



Northwest Sound
Youth Soccer
Association

CONSTITUTION

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Amended March 5, 2001
Amended March 26, 2012

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NSYSA CONSTITUTION

ARTICLE 1. NAME AND DURATION

Section A - The "Northwest Sound Youth Soccer Association", hereinafter referred to alternatively as "NSYSA" or "Association", is a non-profit corporation organized and existing under the laws of the State of Washington.

Section B - The duration of this corporation shall be perpetual.

ARTICLE 2. OBJECTIVES AND PURPOSES

Section A - The objectives of the NSYSA are to:

1. Promote and further develop the game of soccer.
2. Organize and govern the game of soccer for youth within portions of Kitsap, Mason & Jefferson Counties within the State of Washington.
3. Assign administrative responsibilities to member organizations.
4. Establish uniform rules and regulations applicable to youth soccer competition in this Association consistent with the principles and laws of the Federal International De Football Association (FIFA, the world governing body for soccer), those of the United States Soccer Federation (USSF, The national governing body of soccer, affiliated with FIFA), and those of the Washington Youth Soccer (WYS) and NSYSA.
5. Provide programs for the membership as required.
6. Administer and conduct Association competitions as required.
7. Represent this Association in all matters of organized youth soccer with regard to Washington Youth Soccer, NSYSA, and interested parties.
8. Where conditions and circumstances prevent full compliance, the Association shall effect deviation best suited to its own particular needs.

Section B - The purposes of NSYSA are educational and include the following:

1. Teach and train players, coaches, and other adult members.
2. Teach through the game of soccer, sportsmanship, physical health, and mental alertness.

ARTICLE 3. ASSOCIATION COLORS AND BOUNDARIES

Section A - The representative colors of the NSYSA will be Blue/Green/White.

1. The jersey/shorts/alternate jersey colors of affiliated Clubs of this Association shall be:
 - a. Bainbridge Island Soccer Club Blue/White
 - b. Bremerton Soccer Club Blue/White/Black
 - c. Central Kitsap Soccer Club Red/Black/White
 - d. JC Soccer Club Black/Teal/White/Silver
 - e. Kitsap Alliance FC Red/Blue/White
 - f. North Kitsap Soccer Club Gold/Royal/White
 - g. North Mason Youth Soccer Club Red/White/Blue
 - h. South Kitsap Soccer Club Green/White/Maroon/Black
 - i. Tracyton Soccer Club Orange/Black/White

Section B - The boundaries of NSYSA will be (1) the Bainbridge Island, Bremerton, Central Kitsap, North Kitsap and South Kitsap School Districts within Kitsap County, (2) the Port Townsend, Chimacum, Quilcene, and Brinnon School Districts within Jefferson County and (3) the North Mason School District within North Mason County within the State of Washington.

ARTICLE 4. JURISDICTION

Section A - The NSYSA shall have jurisdiction over all the member organizations including clubs, teams, as well as associated individuals, such as players, coaches and administrators.

ARTICLE 5. AFFILIATION

Section A - Section A. The NSYSA shall be a member of Washington Youth Soccer.

ARTICLE 6. FINANCIAL POLICY

Section A - The NSYSA is and shall be a non-profit organization.

Section B - Each member club desiring its own separate non-profit status (registered charitable organization) must obtain it independently from the State of Washington (Olympia) and the Internal Revenue Service.

ARTICLE 7. ADMINISTRATIVE AUTHORITY

Section A - The NSYSA Board of Directors shall be governed by the NSYSA Constitution and Bylaws except when these are superseded by those of Region 4 and/or Washington Youth Soccer.

Section B - The NSYSA Board of Directors shall have the authorization from time to time to issue policies or instructions necessary to interpret, clarify or further define the Constitution, Bylaws procedures and rules.

ARTICLE 8. MEMBERSHIP

Section A - The membership of the NSYSA shall consist of incorporated and unincorporated organizations engaged in youth soccer within the Association Boundaries (see definition in Article 3, Section B), which agree to be bound by the Constitution, Bylaws, procedures and rules of the NSYSA and which shall be admitted to membership in accordance with the Bylaws of NSYSA

ARTICLE 9. ADMINISTRATION

Section A - The governing authority of the NSYSA shall be vested in the Association Board of Directors.

Section B - The Association Executive Board of Directors shall be composed of a President, First Vice-President of Administration, Vice President of Competition, Vice President of Awards and Recognition, Secretary, Treasurer and Registrar.

Section C - The Association Board of Directors shall be composed of the Association Executive Board of Directors, and one representative each from the Clubs which are members of the Association.

ARTICLE 10. MEETINGS

Section A - The Annual General Meeting (AGM) of all members of the NSYSA shall be held for the primary purpose of the election of officers and consideration of proposed amendments to this Constitution, and proposed resolutions. The AGM shall be held as provided in Article V of the NSYSA Bylaws.

Section B - All other meetings, including but not limited to meetings of the Association Board of Directors, shall be held as provided in Article V of the NSYSA Bylaws.

Section C - Voting at all NSYSA meetings shall take place as provided in Article V of the NSYSA Bylaws.

ARTICLE 11. PARLIMENTARY AUTHORITY

Section A - All meetings of the NSYSA shall be conducted using the current edition of "Robert's Rules of Order" as a guide.

ARTICLE 12. AMENDMENTS

Section A - Proposed changes or amendments to this Constitution can only be effected at the Annual General Meeting (AGM).

Section B - Such proposed changes or amendments can be made by member clubs or Elected officers of this Association, and must be submitted in writing to the NSYSA Secretary no later than 30 days prior to the NSYSA AGM.

Section C - The NSYSA Secretary shall notify each member club at least 30 days prior to the AGM by mailing out such proposed changes or amendments to this Constitution.

Section D - To be approved, the amendment must pass by a majority vote of $\frac{3}{4}$ of the Association Board of Directors in attendance at the AGM.

Section E - All approved changes or amendments shall be included in the AGM minutes.

ARTICLE 13. BOOKS, RECORDS, AND ACCOUNTING

Section A - The Association shall maintain adequate and correct accounts, books, and records of its business and properties. All such books records and accounts shall be kept by the Officer directed as responsible. All records shall be open to inspection by the NSYSA Board of Directors when requested.



Northwest Sound
Youth Soccer
Association

BYLAWS

Adopted March 28, 1998
Amended March 5, 2001
Amended April 6, 2009

Amended March 1, 1999
Amended October 1, 2001
Amended March 26, 2012

Amended March 6, 2000
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NSYSA BYLAWS

ARTICLE I. MEMBERSHIP

Section A - Members. Members consist of clubs that are in good standing with Washington Youth Soccer and that are located in the geographic area designated as Northwest Sound Youth Soccer Association (NSYSA) by Washington Youth Soccer.

Section B - Current Members. The following clubs are members of NSYSA: Bainbridge Island Youth Soccer Club (BIYSC), Bremerton Soccer Club (BSC), Central Kitsap Soccer Club (CKSC), Jefferson County Soccer Club (JCSC), North Kitsap Soccer Club (NKSC), North Mason Youth Soccer Club (NMYSC), South Kitsap Soccer Club (SKSC), Tracyton Soccer Club (TSC) and Kitsap Alliance FC (KAFC).

Section C - Member Representation - The president or designate of each member club shall serve as a member of the board of directors of this corporation, exercising authority and voting rights for his or her member club.

Section D - Application for Membership

1. Application for membership as a Member Club to NSYSA shall be submitted to the NSYSA Secretary as a package and is to include the following:
 - a. Two (2) copies of the applicant's articles of incorporation (if applicable), bylaws, and other governing documents;
 - b. Listing of current Board Members filling the board positions defined in their bylaws;
 - c. A written statement of the reason for desiring admission as a new Member Club;
 - d. A written description of the applicant's geographical boundaries (map included);
 - e. A written description of the programs to be covered as well as ages/genders & levels of teams to be formed (i.e. Small sided, Recreational, Competitive –Regional, State, etc) by the new Member Club;
 - f. A written statement from the applying club describing the anticipated impact on existing Member Clubs of the Association if accepted into NSYSA;
 - g. Current team registration records;
2. Upon receipt of a complete application package for admission per step 1 above:
 - a. The NSYSA Secretary will:
 - (1) Provide a copy of all the application package to each member of the NSYSA board;
 - (2) Place the "Application for Admission" as a new member club on the Agenda for the next NSYSA Board Meeting under New Business.
 - b. At the next NSYSA BOD Meeting when this item is addressed under New Business:
 - (1) The package is to be reviewed by the board to ensure it is complete;
 - (2) Each member club is to be instructed provide by the subsequent NSYSA Board Meeting a written statement to the NSYSA Board outlining its support and/or reservations concerning this request for admission.
 - (3) The NSYSA Secretary will place this item onto the Agenda for the next NSYSA Board Meeting under Unfinished Business for a vote to Accept/Deny the application for admission.
3. Acceptance for membership shall:
 - a. Be by 2/3 vote of the NSYSA Board of Directors and shall specify voting rights, registration requirements and requirements for the payment of fees as applicable.
 - b. Matters to be considered for acceptance shall include but not be limited to the following:
 - (1) Does the applicant's articles of incorporation (if applicable), bylaws, and other governing documents conform to the requirements of the Governing Documents of NSYSA, Washington Youth Soccer and the Federation to the extent applicable under state law?

- (2) Does the admission of the applicant assist NSYSA in fulfilling its objectives and purposes as stated in the NSYSA Constitution?
 - (3) Does the applicant bring something new to NSYSA that would be considered a benefit to the membership (i.e. area of coverage, programs, etc.)?
 - (4) What negative impact/s if any have been noted by the existing members and/or applicant should be application be accepted?
 - (5) Does the acceptance of this organization with their written description of the programs to be covered as well as ages/genders & levels of teams to be formed aid or detract from the programs/services currently offered by NSYSA and its current members?
 - (6) Would the membership be better served with possible modifications to the applicants request for acceptance (i.e. limits in ages and/or areas served, programs offered, etc.)?
- c. The NSYSA President will notify the applicant in writing within 48 hours of the board's decision on this matter whether the applicant was or was not present at the Board Meeting at which the vote was taken.
- (1) Acceptance or denial for membership may be with, or without, stated reasons.

Section E - Membership Conflict - The Constitution, Bylaws and other governing documents of any Member Club shall not conflict with those of Washington Youth Soccer, or NSYSA.

Section F - Responsibilities of Members - Member Clubs will be responsible for the conduct of coaches, managers, players, officials, and parents under their jurisdiction, and shall insure that their actions on or off the field do not bring disfavor upon NSYSA.

Section G - Voting Membership - The Voting Membership of NSYSA shall consist of the NSYSA Elected Officers and the Club Representative of each Member Club.

Section H - Suspension of Membership -

- 1. Member Clubs failing to pay any fees due NSYSA shall be provided notice of delinquency. If those fees are not paid within thirty (30) days after the notice of delinquency, the Member Club shall be suspended from membership. Unless otherwise provided by the Executive Board, the membership of a Member Club shall be terminated automatically if the Member has failed to pay those fees for a period of ninety (90) days after the date specified in the notice of delinquency. The Secretary of NSYSA shall notify the Member of suspension and the date upon which membership will be terminated if the fees remain unpaid.
 - a. Member Clubs failing or refusing to follow the NSYSA Constitution, Bylaws, Procedures or rules, or attempting to circumvent a decision rendered by NSYSA, or seriously damaging the interest of NSYSA, face suspension of membership.
 - b. Suspension of membership under subsection a. shall require a two-thirds (2/3) vote of the Board of Directors, after reasonable notice to the Member Club of the time and place of hearing and providing the member with a reasonable opportunity to present evidence in support of the Member Club's position.
 - c. Notification of suspension shall be made to the Member Club in writing within 30 days.

ARTICLE II. BOARD OF DIRECTORS

Section A - Authority. The governing authority of NSYSA shall be vested in its Board of Directors, who shall be governed by the NSYSA Constitution, Bylaws, and Operating Procedures. The Board of Directors shall have the authority from time to time to issue policies or instructions necessary to interpret, clarify or further define the Bylaws, procedures and rules.

Section B - Makeup. The Board of Directors consists of the Executive Board and the Club Representatives. Responsibilities and actions shall include, but not be limited to those listed in

Article II – Section H and Article III below.

Section C - Voting. The Board of Directors shall vote on the following matters:

1. Washington Youth Soccer membership application recommendations;
2. Proposed changes or amendments to the NSYSA Constitution;
3. Proposed changes or amendments to the NSYSA Bylaws;
4. Proposed changes or amendments to the NSYSA Operating Procedures;
5. Approval of inter-club and association league play;
6. Filling vacancies on the Executive Board;
7. Removal of Association Officers based on detrimental actions or neglect of accepted responsibilities;
8. Suspension of member clubs voting privileges;
9. Any assessments against member clubs;
10. Approval of Budgets and association fees;
11. Other general business of NSYSA as required or as set forth in other Sections of these Bylaws;

Section D - Meetings. The Board of Directors shall meet as defined in ARTICLE V of these Bylaws.

Section E - Vacancies. The Board of Directors shall have the power to fill any vacancy occurring in the Executive Board. The officer shall be elected for the unexpired term.

Section F - Removal.

1. Any officer elected by the Board of Directors may be, subject to limitations imposed by law, removed by a 2/3 majority vote of the Board of Directors.
2. Any officer being absent from three (3) consecutive meetings of the Board of Directors, or being negligent in responsibilities to NSYSA or being in violation of the Washington Youth Soccer's Code of Ethics or combination thereof, shall be subject to suspension or removal by the Board of Directors, after reasonable notice and hearing.

Section G - Salaries. Board Members of the corporation shall not be paid a salary for the service they render to this corporation.

Section H - Club Representatives. Each affiliated Club shall submit in writing the names of the Representative and alternate to the NSYSA Secretary. The responsibilities of the Club Representative shall include, but not be limited to the following:

1. Be thoroughly familiar with the Constitution, Bylaws and Operating Procedures of the Association;
2. Represent the Club in all matters concerning the Association;
3. Be present at all meetings of the Association unless otherwise excused by the NSYSA President;
4. Serve as the primary communicator between the Association and the Club;
5. Only the Representative or properly registered alternate will be allowed to vote.

ARTICLE III. EXECUTIVE BOARD

Section A - Makeup. The Executive Board (Officers) of NSYSA shall consist of a President, First Vice-President of Administration, Vice-President of Awards & Recognition, Vice-President of Competition, Secretary, Treasurer, and Registrar.

Section B - Responsibilities. The Executive Board shall be responsible for conducting the business and administering the affairs of NSYSA to include, but not limited to, the following:

1. Enforcing the Constitution, Bylaws, procedures and rules of NSYSA;
2. Approval of formation and operation of all tournaments, except such tournaments conducted by Member Clubs for their membership;
3. Approval or removal of NSYSA Committee Directors;
4. Approval or removal of NSYSA representatives to Washington Youth Soccer committees;
5. Review and make recommendations on matters to be submitted to the Board of Directors;
6. Sign orders on the treasury.
7. Strategic Planning.

Section C - Meetings. The Executive Board shall meet as defined in ARTICLE V of these Bylaws.

Section D - Elections. - The Officers of NSYSA (Executive Board) shall be elected at the Annual General Meeting by the voting membership of NSYSA, as follows and in any event, on or before March 31 of each calendar year:

1. Officers to be elected on even numbered years are:
 - a. President
 - b. Vice-President of Competition
 - c. Secretary
 - d. Treasurer
2. Officers to be elected on odd numbered years are:
 - a. First Vice-President of Administration
 - b. Vice-President of Awards & Recognition
 - c. Registrar
3. A thirty (30) day written notification stating the date and place of the election shall be sent to each member of the Board of Directors and to each Member Club.
4. Nominations shall be accepted from the floor at the election.
5. Prior to an election in which the President is being elected, the President shall appoint a person who is not a candidate for office to conduct the election.
6. A simple majority of votes cast shall be necessary to elect.
7. Election procedures shall be consistent with Washington Youth Soccer Governing Documents.

Section E - Term of Office. -

1. The term of office for NSYSA Officers shall commence immediately following the NSYSA AGM, and shall continue until the Annual General Meeting two years hence. Outgoing officers shall assist their successors for a period not to exceed the remainder of the fiscal year, in order to assure a smooth transition.
2. In the event the office of the President and the 1st Vice-President of Administration are vacated, the Board of Directors shall elect replacements for the remainder of their respective terms. In the interim, the Board of Directors shall designate a member of the Board of Directors as Acting President.
3. Members of the NSYSA Executive Board may not simultaneously be a President of any Member Club.
4. A member of the NSYSA Executive Board may not be a paid employee or compensated agent of any member of the USSF, US YOUTH SOCCER, Washington Youth Soccer, or NSYSA. A compensated agent refers to a person receiving fees for services rendered, not a person who is compensated for expenses incurred in order to fulfill official duties in connection with the business of Washington Youth Soccer.

Section F - Responsibilities Of Officers

1. **President** - The President shall supervise all activities of NSYSA; the work of the Executive Board, the Board of Directors, and shall chair all meetings of the same. The responsibilities

- of the President shall include, but not be limited to, the following:
- a. Oversee all NSYSA affairs, including public relations which responsibility may be delegated;
 - b. Appoint directors of committees as the needs of NSYSA may require, subject to the approval of the Executive Board;
 - c. Appoint NSYSA representatives to Washington Youth Soccer committees as requested by Washington Youth Soccer, subject to the approval of the Executive Board;
 - d. Sign orders on the Treasury;
 - e. Represent the Association to Washington Youth Soccer as the NSYSA Member Association Representative (MAR);
 - f. Any other duties imposed by Washington Youth Soccer Governing Documents.
2. **First Vice-President of Administration** - The First Vice-President of Administration shall assist the President in all business of NSYSA, become the Acting President during any temporary absence of the President, and succeed to the office of President if that office becomes vacant mid-term for any reason. The responsibilities of the First Vice-President of Administration shall include, but not be limited to, the following:
- a. Oversee the NSYSA Rules and Revisions process;
 - b. Oversee the NSYSA Disciplinary process;
 - c. Oversee the NSYSA Protest process;
 - d. Sign orders on the Treasury.
3. **Vice President of Competition** - The responsibilities of the Director of Competition shall include, but not be limited to, the following:
- a. Oversee all NSYSA administered league competition;
 - b. Provide liaison between Association and Member Clubs in League Play;
 - c. Supervise the scheduling of all league play;
 - d. Maintain a permanent match record;
 - e. Maintain league standings for league placement;
 - f. Represent the Association in all matters with Kitsap Peninsula Soccer Referees Association (KPSRA);
 - g. Back up Secretary for receiving mail, deposit all monies of the Association into a chartered bank/credit union in the name of Northwest Sound Youth Soccer Association (NSYSA) and provide copy of deposit slip(s) and check(s) deposited to Treasurer.
4. **Vice-President of Awards & Recognition** - The Vice-President of Awards & Recognition shall assist the President in all business of NSYSA. The responsibilities of the Vice-President of Awards & Recognition shall include, but not be limited to, the following:
- a. Actively promote and work with all clubs to acquire nominations and make recommendations to the NSYSA Board regarding the Boys Competitive and Recreational Coach of the Year, the Girls Competitive and Recreational Coach of the Year, Administrator of the Year, Volunteer of the Year, and Washington Youth Soccer Hall of Fame Nominations;
 - b. Coordinate all NSYSA special awards such as Coach of the Year, Administrator of the Year, and Young Referee of the Year.
5. **Secretary** - The responsibilities of the Secretary shall include, but not be limited to, the following:
- a. Maintain custody of all NSYSA records and correspondence and non-financial assets;
 - b. Compile and publish the NSYSA Directory and Annual Report;
 - c. Within 7 days after all meetings, record, prepare, publish and distribute the unapproved minutes to the Executive Board and Board of Directors;
 - d. Within 7 days after meeting minutes are approved, record, prepare, and distribute the

- approved minutes to the Executive Board, Board of Directors and the NSYSA Website Administrator for website posting;
- e. Provide proper notice of all NSYSA Board of Director and Executive Board meetings to required attendees;
 - f. Coordinate the NSYSA AGM;
 - g. Deposit all monies of the Association into a chartered bank/credit union in the name of Northwest Sound Youth Soccer Association (NSYSA) and provide copy of deposit slip(s) and check(s) deposited to Treasurer.
6. **Treasurer** - The responsibilities of the Treasurer shall include, but not be limited to, the following:
- a. Provide properly authorized disbursements of NSYSA budgeted funds and other fees, and of funds raised from sources other than player registration;
 - b. Keep the proper accounting on all financial items, with the assistance of a Certified Public Accountant, and/or other qualified professional help, as needed;
 - c. Transmit monthly reports of expenditure and revenue to the President for review.
 - d. Prepare financial reports for all Executive Board and Board of Directors Meetings including the Annual General Meeting as requested, not to exceed one report per month;
 - e. Prepare a proposed budget for each fiscal year with the inputs from the other officers. The proposed budget will be developed in January for approval at the Annual General Meeting;
 - f. Assist the Executive Board in defining specific financial policies, with the assistance of a Certified Public Accountant and/or other qualified professional help, as needed;
 - g. Sign orders on the Treasury;
 - h. File required reporting forms, such as IRS forms and Washington State annual report forms and maintain records thereof;
 - i. Maintain the status of the Association as an entity under the laws of the State of Washington and as a non-profit entity under federal income tax laws.
7. **Registrar** - The responsibilities of the Registrar shall include, but not be limited to, the following:
- a. Oversee and coordinate with Member Clubs the registration process in accordance with Washington Youth Soccer Guidelines;
 - b. Train and assist Member Club registrars with NSYSA and Washington Youth Soccer registration procedures;
 - c. Provide liaison between Washington Youth Soccer and Member Clubs in Registration matters;
 - d. Oversee and maintain the NSYSA Executive Board Risk Management Program;
 - e. Oversee and administer the Request for Insurance Certificates program with the clubs and Washington Youth Soccer.

ARTICLE IV. COMMITTEES

Section A - NSYSA Committees - Shall be established as required to satisfy the programs and needs of NSYSA. The President shall be an ex-officio member of all committees except the Nominating Committee.

Section B - Standing Committees - Shall have a continuing existence and are as set forth from time to time in the NSYSA Operating Procedures. Each standing committee shall be the responsibility of a specific member of the Executive Board.

Section C - Appointment or Removal of Committee Directors -

1. The Executive Board shall confirm annually, appointments of committee directors made by

- the President.
2. The Executive Board has the authority to remove any previously confirmed committee director.
 3. In the event a committee director resigns, or is unable to fulfill the position as director, the responsible officer shall bring to the Executive Board a recommendation for replacement.

Section D - Special Committees.

1. Special Committees may be formed as deemed appropriate by the Executive Board for the purpose of accomplishing specific tasks.
2. Formation of any special committee shall include a written charter outlining the committee's specific tasks, responsibilities, membership and duration.
3. Membership shall include at least one member of the Executive Board to be responsible for the committee.

ARTICLE V. MEETINGS

Section A - Order of Business – the order of business at all meetings shall be as follows:

1. Roll Call – Credentials
2. Minutes
3. Communications
4. Officer's Reports
5. Committee Reports
6. Club Reports
7. Unfinished Business
8. Proposals
9. New Business
10. Election (AGM)
11. Good of the Game
12. Adjournments

Section B - Meeting of the Voting Membership. The Annual General Meeting (AGM) of Members shall be held on or before March 31st of each calendar year. Notification of this meeting shall be mailed or emailed with notification of receipt to affiliated Club Representatives thirty (30) days prior to such meeting, and shall include a copy of the recommendations for the nomination committee, proposed amendments to the Constitution and any resolutions offered for consideration of the assembly.

Section C - Board of Directors Meetings - Shall be held a minimum of six (6) times per year.

1. NSYSA will assess a fine of \$50 to any club which does not attend the monthly Board of Directors meetings and has not contacted the President prior to the meeting.
2. Upon appeal from the floor, the Board may, with a majority vote of the Board members present, set aside the published agenda and consider special business;
3. If any business shall directly affect any Board member, they shall recuse and excuse themselves during the vote resulting from the proceedings.

Section D - Executive Board Meetings - Shall be called as necessary by the President or by two (2) or more officers. Reasonable notice of all meetings will be provided.

Section E - Special Meetings. Special Board of Directors meetings for any purpose or purposes may be held at any place, at any time, whenever called by the President or by two (2) or more of the Board of Directors. A minimum of seventy-two (72) hours notice must be provided for any Special Board Meeting.

Section F - Parliamentary Authority - All meetings of the Association shall be conducted using

the current edition of "Roberts Rules of Order" as a guide.

Section G - Notice of Board of Directors Meetings. Notice of the time and place of any meetings of the Board of Directors shall be:

1. Given by the Secretary, or by the person or persons calling the meeting;
2. By notice on the NSYSA website, mail, e-mail, telegram, or by personal communication over the telephone or otherwise;
3. Performed at least ten (10) days prior to the date on which the meeting is to be held.

Section H - Quorum.

1. Board of Director meetings:
 - a. A quorum for all Board of Director meetings shall consist of at least the following:
 - b. The President or an Alternate and;
 - c. One-half ($\frac{1}{2}$) of the total number of Officers in office and;
 - d. Two-thirds ($\frac{2}{3}$) of the Member Club Representatives.
 - e. At any meeting of the Board of Directors at which a quorum is present, any business may be transacted, and the board may exercise all of its powers.
2. Executive Board meetings:
 - a. A quorum for all Executive Board meetings shall consist of at least the following:
 1. The President or an Alternate and;
 2. One-half ($\frac{1}{2}$) of the total number of Officers in office (including the President or the Alternate presiding.)
 3. At any meeting of the Executive Board at which a quorum is present, any business may be transacted, and the board may exercise all of its powers.
3. Annual General Meeting AGM:
 - a. A quorum for the AGM shall consist of at least the following:
 1. The President or an Alternate and;
 2. One-half ($\frac{1}{2}$) of the total number of Officers in office (including the President or the Alternate presiding.) and;
 3. Two-thirds ($\frac{2}{3}$) of the Member Club Representatives
 4. Only those Board members present, on record, and in good standing shall be entitled to vote.

Section I - Proxies. - Voting by proxy is prohibited.

Section J - Voting. -

1. Annual General Meeting (AGM)
 - a. Each NSYSA Officer shall have one vote;
 - b. Each Member Club Board Officer shall have one vote
 - c. Each Member Club team shall have one vote. Either the Head Coach or Assistant Coach who is identified in the state registration database shall vote for the team. If a coach has more than one team, he/she shall vote for each team.
2. NSYSA Executive Board Meetings;
 - a. Each Officer shall have one vote;
3. NSYSA Board Meetings;
 - a. Each Officer shall have one vote;
 - b. Each Member Club Representative shall have one vote
4. The President shall exercise voting rights only in the case of a tie.
5. All votes shall be determined by a simple majority except for the following which will require a two-thirds majority vote of the Board of Directors:
 - a. Approval of the Association Budget.
 - b. Any assessments against Member Clubs.
 - c. Suspension of Member Club voting privileges.

6. Constitution changes shall require at least a three-fourths majority vote by those present per Article V, Section J, Subsection 1.

Section K - Attending. -

1. Board Members may participate in any meeting by means of any communication equipment, which enables all persons participating in the meeting to hear each other simultaneously during the meeting. A Board Member who participates by means of communications equipment is deemed to be present in person at the meeting.

ARTICLE VI. OPERATING PROCEDURES

Section A - Content. The NSYSA Operating Procedures shall establish Administrative Procedures, General Procedures and Rules of Competition.

Section B - Changes or Amendments to Operating Procedures.

1. Shall only be effected by the NSYSA Board of Directors.
2. May be approved at any meeting of the Board of Directors.
3. All approved changes or amendments to the NSYSA Operating Procedures shall be in effect from the date of adoption, unless determined otherwise by the Board of Directors at the time of approval.

ARTICLE VII. ADMINISTRATIVE AND FINANCIAL PROVISIONS

Section A - NSYSA Administrator/Scheduler

1. NSYSA may at the discretion of the Board, contract with or employ a NSYSA Administrator and/or Scheduler to assist with the Administration of the Association, its programs and services.
2. All official notices intended for NSYSA, it's Board of Directors or any of its officers or committees may be addressed in care of the NSYSA Administrator.
3. The NSYSA Administrator and/or Scheduler shall not have the status of an officer of the Association, but shall be entitled to attend all meetings of the NSYSA Executive Board and Board of Directors and shall be a non-voting member of the NSYSA committees.

Section B - Non-Profit Status - NSYSA is and shall be a non-profit organization. NSYSA shall maintain tax exempt status under the Internal Revenue Code.

Section C - Fiscal Year.

1. The fiscal year of the Association shall begin on April 1, and end on the last day of March 31, of the following year.
2. All financial rules and regulations are in effect during the twelve (12) months of the fiscal year.

Section D - Budget.

1. A budget shall be prepared in January of each year by the Treasurer and submitted to the Board of Directors for adoption at its Annual General Meeting.
2. Copies of the proposed budget shall be distributed to the Board of Directors and member clubs by February 15th in advance of the meeting at which a budget will be adopted.
3. Copies of the approved budget will be forwarded to each officer and member association representative on its adoption.
4. The budget shall be limited for any given year to anticipated income for that year and shall include no less than fifteen percent (15%) contingency funds held as a reserve for that year.

Section E - Player Fees.

1. One week prior to September 1 of each year, clubs will provide an estimate of the number of Washington Youth Soccer registered players for the upcoming year (n).
2. On September 1 of each year, clubs will be billed by the NSYSA Treasurer based on the formula:

$$\text{Total} = 1.10 * [n * (\text{Washington Youth Soccer fee} + \text{after soccer fee})]$$

3. If prior to the next September 1 the amount billed by Washington Youth Soccer for a specific member club exceeds the calculated total identified in item 2, the NSYSA treasurer will bill the member club the difference.
4. On August 31 of each year, there will be reconciliation with each club, and the NSYSA Treasurer will disperse funds proportionally to each club to maintain a NSYSA cash reserve less than or equal to \$10,000.00 plus the previous year's estimated budget.

Section F - Financial Review -

1. The financial books and accounts maintained by the Treasurer shall be verified at least once every two years, immediately following the Treasurer's current term of office.
2. The financial review may not be performed by a member of the Board of Directors.

Section G - Dissolution. - Should NSYSA be dissolved, all monetary assets remaining after payment of all debts, shall be turned over to any remaining Member Clubs which have qualified under Section 501(c)(3) of the US Internal Revenue Code and shall be divided proportionally to the average number of registered Washington Youth Soccer Players over the previous 3 years. Physical assets shall be held in trust by remaining Member Clubs.

Section H - Financial Responsibility - NSYSA specifically disclaims financial responsibility for and shall not assume nor be held liable for the debts of the financial obligations, either express or implied, of any Member Club, or team, or any coaches, managers, officers, or officials, or members of any Member Club or team of Washington Youth Soccer.

Section I - Loans Prohibited. - No loans shall be made by the Association to any member of the Board of Directors.

Section J - Organizational Records -

1. Organizational records, minutes and reports, shall be kept by the Secretary, with the exception of, the detailed financial records maintained by the Treasurer.
2. Special requests for Association records and the distribution of such records shall be at the direction of the President.

Section K - Annual Report - The President of Member Clubs shall submit to NSYSA, an Annual Report covering the activities of the club, no later than two months prior to the NSYSA AGM, or as requested by the NSYSA Secretary.

Section L - Name or Goodwill -

1. Use of NSYSA's name or goodwill shall only be used with permission of the Executive Board.
2. Permission shall not be given for programs or projects that are unsafe, discriminatory, or not in the fundamental policies outlined in the Constitution and Bylaws.

Section M - Fundraising - Any fundraising programs, including marketing, in the name of NSYSA require Board of Director's approval.

Section N - Business Conflict of Interest - No member of NSYSA shall engage themselves in a

NSYSA position or function in order to gain advantage for their personal or business gain. Any potential conflict shall be declared in a written disclosure statement to the Executive Board, either voluntarily or at the request of the Executive Board. If an actual conflict of interest is evident, the Executive board shall request the withdrawal of the person or recommend investigation by the Board of Directors for removal.

ARTICLE VIII. AMENDMENTS

Section A - Proposed Amendments.

1. Must be submitted in writing to the Secretary by an affiliated Club Representative with written proof that the proposed amendment was passed by a majority of its voting membership, or submitted to NSYSA by the Bylaws Revision Committee.
2. Must be distributed by the Secretary to the Board of Directors for review a minimum of 30 days prior to the date of the planned vote.

Section B - Voting - These bylaws may be altered or amended by the affirmative vote of a simple majority of the Board of Directors at any Board of Director or Special meeting.

ARTICLE IX. HEARINGS

Section A - Hearings - NSYSA will provide equitable and prompt hearing procedures to guarantee the rights of individuals to participate and compete. These procedures shall include that all grievances involving the right to participate and compete in activities sponsored or administered by NSYSA and Washington Youth Soccer may be appealed to higher level administrative bodies that have jurisdiction to approve, modify, or reverse a decision.

Section B - Procedures - All hearings shall be consistent with Washington Youth Soccer Governing Documents.

Section C - Exhaustion of Administrative Remedies - No member, 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 NSYSA, Washington Youth Soccer or US YOUTH SOCCER, or USSF.

2015 NSYSA BUDGET					
Category Description	Actual Cash Flows		Based on 2014 Rates (Except Player Fee)		
	1/1/2014- 12/31/2014		Value	Units	2015
INFLOWS					
Player Fees	\$ 67,573.80		\$ 9.63	4500	\$ 43,316.90
RMA	\$ -		\$ 5.00	750	\$ 3,750.00
Rec Cup	\$ 9,900.00		\$ 300.00	41	\$ 12,300.00
Scheduling Fees	\$ 25,815.00		\$36/100/175	240/110/45	\$ 27,515.00
Soccer To The Maxx	\$ 3,970.00		\$100/110/125	36	\$ 3,960.00
Small Sided Referees	\$ 10,202.00				\$ 10,250.00
Top Soccer	\$ 500.00		\$ 25.00	20	\$ 500.00
TOTAL INFLOWS	\$ 117,960.80				\$ 101,591.90
OUTFLOWS					
					Funding Line
Awards (Rec & Fall Season)	\$ 3,993.64				\$ 4,000.00 Player Fees
State Player Dues	\$ 65,912.00		\$ 8.75	4500	\$ 39,379.00 Player Fees
RMA	\$ -		\$ 5.00	750	\$ 3,750.00 Pass Through
Rec Cup State Fee	\$ 4,100.00				\$ 4,100.00 Rec Cup
Rec Cup Referees KPRSA	\$ 2,618.88				\$ 2,700.00 Rec Cup
Rec Cup T-Shirts	\$ 2,140.41				\$ 2,200.00 Rec Cup
Meetings	\$ 208.86				\$ 400.00 Scheduling Fees
Scheduling Contract	\$ 20,027.80		\$ 1,500.00	12	\$ 20,000.00 Scheduling Fees
			\$ 2,000.00	Reimbursables	
Scheduling Software Services	\$ 4,160.00				\$ 4,200.00 Scheduling Fees
State L&I Hours & ESD Fees	\$ 120.10				\$ 600.00 Scheduling Fees
Administrative	\$ 193.06				\$ 200.00 Scheduling Fees
Postage and Delivery	\$ 156.21				\$ 200.00 Scheduling Fees
Bank Charge	\$ -				\$ -
Legal Expense	\$ -				\$ -
Miscellaneous (Maxine Burns Flowers)	\$ 123.90				\$ 125.00 STTM
Soccer to the Maxx T-Shirts	\$ 2,295.96				\$ 2,300.00 STTM
STTM Referees	\$ 546.00				\$ 600.00 STTM
Small Sided Referees	\$ 10,202.00				\$ 10,250.00 Small Sided Refs
Top Soccer	\$ 300.00				\$ 300.00 Top Soccer
TOTAL OUTFLOWS	\$ 117,098.82				\$ 95,304.00
OVERALL DIFFERENCE TOTAL	\$ 861.98				\$ 6,287.90

2014 Player Numbers

	Approved	w/ 10%	
Small Sided	1315	\$ 5.00	\$ 6,575.00
Rec	2330	\$ 10.00	\$ 23,300.00
Competitive	792	\$ 12.00	\$ 9,504.00
Total	4437		\$ 39,379.00
		Avg \$ 8.75	Avg \$ 9.63

\$ 43,316.90



NORTHWEST SOUND YOUTH SOCCER ASSOCIATION NSYSA

Subj: NSYSA AGM meeting Minutes
Location: Olympic Indoor Soccer Center

Date: 03-24-2014

In Attendance:

Louie Bond - NSYSA President (excused)
Val Corden - NSYSA VP of Admin
Bob Bjornemo - NSYSA VP of Comp
Darcy Buell - NSYSA VP of Awards and
Recognition (excused)

Liming McMillian - NSYSA Registrar
Paul Aussendorf - NSYSA Treasurer
Vacant - NSYSA Secretary

Club Representatives

BIYSC - absent
BSC - Steve Vonheeder
CKSC - Dawn Byron
JCSC - Amy Yaley
NKSC - absent

NMYSC - Joel Galbreath
SKSC - Susan Prince
TSC - Vicky Webb
WSFC - Brian Holloway

Committee Representatives

Dick Mohrmann - NSYSA Discipline (absent)
Doug Marxen - Recreation Cup (absent)
Vacant - Soccer to the Maxx (absent)

Others in Attendance

Steve Shively - NSYSA Scheduler
Kent Hassebrock - SKSC
Joi Haner - SKSC

1. Roll Call Time: 6:31 PM
 - A. As noted
2. Minutes reviewed and approval - Minutes from 2013 AGM not available
 - A. Susan Prince wanted to approve the minutes from 2013 AGM. Bob says he doesn't have the 2013 AGM minutes. Steve will look into finding the minutes.



NORTHWEST SOUND YOUTH SOCCER ASSOCIATION NSYSA

3. Annual President report
 - A. Received club reports from SKSC and BSC
 - B. Request clubs to send reports to Steve Shively. Louie needs to forward NSYSA report to the State for the State AGM.

4. Annual Club Reports
 - A. BIYSC - none
 - B. BSC - emailed
 - C. CKSC - none
 - D. JCSC - none
 - E. NKSC - none
 - F. NMYSC - none
 - G. SKSC - emailed
 - H. TSC - none
 - I. WSFC - none

5. Approval of NSYSA Constitution
 - A. Bob asked for input of Constitution changes
 1. Article 3A (f)
Accept NMYSC color change adding blue to colors for white/red/blue
Motioned by Susan Prince
2nd by Steve Vonheeder
Motion passed, no objections, no abstainments

6. Elections
 - A. President
 1. Louie Bond
Nominated by Bob Bjornemo
2nd by Susan Prince
 2. No other nominations
 3. Louie Bond elected to position of President
No objections, no abstainments

 - B. VP of Competition
 1. Bob Bjornemo
Nominated by Susan Prince
2nd by Steve Vonheeder
 2. No other nominations
 3. Bob Bjornemo elected to position of VP of Competition
No objections, no abstainments



NORTHWEST SOUND YOUTH SOCCER ASSOCIATION NSYSA

6. Elections (continued)

C. Secretary

1. Kent Hassebrock
Nominated by Susan Prince
2nd by Steve Vonheeder
2. No other nominations
3. Kent Hassebrock elected to position of Secretary
No objections, no abstainments

D. Treasurer

1. Bob asked Paul what his intentions are and Paul stated he is not running for Treasurer. Steve Vonheeder stated that position can be appointed at a monthly meeting. Paul stated he can wrap up his work in a month or two.
Motion to appoint Paul Aussendorf to position of Treasurer until a permanent Treasurer can be found.
Motion by Susan Prince
2nd by Joel Gailbreath
Motion passes, no objections, no abstainments

7. Treasurer's report

- A. Paul handed out 2013 actuals and 2014 budget submission.
 1. Liming stated that the budget needs to be approved by the board and brought to the AGM for membership approval.
 2. Clubs brought up that scheduling fees will impact them as they have already set the fee for 2014.
 3. WSFC asked why the competitive scheduling fee is higher than the Rec and small sided fee and where the money goes. Paul says the money goes into the items listed on the budget.
 4. The state sets it's player fee in February. It was proposed to develop the budget by Dec 31 and adjust the player fee in February. The clubs can review the budget in March and vote to approve the budget at the AGM annually.
 5. A motion was made to accept the 2014 budget as written.
Motioned by Steve Vonheeder
2nd by Susan Prince
Motion passed, 1 objection, no abstainments



NORTHWEST SOUND YOUTH SOCCER ASSOCIATION NSYSA

8. Awards
 - A. Darcey is to send out an email to the recipients. The state will also send out an email to the recipients. The State awards will be presented at the State meeting in May.
 - B. Certificates were handed to the clubs to disseminate to the award recipients for those clubs.
9. Operating Procedures and Bylaws
 - A. The documents are on the website and the changes will be voted on at the May monthly meeting.
 - B. Send any changes to the Secretary at nsysa.secretary@NSYSAsoccer.org.
10. There will be no April monthly meeting
11. Scheduling meeting
 - A. The scheduling meeting will be August 9th. Location to be determined.
12. Good of the game
 - A. SKSC is hosting a Soccer camp in July. Contact SKSC President, Joi Haner, at president@sksoccer.com for more information. Flyers were distributed.
13. Motion to End the meeting
 - Motioned by Susan Prince
 - 2nd by Dawn Byron
 - Motion passed
14. Meeting ended at 7:39



**NORTHWEST SOUND YOUTH SOCCER
ASSOCIATION
NSYSA**

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DRAFT

Draft Minutes of the NSYSA 2013 Annual General Meeting
Time/Date: 6:00 P.M. March 26th , 2013
Location: Taprock Northwest Grill

In attendance were:

Louie Bond, NSYSA President
Scott Foster, Vice President of Administration
Tim Nash, Vice President of Awards and Recognition
Bob Bjornemo, NSYSA Vice president of Competition
Kurt Pendt, NSYSA Secretary
Liming McMillan, Registrar
Paul Aussendorf, Treasurer
Steve VonHeeder, Bremerton Soccer Club
Craig Heisinger, Bainbridge Island Soccer Club
Dawn Byron, Central Kitsap Soccer Club
Laura Alikpala, North Kitsap Soccer Club
Susan Prince, South Kitsap Soccer Club
Vicky Webb, Tracyton Soccer Club
Dale Holdren, West Sound F.C.

Ian McCallum, Bainbridge Island Soccer Club – Guest

1. The Annual General Meeting was called to order at 6:12 P.M.
2. Approval of Minutes from 2012 Annual General Meeting. December Third, 2012
A motion was made and seconded to approve the draft minutes of the 2012 Annual General Meeting.
3. Communications: NONE
4. Officer Reports
Paul Aussendorf submitted the annual financial report.
5. Officer Elections:
Vice President of Administration – No nominations. This position is vacant

Vice President of Awards and Recognition – No nominations. This position is vacant

Registrar – Liming McMillan was re-elected . 13 votes for, 0 votes against, 1 abstention
6. New Business: Discussion was held concerning North Mason Youth Soccer Club Uniform Request. No formal request was submitted in writing as required by the NSYSA Constitution. A vote was held to allow the uniform change. 1 vote for, 13 votes against. More discussion was held concerning the NSYSA board passing a temporary change to the constitution. A vote was held to determine if this would be allowed. 6 votes for, 6 votes against. Tie breaker vote to be

cast by the NSYSA President. Louie voted no. The NSYSA board decided we would wait for the North Mason Youth Soccer Club to properly address the uniform change.

7. Good of the Game – Louie thanked Scott foster and Tim Nash for their service to NSYSA.

8. Meeting Adjourned at 6:58 PM

4. Officer Reports

President

A. Louie – Started doing the scheduling for District 4. Discussed State Cup game scheduling requirements. Reported that District 4 has stated that they will cease to exist at their AGM in March. Discussion was held concerning the absorption of D-4 by NSYSA. There are two members of the D-4 board that would like to continue in some form of administrative position with NSYSA.

V.P. of Admin – Absent - Excused - Nothing to report

V.P. of Awards – Absent – Excused – Submitted report by e-mail. Tim stated that he will not seek re-election in March. Re-iterated the due date of January 25th for people of the year packages.

V.P. of Comp – Submitted report via e-mail. Some discussion was held regarding tryouts with in NSYSA. Requested all clubs send their tryout dates to him by 18 January.

Registrar – Asked all clubs to remind their boards that the NSYSA registrar is a volunteer position and she needs to be given a reasonable amount of time to fulfill requests.

Secretary – Asked that all clubs send the information for all new club officers.

Treasurer – Position is vacant at this time. Louie reported that there is a total of 49,121.00 in the account, and a check was written to WYS for 45,000.

5. Committee reports

Transition Committee- Job description is still being worked on. Louie will contact Scott to finish this up and get the advertisement out.

Budget Committee – No action can be taken by this committee until an annual budget is received.

Pay Back Committee – No action can be taken by this committee until an annual budget is received.

6. Club Reports

BIFC – Ian. E-mailed report. Craig Heisinger was present and introduced to the board as the new BIFC rep. Brenda Berry was present and introduced as the new BIFC president.

BSC – Steve. Nothing to report. Bremerton will not have a select program for the 2013 season.

CKSC –Dawn. Two teams in Founders Cup. Asked about which clubs were having spring league to possibly direct some CK teams to them.

JCSC – Not Present.

NKSC – Kier. Nothing to report.

NMSC – Tai via conference call. Nothing to report.

SKSC – Kent – AGM was held. Micro coordinator position was not filled.

TSC –Vicky. Club awards ceremony is on Jan 27th at the Elks Club.

West Sound F.C. – Brian – AGM was held two or three weeks ago. All board positions are filled. Older oys are playing state cup.

7. Old Business

Treasurer is still vacant. We are still looking for someone to fill that position. Louie contacted Paul Aussendorf as a possible candidate.

8. New Business

Discussion was held concerning the Player Fee Cliff.

The NSYSA AGM will be held on March 26th at 6:00 PM at the Poulsbo fire Station. This will be the regular March meeting as well.

NSYSA is going to request an addendum to the contract between NSYSA and KPSRA for clarification of change fees.

Louie will request D-4 provide a written report or have someone present at the Feb. meeting to discuss the absorption of D-4.

The next meeting will be held on the Fourth of February at 7:00 P.M. at the Poulsbo Fire Hall.

The meeting adjourned at 8:26 P.M.