By-Laws

AMENDED AND RESTATED BY-LAWS
OF THE WILLIAMSON COUNTY SOCCER ASSOCIATION
-August 2007 REVISION-

The following constitutes the Bylaws of the William County Soccer Association, a Tennessee not-for-profit corporation:

The Mission of the Williamson County Soccer Association is to promote, develop and administer the sport of soccer by providing an organized, safe, fun-filled environment for players on an individual and team level. WCSA shall provide a program for recreational and developmental soccer.

The mission is to be accomplished through enhancing our reputation, increasing public awareness about our soccer program, increasing the number of players, referees, coaches, sponsors and positive public relations.

A. To build character through leadership by coaches, referees and board members.
B. To build community pride in the WCSA.

ARTICLE I. Definitions.

As used in this Amended and Restated Bylaws of the Williamson County Soccer Association, the following terms shall have the following meanings, unless the context expressly requires otherwise:

"Annual Meeting" means the annual meeting of Voting Members shall be held to coincide with the Fall Coaches Meeting, as set forth in Article II, Section A.

"Board Members and Officers" means collectively the Board of Directors who also serve as the following WCSA officers: the President, Executive Vice-President, Secretary/Treasurer, Vice President of Select Teams and Personnel Development, Vice President of Operations, Vice President of Officials, Vice President of Play-Boys, Vice-President of Play-Girls, Vice President of Registration and Uniforms, all as set forth in Article III, Section B.

"Budget" means the annual projection made by the Board Members and Officers of revenues, expenses and capital expenditures earned/incurred by the WCSA during a fiscal year.

"Bylaws" means this Amended and Restated Bylaws of the Williamson county Soccer Association.

"Coach" means either a Recreational Team Coach or a Select Team Coach.

"Commissioner" shall be persons appointed by the vice President of Play-Boys and Vice President of Play-Girls (subject to approval by the Board Members and Officers) to coordinate Coach and Player assignment for Recreational Teams, to schedule matches between Recreational Teams within Recreational Age Groups, and where appropriate, to keep standing and scores amount Recreational Teams within Recreational Age Groups.

"Director" shall be a person appointed by the Executive Vice President, Vice President of Operations with approval of the WCSA Board Members and Officers.

"Fall Season" means the time period approved annually by the Board Members and Officers for Teams to compete, which season shall begin in either August or September.

"Fiscal Year" means the time period from August 1st through July 31st of the next year.
"Judiciary Council" means the following persons who shall act pursuant to Article VII: Executive Vice President (who shall chair the Judiciary Council), the Vice President of Play-Boys, the Vice President of Play-Girls, the Vice President of Officials, and the Vice President of Select Teams and Personnel Development.

"Member" means any Voting Member and Non-Voting Member.

"Non-Voting Member" shall have the same meaning as set forth in Article II, Section F.

"Player" means either a Recreational Team Player, Select Team Player or Amateur Team Player registered with the United States Specialty Sports Association (USSSA).

"Recreational Age Groups" means those age groups established for the assignment of Recreational Team Players to Recreational Teams by the Vice President of Play-Boys and Vice President of Play-Girls, and approved by the Board Members and Officers for each Fall Recreational Season and each Spring Recreational Season.

"**Recreational Team Coach"** means any person approved by action of the Board Members and Officers as the coach of a Recreational Team.

"Recreational Team Player" means a person playing on a Williamson County Soccer Association (WCSA) Recreational Team.

"Recreational Teams" means those soccer teams established and/or permitted by the WCSA to play soccer in WCSA in competition and excluding Select Teams.

"Recreational Team Registration Fees" means the fees established pursuant to Article III, Section F(7).

"Referees" means persons designated by the Vice President of Officials as persons who have been selected as approved referees for WCSA.

"Roster" means the player/players assigned to a specific team and age division by the respective commissioner and entered as their official roster by the WCSA office for youth and adult indoor and outdoor soccer.

"Registration Deadline" shall have the same meaning as set forth in Article V, Section A.

"Rules of Play" means certain written rules governing team composition, time of play, size of ball, and soccer competition as the Board Member and Officers determine from time to time and which shall be published by the WCSA and delivered to all Coaches and Referees prior to the beginning of each Fall Recreational Season.

"Select Team Age Group" shall have the same meaning as set forth in Article VI, Section C.

"Select Team Coach" means any person approved by action of the Board Members and Officers as the coach of a Select Team.

"Select Team Player" means a person playing on a Select Team.

"Select Team Registration Fees" means the fees established pursuant to Article VI, Section E(3).

"Special Meeting" means special meeting of the Voting Members held pursuant to Article II, Section B.

"Spring Season" means the time period approved annually by the Board Members and Officers for Teams to compete, which season shall begin in March.

"Teams" means either a Recreational Team or Select Team.

"Voting Members" has the same meaning as set forth in Article II, Section E.

"USSSA" means the United States Specialty Sports Association.

"USSF" means the United States Soccer Federation.

"USYSA" means the United States Youth Soccer Association

"WCSA" means the Williamson County Soccer Association, a not-for-profit corporation organized under the laws of the State of Tennessee and any successor thereto.

"Zones" shall be areas designed by the Vice President of Play-Boys and Vice President of Play-Girls for Recreation Teams approved by the Board Members prior to the start of the Fall and/or Spring Season as "neighborhood areas" out of which Recreational Team Players shall be selected and placed on Recreational Teams.

ARTICLE II. Membership and Meeting of Voting Members

A. **Annual Meeting of Voting Members.** The Annual Meeting of the Voting Members shall be held to coincide with the Fall coaches meeting. The Annual Meeting shall be held at such location in Williamson County as specified by the President. Notice of the Annual Meeting shall be delivered in writing to the Voting Members at least ten (10) days prior to such meeting, which notice shall specify the location of the Annual Meeting and shall generally describe the matters to be considered at the Annual Meeting. At each Annual Meeting, the Voting Members must elect the Board Members and Officers pursuant to the provisions of Article III herein, and the Voting Members must vote on any amendments to these Bylaws pursuant to Article VIII herein.

B. **Special Meeting of Voting Members.** Special meeting of the Voting Members may be called by any of: (i) the President or (ii) a majority of the Board Members and Officers. Notice of Special Meeting shall be delivered in writing to the Voting Members at least fifteen (15) days prior to such meeting, which notice shall specify the time, place, and matters to be considered at the Special Meeting.

C. **Quorum.** Twenty percent (20%) of the Voting Members, in good standing, shall constitute a quorum for the transaction of business at any Annual Meeting or Special Meeting. Quorum must be maintained to transact any business.

D. **Voting.** Every Voting Member in good standing shall have one vote. Voting by proxy shall be permitted only if the proxy is given by a Coach in writing to an assistant coach or parent of a Player on such Coach's team or to their respective Commissioner, Board Members to any other Board Member, Commissioners to their respective VP of Play, Directors to their respective VP, and the proxy must be presented to the Secretary/Treasurer prior to the meeting.

E. **Voting Members.** The Voting Members shall be:

(1) Each Coach, in good standing, "Rec" or "Select", with a team playing outdoor soccer with an active roster registered with the WCSA for that season (Fall season August-January or Spring season February-July), and
(2) Each Board Member and Officer (including the President), and
(3) Each Commissioner, and
(4) Each Director

Any person serving as a Coach of one or more Teams shall be permitted a vote for each separate Team for which such person is the Coach. Any person who is a Coach and/or a Director and/or a Commissioner and/or a Board Member and Officer shall be permitted a vote for each separate Team for which such person is the Coach and an additional vote as a Board Member and Officer, and an additional vote as a Commissioner or Director.

F. **Non-Voting Members.** All Players shall be non-voting members of the WCSA. Notices of the Annual Meeting and any Special Meeting are not required to be given to Non-Voting Members.

ARTICLE III. Board of Directors and Officers.

A. **Qualification.** Board Members and Officers must be residents of the State of Tennessee and must be of legal age and may not be an officer or director of any local, district, state, regional or national soccer association which by their nature would be in conflict with the interest of the Constitution and Bylaws of the WCSA and its mission statement as indicated in the opening paragraphs of these Bylaws.

B. **Number and position**. There shall be nine (9) Board Members and Officers of the WCSA, all set forth below:

a. President
b. Executive Vice President
c. Secretary/Treasurer
d. Vice President of Select Teams and Personnel Development
e. Vice President of Officials
f. Vice President of Play-Boys
g. Vice President of Play-Girls
h. Vice President of Registration and Uniforms
i. Vice President of Operations

C. **Term and Election of Board Members and Officers.** Board Members and Officers shall be elected to a two year term, which term shall begin January 1st and shall end on December 31st of the term period. Any incoming Board Member shall be allowed to attend the monthly board meeting but is not allowed to vote on any issues. In the event that the outgoing Board Member resigns in writing between the AGM and the end of his/her term, then the incoming Board Member may be appointed by the Board to fill the balance of his/her term. The following Board Members and Officers shall be elected in odd number calendar years: President, Secretary/Treasurer, Vice President of Play-Boys, Vice President of Officials, Vice President of Registration and Uniforms. The following Board Members and Officers shall be elected in even numbered calendar years: Executive Vice President, Vice President of Select Teams and Personnel Development, Vice President of Play-Girls and Vice President of Operations. In the event a Board Member and Officer other than the President resigns or is removed prior to the expiration of such Board Member and Officer's elected term, The Board Members and Officers shall elect by majority vote, a person to fill the position of such Board member and Officer, until the next Annual Meeting, at which time the Voting members shall

elect a person to fill the remaining term of such Board Member and Officer, which election shall be effective from the date of the election through the applicable term.

In the event the President resigns or is removed prior to the expiration of the President's elected term, the Executive Vice President shall serve as President until the next Annual Meeting at which time the Voting members shall elect a person to fill the remaining term of the president, which election shall be effective from the date of the election through the remaining unexpired term.

D. **Meetings**. The Board Members and Officers shall hold regular monthly meetings. The Board Members and Officers shall also meet at special meeting called by the President or called by a two-thirds (2/3) majority vote of Board Members.

The Board Members and Officers shall conduct business at a regular or special meeting only if a quorum is present. A quorum shall consist of two-thirds (2/3) of the Board members and Officers. The President shall be counted in determining whether a quorum exists.

Matters and Motions coming before the Board Members and Officers at a regular or special meeting shall be decided by a simple majority vote of those Board members and Officers present (subsequent to establishment of a quorum).

The President shall not be entitled to vote a regular or special meeting unless the vote by Board Members and Officers shall end in a tie. Proxies may not be used at regular or special meetings of the Board Members and Officers.

Whenever Board members and Officers are required or permitted to take any action by vote, the action may be taken without a meeting on written consent; provided that such written consent shall: (i) set forth the action to be taken, (ii) be signed by all Board Members and Officers, (iii) indicate each Board Members' and Officers' vote or abstention, as the case may be, (iv) be delivered to the President or Secretary/Treasurer for inclusion in the WCSA's records. Additionally, and in order for a motion on written consent to pass it shall receive a minimum of six (6) affirmative votes.

All meetings of the WCSA, Board, Judicial council, or any other meeting setting association policy, shall be documented with minutes, which shall be submitted to the Secretary/Treasurer of the WCSA for record.

E. **Business of the Board of Directors.** The Board Members and Officers shall transact all business of the WCSA not requiring the vote of the Voting Members. The Board Members and Officers shall have the responsibility to sustain the Rules of Play, the Rules and Constitution of the United States Specialty Sports Association (USSSA), the United States Soccer Federation (USSF), the United States Youth Soccer Association (USYSA), and the WCSA. The WCSA shall operate under the rules of FIFA unless otherwise expressly provided herein or in the Rules of Play.

F. **Special Provisions Regarding the Board of Directors.**

(1) After all applicable rules and procedures of the WCSA, USSSA, USSF, and the USYSA have been met, the Board Members and officers shall have the power to settle all unresolved disputes and protests involving the WCSA, its Board Members and Officers, member, Coaches, Referees, and Teams.
(2) The Board Members and Officers may review the performance and conduct of any Coach or any Player, and the Board Members and Officers may issue a warning, sanction, suspend, or ban any Coach or Player.

(3) The Board Members and Officers may make decisions on all matters not otherwise addressed by these Bylaws affecting the WCSA, any Member, any Player, any Referee, or any Coach.
(4) The Board Members and Officers shall adopt the applicable Rules of Play, and the Board Members and Officers may alter and amend the Rules of Ply from time to time in the exercise of their sole discretion.
(5) The Board Members and Officers shall oversee and approve the disbursement of all WCSA funds.
(6) The Board Members and Officers shall establish such disciplinary policies for all activities and participants affecting the WCSA as it shall determine necessary from time to time.
(7) The Board Members and Officers shall establish annual Recreational Team Registration Fees. Additionally and for good and sufficient reason, in the exercise of the discretion of the Board Members and Officers, the Board Members and Officers may waive the payment of all or any portion of a Recreational Team Registration Fee for any Player for reasons of financial need.

G. **Impeachment.** A Board Member and Officer may be impeached by the affirmative vote of two-thirds (2/3) Board Members and Officers for any excessive absenteeism, failure to carry out the duties of such Board Member and Officer, or criminal conduct.

H. **Annual Scholarship.** The Board Members and Officers may in the exercise of its discretion and on an annual basis fund up to $500 to a boy or girl or both graduating from high school who are residents of Williamson County and have been active participants in the WCSA and meet the published criteria as defined by the Board.

ARTICLE IV. Duties and Responsibilities of Board Members and Officers.

President. The president shall preside over all regular and special meetings of the Voting Members and of the Board Members and Officers. The President shall appoint all temporary committees. The President shall appoint a nominating committee for the election of Board members and Officers a minimum of 90 days prior to the Annual Meeting for the election of Board Members and Officers. The President shall provide guidance to the WCSA regarding the conduct of its business. The President shall be responsible for all public announcements and news coverage. The President shall have the responsibility to ensure that all Board Members and Officers properly execute the duties of their office. The President is responsible for guiding the Association toward the Mission Statement.

Executive Vice President. The Executive Vice President (EVP) shall assume the duties of the President in the President's absence. The EVP shall serve as chairman of the Judiciary Committee. The EVP shall with Board approval employ all employees of WCSA. The EVP shall select with Board approval a Director of Sponsors and Fund Raising who may appoint, with Board approval, a committee to obtain sponsors for all Recreational Teams. The committee shall organize "Picture Days", player clinics/camps and other special events most, but not always, for the purpose of raising money and advancing the game of soccer. The committee shall be responsible for the timely collection of the funds and delivery to the Secretary/Treasurer.

Secretary/Treasurer. The Secretary/Treasurer shall collect all dues and other money due the WCSA, and shall have chare of and keep a detailed accounting of income and expenditures thereof. The Secretary/Treasurer shall submit an annual report of finances to the Voting Members at the Annual Meeting. The Secretary/Treasurer shall pay all expenditures approved by the Board; provided however that all checks approved by the Board for payment of obligations exceeding $2000 shall be signed by the Secretary/Treasurer and President or Executive Vice President. The Secretary/Treasurer shall obtain an annual compilation of the financial records of the WCSA from an outside certified public accountant and present that review to the Voting Members at the Annual Meeting.

Vice President of Select Teams and Personnel Development. The Vice President of Select Teams (VPST) will be responsible for (i) the administration of the selection of Select Team Coaches; (ii) the administration of the selection of Select Team Players; and (iii) for coordination of interleague play if any is available. The VPST shall serve as the Board's representative on any tournament committee that has been selected by the Board to host a tournament at the WCSA complex. The VPST shall be responsible for conducting a minimum of two (2) Class E and two (2) Diploma/Class F coaching clinics each year for Select Team and Recreational Coaches. The VPST is responsible for disseminating all appropriate information to all coaches. The VPST shall appoint a fields scheduler to schedule the use of any off site fields under agreements with the WCSA working with the VP's of Girls and Boys Play. Any off site fields will be scheduled on a first come first saved basis between select and recreational teams. The VPST shall determine field availability and assign fields for select team games at the WCS complex. The VPST shall ensure that only the allocated number of games shall be assigned for Select Teams.

Vice President of Operations. The Vice President of Operations (VPO) shall be responsible for concessions and for facilities maintenance and development. The VPO shall select with Board approval a Director of Concessions who may appoint a committee to operate any concessions at the WCSA. Concessions may be vending, retail or food. They may also be volunteer or contract. The VPO shall select with Board approval a Director of Facilities Maintenance and Development, who may appoint with Board approval a committee. The Director shall be responsible for all activities in connection with the operation, maintenance and development of the fields, buildings and other facilities used by the WCSA. The Director shall be responsible for assuring that all fields are marked and in playing condition when necessary and shall be responsible to oversee equipment necessary for the maintenance of the WCSA facilities.

The VPO shall, in conjunction with the VP's of Play and VPST, determine the playability of any fields for the Recreational Season or Select Team games. The VPO shall have full authority to determine playability of fields for any tournament selected to use the WCSA fields and recreational play.

Vice President of Officials. The Vice President of Officials (VPOF) shall be responsible for securing, training and scheduling Referees to meet the league requirement. The VPOF is to assure that Referees are kept aware of the Rules of Play adopted by the WCSA. The VPOF shall secure the services of a certified Referee Scheduler who shall be approved by the Board and his fee approved by the Board. The VPOF shall in conjunction with the VP's of Play and VPST, schedule all field use at the main WCSA complex. The VPOF shall ensure that all games properly scheduled and played at the WCSA complex shall have a certified referee in charge of the game.

Vice President of Play-Boys. The Vice President of Play-Boys shall be responsible for assigning boys as Recreational Team Players to Teams. The Vice President of Play-Boys shall appoint all Commissioners for Recreational Teams composed of boys, subject to approval of the Board. The Vice President of Play-Boys shall schedule all matches involving boys Recreational Team. The Vice President of Play-Boys shall coordinate field usage for boys Recreational Teams with the vice President of Play-Girls and the Vice President of Select Teams. Recreational games shall be called by the VPO with this position's concurrence.

Vice President of Play-Girls. The Vice President of Play-Girls shall be responsible for assigning girls as Recreational Team Players to Teams. The Vice President of Play-Girls shall appoint all Commissioners for Recreational Teams composed of girls, subject to approval of the Board. The Vice President of Play-Girls shall schedule all matches involving girls Recreational Team. The Vice President of Play-Girls shall coordinate field usage for girls Recreational Teams with the vice President of Play-Boys and the Vice President of Select Teams. Recreational games shall be called by the VPO with this position's concurrence.

Vice President of Registration and Uniforms. The Vice President of Registration and Uniforms shall be responsible for planning and conducting the registration for the WCSA and for establishing the rules and regulations for the assigning of registered players to rosters by age division. After the registration forms are distributed to the Commissioners for the formation of teams for the upcoming season to be implemented by the Vice President of Play-Boys and the Vice President of Play-Girls. The Vice President of Registration and Uniforms shall be responsible for inventorying, ordering, screen printing and distribution of uniforms and balls to the Commissioners for distribution to Recreational Team Coaches.

ARTICLE V. General Rules for Recreational Program.

A. **Registration.** The Vice president of Registration and Uniforms shall coordinate efforts to register Recreational Team Players. The Board Members and Officers shall establish a Registration Deadline applicable to the Fall Season and the Spring Season. Registrations received prior to the Registration Deadline shall be organized by Recreational Age Groups, and Recreation Team Players from such timely submitted Registrations shall be placed on Recreational Teams within Zones. Persons submitting Registrations for Recreational Teams subsequent to the Registration Deadline may, at the discretion of the Vice President of Play-Boys or Vice president of Play-Girls, as appropriate, be assigned to Recreational Teams without consideration of Zones or may be denied placement on any Recreational Team. Notwithstanding the two immediately preceding sentences, a Recreational Team Player who submits a timely Registration shall be assigned to the same Recreational Team during the Spring Season as such Recreational Team Player was assigned during the preceding Fall Season, unless otherwise directed by the Vice President of Play-Boys or Vice president of Play-Girls, as appropriate.

Younger Recreational Players may elect to play in an older Recreational Age Group, but such election must be plainly noted on the Registration form. Once a Recreational Player plays in an older Recreational Age Group, the Recreational Player may not return to his or her otherwise applicable Recreational Age Group during the season such election to play in an older Recreational Age Group was made.

B. **Play.** The Rules of Play shall govern Recreational Teams.

C. **Select Team Players on Recreational Teams.** Select Team Players who choose to play on Recreational Teams shall be apportioned as evenly as practicable within Recreational Age Groups by the Vice President of Play-Boys and Vice President of Play-Girls, as appropriate. The decision of the Vice President of Play-Boys or Vice President of Play-Girls on placement of Select Team Players on Recreational Teams shall be final.

D. **Presence of Coach or Assistant Coach.** The Recreational Team Coach or an assistant coach or an adult designee representing the Recreational Team must be present with the Recreational Team during games and practices.

E. **Protests.** A protest may be filed by any Coach of a Recreational Team regarding a game, subject to the following:

(1) All protests must be in writing and must be delivered to the Vice President of Officials, the Vice President of Play-Boys or Vice President of Play-Girls, as applicable, or the Executive Vice President within forty-eight (48) hours after the conclusion of the game,
(2) A protest must be signed by the Coach or assistant coach of the Recreational Team
(3) A protest must be accompanied by a $50 cash fee, which fee shall be forfeited to the WCSA if the protest is not upheld
(4) All protests shall be heard by the Judiciary Council

(5) The only participants that may appear before the Judiciary Council with regard to the protest are the Coach and assistant coach of the Team on whose behalf the protest is filed, the game Referees, and any witnesses that the Judiciary council chooses to hear
(6) The Recreational Team on whose behalf the protest is filed must deliver a copy of the written protest to the Recreational Coach of the opposing Recreational Team involved in the game about which the protest is filed, and the copy delivered to the opposing Recreational Team Coach must be delivered within seventy-two (72) hours of the completion of the game
(7) The Recreational Team Coach of the opposing Recreational Team may respond to the protest in writing within twenty-four (24) hours after delivery of a copy of the protest to such Coach,
(8) Hearings of the Judiciary Council are closed except as referenced herein
(9) Any protest relating to the grounds, goal posts, bars, or field conditions shall not be heard by the Judiciary Council unless an objection has been lodged with the Referee prior to the commencement of the game
(10) The Judiciary Council shall not entertain a protest relating to a Referee's subjective call
(11) The Judiciary Council shall render its decision in writing and shall give copies to the Coaches involved, and
(12) If a member of the Judiciary Council is a Coach, assistant coach, or relative of a Player or Coach (or assistant coach) of any Recreational Team involved in a protest, then such member shall not sit on the matter being heard.

ARTICLE VI. Select Team Soccer.

A. **Purpose.** The purpose of Select Team soccer is to field the most competitive WCSA team.

B. **Selection of Team Coaches.** The procedure for selecting Select Team Coaches shall be as follows:
(1) The Board Members and Officers shall approve by majority vote all Select Team Coaches
(2) Prior to consideration of the applications of Select Team Coaches, the Vice President of Select Teams shall:
  (i) Send a letter no later than April 1 of each year to all then existing Select Team Coaches advising such persons that applications for Select Team Coaches must be submitted to the Vice President of Select Teams on or before May 1 of each year;
  (ii) Enclose in the letter sent to such Coaches an application form, and
  (iii) Shall mail such letters and applications by U.S. Mail, postage prepaid
(3) Persons desiring to be Select Team Coaches shall submit applications to the Vice President of Select Teams on or before April 21 of each year, by U.S. mail, postage prepaid or by hand-delivery directly to the Vice President of Select Teams and to no other persons.
(4) The form of the application shall be a form approved by the Vice President of Select Teams.
(5) There shall be no more than two Select Teams in any Select Team Age Group, except there may be up to six Select Teams total in the U17, U18, U19 boys and Girls Select Team Age Groups, two (2) in each age group, each Division I and II. The Board shall have the power to determine the number of Division III teams to be allowed each season
(6) Select Team Coaches shall be considered and approved or disapproved at a meeting of the Board Members and Officers held on the first (1st) Monday in May
(7) The Board Members and Officers shall have complete and arbitrary discretion in approving or disapproving the application of any person seeking to be a Select Team

Coach. All decisions of the Board Members and Officers shall be final and not subject to review.

(8) Select Team Coaches may be cautioned or disciplined by the Board Members and Officers for violation of USSSA, USSF, USYSA or WCSA rules or misconduct

(9) Within forty-eight (48) hours after the Board members and Officers meet to review applications for Select Team Coaches, the Vice President of Select Teams shall notify all persons who submitted an application to be a Select Team Coach whether such person was approved or disapproved.

(10) Subject to Section 12 below, all persons approved as Select Team Coaches must hold tryouts for Select Team Players during a one week period in the month of June, which one week period shall be designated by the Vice President of Select Teams, and must form such Select Team at the earlier of (i) a date announced by the Vice President of Select Teams as the deadline for forming teams or (ii) July 31st, by delivering to thee Vice President of Select Teams a roster of at least thirteen (13) Select Team Players.

(11) Select Team Coaches must publish tryout dates for Select Teams in a newspaper of general circulation within Williamson County at least seven (7) days prior to the tryout date. A copy of the published tryout notice must be delivered to the Vice President of Select Teams. Any Select Team Coach failing to follow this procedure may, at the discretion of the Board members and Officers, be prohibited from coaching the Select Team for which such person was approved

(12) For good and sufficient cause, as determined by the Board members and Officers, the Vice President of Select Teams may permit the application of a Select Team coach to be considered subsequent to the first Monday in June, may permit tryouts to be held beyond July 15th, and may permit a Select Team to be formed subsequent to July 31st.

C. **Select Team Age Groups**. Select Teams may be formed for the following age groups: U-9, U-10, U-11, U-12, U-13, U-14, U-15, U-16, U-17, U-18, and U-19.

D. **Selection of Select Team Players**. The following rules shall govern the selection of Select Team Players for any Select Team:

(1) The Select Team Coach will be responsible for the tryout format. All WCSA, USSSA, and USYSA Rules will govern tryouts.

(2) The Select Team Coach shall appoint a minimum of two (2) independent persons to conduct the tryout and to serve as judges. The Select Team coach may participate in the tryout as well. The independent judges shall select the first eight (8) players on the Select Team. The Select Team Coach shall fill the remaining positions on the Select Team.

(3) U-15 and younger, Select Teams may have a maximum of five (5) out of County players; U-16 to U-19 notwithstanding, anything contained herein to the contrary, at least one-half (1/2) of the Players on a Select Team must reside in Williamson County.

(4) Persons who try out and are selected on a Select Team may play for a Select Team in any Select Team Age Group so long as the Age Group is not a younger Select Team Age Group than the age of the Select Team player; however, any Select Team Player who joins a Select Team in an Age Group that is older than the Player's age may not revert to the Age Group of the Player's age until the July 1st next following the Player's listing on the roster of the older Select Team Age Group.

(5) Persons competing in tryouts for Select Teams shall complete WCSA approved registration forms and pay the then applicable Select Team Registration Fees before being permitted to try out. Persons not successfully making a Select Team shall be entitled to a refund of the fees paid.

(6) Prior to July 15th, each Select Team Coach shall deliver to the Vice President of Select Teams the names and addresses of all persons who attended the tryout for the Select

Team (U-15 to U-19 girls will be delivered by November 15th pursuant to Article VI, Section E, 12)

(7) During the course of a Select Team's season, the Select Team Coach can drop or add Players (who properly register and meet other requirements contained herein) to such Coach's Select Team is the sole discretion of the Select Team Coach pursuant to USSSA, USYSA rules, regulations and guidelines.

E. Miscellaneous

(1) Select team Players have the option also to play on Recreational Teams pursuant to Article VI, Section E, 11.

(2) A Select Team Player playing on a Recreational Team is exempt from Recreational Team play when that Player's Select Team participates in any USSSA or USYSA National or Regional Tournament, TSSA State Tournament, or Middle District Tournament.

(3) The registration fees for a Select Team Player who does not participate as a Recreational Team Player shall be determined by the Board Members and Officers and be paid at the time such payer registers as a Select Team Player. There shall be no additional registration fees for a Select Team Player who does participate as a Recreational Team Player.

(4) Select Teams shall be responsible for their own expenses, including any compensated person setting up their own competitions, scheduling fields, inter-league play, and tournaments, provided that the use of any WCSA fields shall be scheduled for sanctioned play with certified officials with the permission of the Vice president of Operations and Vice President of Select Teams in conjunction with the Vice President of Play-Boys and Vice President of Play-Girls.

(5) Select Teams shall obtain their own sponsors.

(6) Select Teams shall keep books and records of their expenses, which books and records may be reviewed by the Vice President of Select Teams

(7) Select Team coaches shall not attempt to discourage Select Team Players from playing recreational soccer. In this regard, Select Team Coaches shall distribute registration forms for
recreational play to all Select Team Players. Select Team Coaches for Select Team Age Groups and U-12 and below may not hold practices prior to 12:00 Noon on Saturdays, and no Select Team Coach shall penalize any Select Team Player who attends a Recreational Team practice, event, or game.

(8) All Select Team Coaches must be licensed as required for Division I, II, and III.

(9) Select Team Players, both boys and girls, may play Recreational soccer in the WCSA. A Select Team Player will be exempt from Recreational team play when that player's Select Team participates in any USSSA or USYSA National or Regional Tournament, TSSA State Tournament or Middle District Tournament.

(10) Select Team rosters of no fewer than thirteen (13) players for U-5 to U-19 girls must be submitted to the Vice President of Select Teams by November 15th. Tryouts must be in a one week period in November and the Select Team Coaches must publish tryout dates for Select Teams in a newspaper of general circulation within Williamson County at least seven (7) days prior to the tryout date. A copy of this published tryout notice must be delivered to the Vice President of Select Teams.

(11) Any Select Team Coach failing to follow these procedures may, at the discretion of the Board Members and Officers, be prohibited from coaching any Select Team for which said person was approved.

ARTICLE VII. The Judiciary Council.

A. The Judiciary Council shall hear all protests, and its decisions shall be made by a majority vote of those members who hear any matter;

B. There shall be no appeal from a decision of the Judiciary council. A decision of the Judiciary Council shall be final

ARTICLE VIII. Amendments to the Bylaws.

The Bylaws may be amended only at the Annual Meeting of Voting Members or a called Special Meeting of the Voting Members subsequent to the establishment of a quorum, only upon an affirmative vote of two-thirds (2/3) of the quorum established at the beginning of the meeting pursuant to Article II, Section C.

A. Amendment Proposals

(1) Any voting member may submit proposed amendments
(2) Proposals MUST include the Article, Section and text of the current rule, the text of the proposed new or revised rule and reason for the change.
(3) Proposals to revise or amend the Bylaws shall be submitted in writing to the President at least forty-five (45) days in advance of the Annual meeting of Voting Members or a called Special Meeting of the Voting Members.
(4) Amendment proposals shall be published and distributed to members at least ten (10) days prior to the Annual Meeting of Voting Members or according to the Bylaws as specified at which time the proposal will be considered.

ARTICLE IX. Miscellaneous.

A. The Board members and Officers shall approve all Commissioners and Directors.

B. From time to time, the Board Members and Officers shall establish such committees as it deems advisable, and in connection therewith the Board Members and Officers shall approve the chairperson, the procedure for membership selection, the term, and such other matters as the Board members and Officers so determine.

C. Prior to fiscal year ending July 31, the Board Members and Officers shall establish the Budget. The Board Members and Officers may amend the Budget at their sole discretion by majority vote.

D. If required by either the Vice President of Registration and Uniforms, the Vice President of Play-Boys, the Vice President of Play-Girls, the Vice President of Select Teams, a player must furnish copy of such player's birth certificate or other legal proof of age.

E. Players and Coaches must exercise good sportsmanship and abide by the rules and laws of the game. They will be cautioned by the referee for unsportsmanlike conduct, and if they persist, they should be removed from the field of play. If in the judgment of the referee, a player or coach is guilty of violent play or use of obscene language, they shall be removed from the field of play and will be put on report. Any player or coach removed from a game by the referee shall be suspended from the next game. Any Player or Coach removed from a second game during the same league year shall be suspended from all of WCSA activities for a time period determined appropriate by the Board Members and Officers. During this second suspension, that Player or Coach may not participate in any activity with the respective team. The Player or Coach has the right to be heard by the Board Members and Officers for readmission.

F. For clarification, FIFA, USSF, USSSA rules and regulations apply to any omissions not heretofore mentioned.

G. Roberts Rules of Order shall govern parliamentary procedure at all Regular Meetings and Special Meetings and all Regular and Special Meetings of the Board Members and Officers.

ARTICLE X. Indemnification.

The WCSA, to the fullest extent permitted by applicable law as then in affect, shall indemnify any person (an "Indemnitee") who was or is involved in any manner (including, without limitation, as a party or a witness), or is threatened to be made so involved, in any threatened, pending, or completed investigation, claim, action, suit, or proceeding, whether civil, criminal, administrative, or investigative (including, without limitation, any action, suit, or proceeding by or in the right of the corporation to procure a judgment in its favor) (a "Proceeding") by reason of the fact that he is or was a Board Member and Officer of the WCSA against all expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with any such Proceedings.

The right of indemnification and advancement of expenses provided in this Article X shall not be exclusive of any other rights to which a person seeking indemnification may otherwise be entitled, under any statute or other agreement.