board of Directors Meeting*

Each Member of the Board of Directors shall have one vote in all Board matters with the exception of the President who shall only vote in a tie.

The Board shall meet at least twelve (12) times a year. Additional meetings may be called by the President. An Emergency Meeting may be called by the majority of the Board of Directors. In rare cases, upon request of the President and with all matter of the association current, a two-thirds (2/3) majority of Board Members may suspend the need for the next meeting. Such a suspension should be properly noted in the Board minutes.

### *Duties and Qualifications*

(The following duties will be expanded on in the Operational Policies Manual).

#### President

##### Qualifications

- Must have previously served at least one (1) full term as an Association Board Member
- Must be a Member in good standing with the Association
- Must be able to work well with coaches, players, other Board Members, and the public
- Must hold a minimum "F" level coaching credential from US Soccer or obtain that credential within two (2) months of start of term

##### Duties

- Shall preside at all Association meetings
- Shall appoint all Committee Members with Board consent
- Shall be an ex-officio voting Member of all Committees
- Shall cast the deciding vote in the event of a tie at any meeting
- May appoint delegates to represent the Association
- Shall submit an Annual Report in writing which shall become part of the minutes of such meeting
- Shall take prudent and reasonable actions in cases not covered in these Bylaws as such authority is implicit in the office. However, any such action shall be reported to the Board within three (3) days of such action
- Shall serve as ROSA's Representative to the BSW Playing Council
- Shall co-authorize payments with the Treasurer for amounts exceeding \$1,500.00

#### Vice President

##### Qualifications

- Must have previously served at least one (1) year as an Association Board Member
- Must be a Member in good standing with the Association
- Must hold a minimum "F" level coaching credential from US Soccer or obtain that credential within two (2) months of start of term
- Must be able to work well with coaches, players, other Board Members, and the public
- Must be willing to become President if that position becomes vacant

#### Duties

- Shall succeed the office of the President in case of vacancy or incapacitation
- Shall, in the absence of the President, perform all the duties of the President, and when acting, shall have all the powers of the President and be subject to all restrictions upon the President
- Shall perform such duties as assigned by the President
- Shall serve as Chair of the Appeals and Disciplinary Committee

#### Secretary

##### Qualifications

- Must hold a minimum "F" level coaching credential from US Soccer or obtain that credential within two (2) months of start of term
- Must be able to work well with coaches, players, other Board Members, and the public
- Must be a Member in good standing with the Association
- Must have strong organizational and communication abilities

##### Duties

- Shall maintain all approved minutes and make available for review by all Board of Directors and Association Members
- Shall maintain the official copy of the Bylaws of the Association and all Amendments thereto
- Shall maintain the official Membership roster
- Attend to and keep a record of all correspondence of the Association
- Shall maintain the *Operational Policies and Procedure Manual* (See Article X)

#### Treasurer

##### Qualifications

- Must hold a minimum "F" level coaching credential from US Soccer or obtain that credential within two (2) months of start of term
- Must be able to work well with coaches, players, other Board Members, and the public
- Must be a Member in good standing with the Association
- Must have a working knowledge of basic accounting software, state and federal regulations that the Association must comply
- Must have strong organizational and communication abilities
- Must be willing to undergo a credit check at the request of the Association

##### Duties

- Shall serve as the Financial Officer of the Association
- Shall be responsible for the completion of financial reconciliation and reporting in writing, prior to each scheduled Board of Directors meeting, a balance sheet, and income statement
- Shall provide a current financial report to Association Membership at the General Meeting at the end of the Spring season.
- Shall oversee and authorize payments of the Association's bills, etc. Any payment over \$1,500.00 requires joint authorization with the President

## Youth Commissioner - Girl's

### Qualifications

- Must hold a minimum "F" level coaching credential from US Soccer or obtain that credential within two (2) months of start of term
- Must be able to work well with coaches, players, other Board Members, and the public
- Must have strong organizational and communication abilities
- Candidate must be a Member in good standing with the Association

### Duties

- Shall recruit coaches and age level Commissioners
- Shall work with age level Commissioners and coaches reporting any problems therewith to the Youth Commissioner
- Shall report coaching, registration, and scheduling problems to the President
- Shall attend and observe the exhibitions of their respective age divisions at the beginning of the season
- Shall report referee problems to the President of the Association and to the Referee Assignor

## Youth Commissioner - Boy's

### Qualifications

- Must hold a minimum "F" level coaching credential from US Soccer or obtain that credential within two (2) months of start of term
- Must be able to work well with coaches, players, other Board Members, and the public
- Must have strong organizational and communication abilities
- Candidate must be a Member in good standing with the Association

### Duties

- Shall recruit coaches and age level commissioners
- Shall work with age level commissioners and coaches reporting any problems therewith to the Youth Commissioner
- Shall report coaching, registration, and scheduling problems to the President
- Shall attend and observe the exhibitions of their respective age divisions at the beginning of the season
- Shall report referee problems to the President of the Association and to the Referee Assignor

## Operations Director

### Qualifications

- Must hold a minimum "F" level coaching credential from US Soccer or obtain that credential within two (2) months of start of term
- Must be able to work well with coaches, players, other Board Members, and the public
- Must have strong organizational and communication abilities
- Candidate must be a Member in good standing with the Association

### Duties

- Shall be responsible for the public relations of the Association
- Shall work with the Referee Liaison, Director of Coach and Player Development, and

## U4-U6 Scheduler to successfully fulfill their duties

### Meeting Attendance

Regular attendance at Board meetings is vital to maintaining success of the Association. A Board Member not attending two (2) consecutive scheduled meetings, may have his or her office declared vacant unless such absences are excused by the Board of Directors. A vote of 'no confidence' by the Board of Directors shall be taken upon the first Board Meeting following the second consecutive absence.

Should the vote of "no confidence" pass, the remainder of his or her office shall then be filled by an appointment approved by the majority of the Board until the next Annual Meeting.

A Board Member who must miss a meeting due to circumstance beyond their control may request the Board to "excuse" their absence. The request should be made in writing to the Secretary who will present the request to the Board for review and a vote. Requests must be made within two (2) days of the missed meeting and must be reviewed at the next meeting of the Board.

### Vote of No Confidence

Any Member of the Board of Directors shall be required to resign following a vote of 'no confidence' in his or her ability to remain in office. Twenty percent (20%) of the Members of the Board of Directors may petition for such a vote. The petition must be submitted in writing to the Board of Directors that, in turn, will review the petition within fifteen (15) days of receipt of such petition. The vote of 'no confidence' must be passed by a two-thirds (2/3) majority of all the Board of Directors.

### Vacancies

If a vacancy occurs, the Board of Directors will find a candidate and present this person for a majority Board approval to complete the remainder of the term vacated. Such candidate must receive a two-thirds (2/3) majority vote of the Board in order to fill the vacated position.

### Compensation

No Elected Officer or Director of the Association shall receive any salary. Any Board of Director Member may be reimbursed for expenses approved by the Board of Directors.

### *Conflicts of Interest*

#### General Conflicts

Any Member of the Board, a Standing Committee, or any other Committee of the Association shall abstain from discussion of and voting upon any subject matter being considered by the respective body if such would constitute a conflict of interest, directly or indirectly, with any individual, player, coach, manager, official, referee, parent, or team, including, without limitation, those conflicts of interest related to hearing protests or Appeals related to the Member's team, players or coach, or parents or managers involved with the Member's team or club.

#### Fiduciary Duty

ROSA is a nonprofit, tax-exempt organization. Maintenance of its tax-exempt status is important both for its continued financial stability and for public support. Therefore, the IRS as well as state regulatory and tax officials view the operations of ROSA as a public trust, which is subject to scrutiny by and accountable to such governmental authorities as well as to public.

Consequently, there exists between ROSA and its board, officers, and management employees and the public a fiduciary duty, which carries with it a broad and unbending duty of loyalty and fidelity. The Board, Officers, and Management Employees have the responsibility of administering the affairs of ROSA honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of ROSA. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with ROSA or knowledge gained therefrom for their personal benefit. The interests of the organization must be the first priority in all decisions and actions.

#### Board of Directors

A Member of the Board of Directors can be a Member or Official of a team, or club. In the event of any grievance involving such organization, he or she may not act in its behalf nor be entitled to vote on the grievance.

### **ARTICLE VII – COMMITTEES**

#### *Appeals and Disciplinary Committee*

The Appeals and Disciplinary Committee is a Standing Committee whose purpose is to determine if disciplinary action should be taken against coaches, players, etc. Decisions of this Committee may be appealed to the Board of Directors.

#### Committee Membership/Term

Annually, the President will appoint a chair and five Members (all who in good standing and are not Board Members) with approval by the Board of Directors. Members may be reappointed to consecutive terms.

#### Quorum

Four Members of this Committee shall constitute a quorum.

#### Ruling Notification

The Committee chair shall notify the Board of Directors immediately, in writing, of the rulings of this Committee.

#### Appeals

Procedure for filing Appeals shall be as follows:

- All Appeals of the Appeals and Disciplinary Committee to the Board of Directors must be submitted in writing and received within ten (10) days of the decision being appealed. All appeals shall be accompanied by a \$50.00 fee (cash or cashier's check). If the appeal is upheld by the Committee, the fee will be returned. If it is denied, the fee will be forfeited to the Treasury of this Association
- This Committee, at its discretion, may, when requested in writing to do so, extend the time limit for filing Appeals, but in no case shall an extension of more than ten (10) days be granted
- All Appeals to this Committee must be made in writing to the Chairman of the Committee. In cases of controversy as to timely receipt of Appeals, the postmark date (postage meter not acceptable) will govern
- Upon receipt of Appeal, properly submitted, the Chairman of this Committee shall set a time and place for the hearing and will advise all appropriate parties. Such hearing settings are solely the responsibility of the Committee, but all such hearings must be scheduled within ten (10) days of receipt of the Appeal and the Appealing party is bound



- to present all information and evidence relative to the appeal at the hearing
- Decisions of the Appeals and Disciplinary Committee may be appealed to the President of this Association. Procedures for filing Appeals with the President shall be exactly (including time limit and filing fee) as for filing with the Appeals a Disciplinary Committee except that all material shall be submitted to the President, who shall notify all concerned parties of the receipt of the Appeals and the time and place for the hearing as set by the President
- Any decision of a Board Member or Standing Committee may be appealed to the A&D Committee
- Decisions of the President may be appealed to the North Texas State Soccer Association. Appeals must be mailed to NTSSA within five (5) days of the Presidents' decision
- All decisions at all levels of the Appeal process shall stand and be of full force and effect until changed by a higher Authority

#### *Ad Hoc Committees*

Committees will be formed on an as needed basis. Members shall be appointed by the President and approved by the Board. Such Committees may not operate longer than six (6) months without approval of the Board.

The Committee will provide the Board with minutes, attendance, etc. of meeting procedures within one (1) week of each meeting.

Ad Hoc Committee may only make suggestions to the Board for official action on matters related to the said Committee. Ad Hoc decisions do not constitute Board of approval.

## **ARTICLE VIII – MEETINGS**

#### *Board of Directors Meetings*

- The Board of Directors shall meet for the transaction of business at least twelve (12) times per year
- The President shall designate the time and place of this meeting with a minimum of ten days' notice. Electronic communication of such notice shall be considered notification as of the time sent or posted
- A simple majority (as defined in Roberts Rules of Order) of the voting Members of the Board of Directors shall constitute a quorum at any Board of Director's meeting, and a simple majority of the quorum, unless specified elsewhere in the Bylaws, may transact business

#### *General Membership Meetings*

- There shall be no less than four General Membership meetings held annually, posted seven (7) days in advance as scheduled by the President.
- Electronic communication of such notice shall be considered notification as of the time sent or posted
- Any Board of Directors Member may request a General Membership meeting for a specific purpose and the Board of Directors shall hold a Special Board meeting to rule on whether such a meeting will be held
- During all General Membership meetings, a simple majority (as defined in Robert's Rules of Order) of the voting Members shall constitute a quorum, and a simple majority of the quorum, unless specified elsewhere in the Bylaws, may transact business

### *Elections*

There shall be an Annual Election Meeting to occur toward the end of the Spring season held no later than June 15. This can be accompanied with one of the four (4) general membership meetings.

### *Special Board Meetings*

A Special Board meeting may be called to take emergency action on matters demanding immediate attention. Action may be taken at a special meeting by any three (3) Board Members (including the President) provided all Board Members were notified of the emergency meeting on or before the day prior to the meeting.

## **ARTICLE IX – Legal and Other Matters**

### *Background Checks*

#### Participation

Every person over the age of sixteen (16), who at any time could be expected in the performance of their duties to be alone with any registered youth player, must in the manner prescribed by NTSSA procedures, annually provide the necessary information required by NTSSA so that a Background Check may be obtained.

By their participation, volunteers agree and consent to having Background Checks performed as deemed necessary by NTSSA. For purposes of this procedure, at a minimum, all coaches, assistant coaches, managers, trainers, referees, volunteer administrators, Board Members, and staff/employees are included. Others may be included if they may be alone with registered youth players.

The Association shall direct volunteers identified as to where volunteers shall annually (before the start of the Fall season) update their Volunteer Online Registration and Risk Management Disclosure Form. A Background Check response from the Texas Department of Public Safety or other agency/vendor that is deemed unacceptable by the NTSSA Risk Management Committee will cause a written notice to be sent to the individual stating that the individual is not eligible to participate and of their rights to Appeal.

#### Appeals

Should any individual who has received a negative response wish to Appeal the finding, an Appeal may be filed with the NTSSA Risk Management Committee according to the NTSSA Procedure for Filing Appeals. At such time as the NTSSA Risk Management Committee has heard an Appeal and rules an individual ineligible, or when the appeal time has elapsed, a letter of notification will be sent by the NTSSA to all administrative organizations within NTSSA notifying them of the individual's suspension, but not the cause of the suspension. All responses shall be kept in strict confidence.

#### *Legal Jurisdiction*

In no event shall any person, persons, or organizations, under the jurisdiction of this Association, resort to the Courts until all Appeal procedures have been exhausted. For violations to this rule, the offending party shall be subject to the sanctions of suspension and fines as set forth by the United States Soccer Federation, and shall be liable for all expenses incurred by the Association and its Officers and Members in defending each Court action, including but not limited to Court costs, attorney fees, reasonable compensation for time spent

by the Association Officers and Members in responding to and defending against allegations in the actions, including responses to discovery and Court appearances, travel expenses, and the expenses for holding special meetings necessitated by the Court action.

*Rules of Play*

Except as otherwise specified herein, Rules of Play of the North Texas State Soccer Association (NTSSA), Federation International de Football Association (FIFA), and/or the Best Southwest Playing League (BSW) will apply in all competitions under the jurisdiction of the Association. However, the Board of Directors shall have the right to approve special Rules-of-the-Competition within the Association.

*Operational Polices and Procedure Manual*

The Board of Directors shall establish and maintain an *Operational Polices and Procedure Manual* (to include the day-to-day policies and procedures approved by the board/and or general membership).

*Bi-Annual Financial Review*

The Association will have a financial review conducted every other year. The review must be conducted by an outside CPA firm that is familiar with not-for-profits. The results of the Bi-annual Review will be reviewed by the entire Board and presented at one of the General Meetings.

**Article X - Appointed Positions**

All appointed positions shall be appointed by the approval by Board vote and will serve for a term of one (1) year and may succeed themselves at the request of the Board.

Individuals who are appointed to Association positions are not considered Board Members, but may be requested to attend regular Board meetings to provide insight to the Board concerning issues related to the appointed position.

The Board may compensate those holding an appointed position for their service as is appropriate and comparable with other Associations within the BSW Playing League. Policies concerning amounts, payment process, etc. established by the Board and reviewed yearly. Such polices, etc. should be placed in the *Operational Polices and Procedures Manual*.

Appointed Positions Included:

- Registrar
- Referee Assignor
- Referee Liaison
- Director of Coach and Player Development
- U4-U6 Game Scheduler
- Age Division Youth Commissioners\*

Girls	U4	Boys	U4
	U6		U6
	U8		U8
	U10		U10
	U12/Up		U12/Up

\*The Board of Directors may, on a temporary basis, combine Age Division Youth Commissioners based on the number of teams/players in a given season. Such action must be reviewed the following season to ensure that enough help is available for the efficient operation of the Association.

### *Duties and Qualifications*

The Board, may add additional duties for appointed positions as is needed for clarity, etc. The duties shall be included in the *Operational Policies and Procedure Manual*.

### Registrar

#### Qualifications

- Must have a working knowledge of current registration software/programs (i.e. gotsoccer.com) and other related technology solutions
- Must be able to work well with coaches, players, Board Members, and the public
- Must be willing to attend training provided by NTSSA
- Must have skills suitable for such a position
- Must have strong organizational and communication abilities

#### Duties

- Shall report directly to the President
- Shall perform such duties as may be incident to position or specifically delegated to them by the Board as is specified in the *Operational Policies and Procedure Manual*
- Shall be responsible for the registration and eligibility of all players and teams within the jurisdiction of the Association

### Referee Assignor

#### Qualifications

- Must be able to work well with coaches, players, Board Members, and the public
- Must have strong organizational and communication abilities
- Highly recommended to be a registered USSF Referee

#### Duties

- Shall organize the programs for instruction, registration and administration of all USSF referees within the Association in compliance with the programs and policies of NTSSA and USSF National Referee Committee
- Shall have the power to remove referees from being eligible to officiate and set the levels in which they can officiate within the Association
- Shall be responsible for scheduling referees for league play
- Shall report to the Director of Operations

### Referee Liaison

#### Qualifications

- Must be a registered USSF Referee
- Must be able to work well with coaches, players, Board Members, and the public
- Must be able to work with and train referees at different levels

- Must have strong communication abilities

#### Duties

- Shall report to the Director of Operations
- Shall fulfill the responsibilities for the development of referees of the Association

#### Director of Coach and Player Development

##### Qualifications

- Shall be able to work well with coaches, players, other Board Members, and the public
- Must hold a minimum of a USSF D license or equivalent

##### Duties

- Shall report to the Director of Operations
- Shall be responsible for overall program development for coaches and players
- Is responsible for setting up and administering all necessary player development programs and coaching clinics

#### U4-U6 Scheduler

##### Qualifications

- Shall be able to work well with coaches, players, Board Members, and the public
- Shall have strong organizational and communication abilities

##### Duties

- Shall report to the Operations Director
- Shall schedule all games for said age levels

#### Age Level Commissioners (Boy's and Girl's)

##### Qualifications

- Must be able to work well with coaches, players, Board Members, and the public
- Must have strong organizational and communication abilities

##### Duties

- Shall assist in the recruiting of coaches
- Shall work with the Youth Commissioner and coaches reporting any problems therewith to the Youth Commissioner
- Shall report coaching, registration, and scheduling problems to the appropriate Youth Commissioner
- Shall attend and observe the exhibitions of their respective age divisions at the beginning of the season
- Shall report referee problems to the appropriate Youth Commissioner
- Shall report to the appropriate Youth Commissioner

## **Article XI - Asset Liquidation**

In the event of dissolution or disbandment of the Association, all remaining funds will be transferred to The Red Oak ISD Foundation (a 501(C)(3) not-for-profit organization). **Article XII - Parliamentary Order**

The Association will conduct its business in accordance with the Parliamentary procedures established in the latest edition of *Robert's Rules of Order*.

## **Article XIII - Amendments**

In the event that an Amendment to these Bylaws, by reason of present on-going circumstance or inapplicability, are deemed necessary of Amendment, the process of such Amendment shall be as follows:

- A written proposal that stating clearly the reasons for amendment shall be presented to the Board of Directors for consideration
- Upon approval of the Board of Directors, the proposal shall be presented to the Association's voting Membership at either a regular or special called meeting. Adoption of the Amendment shall be by two-thirds (2/3) vote of voting Members present at said meeting

## **Article XIV – Adoption**

These Bylaws will become the governing document of the Association upon ratification by a two-thirds (2/3) majority vote of voting Members present at any schedule meeting of the Association.

*Adopted by the Membership of Red Oak Soccer Association on June 20, 2016.*

August 8, 2016 edition (minor typographical errors corrected).