



**Bylaws of the
New York Soccer Referees Association, Inc.**

ARTICLE I. NAME OF ORGANIZATION

The name of the organization shall be known as the NEW YORK SOCCER REFEREES ASSOCIATION, INC. (also known as the NYSRA or “the association”)

ARTICLE II. PURPOSE

Section 1. Purpose

The general purposes for the organization, which shall be not-for-profit, shall be the promotion of the sport of soccer and of soccer refereeing, primarily that of those events sanctioned by the United States Soccer Federation.

Section 2. Specific Purposes

- The representation, control, promotion, and teaching of soccer refereeing within the organization.
- The unification of all persons interested in refereeing the game of soccer in the organization.
- The maintenance of jurisdiction over members of the organization.
- The maintenance and protection of the interest of soccer and soccer refereeing in the organization.
- The provision of means for members to improve the quality of soccer refereeing.
- The fostering of a spirit of pride, unity, and cooperation among soccer referees.

ARTICLE III. POWERS

The organization shall have the power to:

- Make and enforce rules and regulations
- Govern itself
- Elect a Board of Directors
- Meet on a regular basis
- Create and maintain financial accounts

ARTICLE IV. TAX EXEMPT REGULATIONS

Dissolution Provision

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws; or to the federal government, or to a state or local government for a public purpose; or to another organization to be used in such manner as the judgment of a Justice of the Supreme Court of the State of New York determines will best accomplish the general purposes for which this organization was formed.

Non-Inurement Provision

No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the assets on dissolution of the organization.

Restrictive Legislation Provision

No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by section 501(h) of the Internal Revenue Code), as amended, nor shall the organization participate in, or intervene (including the publication or distribution of statements), in any political campaign on behalf of or in opposition to any candidate for public office.

Restrictive Purposes and Activities Provision

Notwithstanding any other provision of these articles, the corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

ARTICLE V. MEMBERSHIP

Section 1. Eligibility for Membership

Application for membership shall be open to all who share the same interests as the organization. Membership is granted after completion and receipt of a membership application and annual dues.

Section 2. Benefits of Membership

- Regular membership meetings provide a support structure for professional activities and advancement within the soccer refereeing community
- Access to instructional clinics that keep members apprised of law changes and their application and other skill-building opportunities given by certified US Soccer instructors
- Development and support systems to help referees improve their knowledge and skills
- Representation for league arbitration committees and state hearings
- Access to the Board of Directors, former referees at all levels (Grassroots to FIFA), who know the needs of association members
- Access to secondary medical insurance, if needed, to help cover the costs for injuries occurring while officiating sanctioned matches
- Support and advice if assaulted or involved in disciplinary proceedings

Section 3. Good Standing

A member is in good standing when he/she:

- Submits dues and a membership application to the Treasurer; and
- Does not currently have his/her membership abandoned, suspended, or terminated.

Section 4. Annual Dues

The amount required for annual dues for each Membership Category (as defined under Article V, Section 10) shall be ratified by the Board of Directors each calendar year, so as to maintain the financial stability of the organization. Dues shall not be refundable.

Section 5. Suspension

A member may be suspended from the organization for any acts that go against the US Soccer Referee Code of Ethics, is in violation of a civil law, or bring disrepute to himself/herself and/or the organization.

Section 6. Abandonment

Membership in the organization shall be deemed abandoned due to failure to pay dues by January 1st in the year after the member last paid his/her dues.

Section 7. Resignation

Any member may resign by filing a written resignation with the Corresponding Secretary. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued.

Section 8. Termination

Membership in the organization may be terminated for good cause shown by a two-thirds vote of the Board of Directors and upon seven (7) days' notice in writing to the member affected. Prior to any vote, the member in question shall be entitled to respond to the stated reasons and be heard in his own defense. Termination shall not relieve a member of unpaid dues, or any other charges previously accrued by the member.

Section 9. Declined Membership

The Board of Directors may deny membership to any person who they believe does not share the same beliefs as the organization or has by word or deed shown that he/she may present a liability to the organization. Referees removed from membership in any other Soccer Referee's Organization as a means of disciplinary action shall not be admitted to membership in the Organization.

Section 10. Membership Categories

A member shall hold one of the following categories of membership:

Full Membership

Granted to those who have met the qualifications in Article V, Sections 1 and 4 of these bylaws and paid the full dues. Full members have the right to vote and hold office.

New/Youth Membership

To be eligible for New/Youth Membership, an individual must meet the following criteria:

Be under the age of 18 at the time of enrollment, or be a newly certified US Soccer referee within the current certification year; and

Meet the requirements outlined in Article V, Sections 1 and 4 of these bylaws.

New/Youth members shall not have the right to vote or hold office but may enjoy all other privileges and benefits of the Association, including participation in meetings, training sessions, and social events.

New/Youth Membership may be converted to Full Membership upon reaching eligibility and payment of applicable dues.

Life Membership

Designated for those who have made a significant contribution to the organization and the refereeing community. Life membership may be given upon nomination from a full member of the organization and with the approval of 75% or more of the Board of Directors. If said person is on the Board of Directors, he/she may not vote and does not count in the percentage. Life members have the right to vote, hold office, and are exempt from paying any dues if they remain in good standing.

ARTICLE VI. MEETINGS OF THE MEMBERSHIP

Section 1. Regular Meetings

Regularly scheduled membership meetings shall be held monthly, apart from January, February, July, and August, at a time and place to be designated by the Board of Directors, be it in person or virtually. The purpose of the meetings shall be to conduct the business of the organization and to provide ongoing training to the members.

Section 2. Pre-Season Meetings

Pre-Season meetings shall be held in the months of March and September, prior to the commencement of the spring and fall seasons of local leagues and competitions, at a time and place to be designated by the Board of Directors, be it in person or virtually. The purpose of the meetings shall be to instruct and/or refresh the membership on the rules of local competitions as well as changes and the proper applications to the Laws of the Game.

Section 3. Annual Meetings

The annual general meeting of the NYSRA shall be held in the month of December. The time and place shall be selected by the Board of Directors. The purpose of the annual meeting shall be to vote for elected officers and to vote on any proposed amendments to the bylaws, properly presented. Such amendments, if passed, become incorporated immediately.

Section 4. Special Meetings

Special meetings may be called by the President or a simple majority of the Board of Directors.

Section 5. Notice of Meetings

Printed notice of meetings shall be posted to the organization's website (if applicable) and sent by email, not less than seven (7) days prior to the meeting.

Section 6. Quorum

A quorum shall consist of a minimum of twenty (20) full and life members present and in good standing.

Section 7. Voting

All issues to be voted on shall be decided by a simple majority of those eligible members present at the meeting in which the vote takes place, unless specifically stated elsewhere in these bylaws. Voting by proxy shall not be allowed.

Section 8. Meeting Agenda

The agenda of all meetings shall be as follows:

1. Roll Call
2. Instructional Clinic (when applicable)
3. Reading of the Minutes
4. Report of the Secretary
5. Report of the Treasurer
6. Report of the President
7. Report of Delegate(s) (if available)
8. Change of By-laws (if applicable)
9. Unfinished Business
10. New Business
11. Election of Officers (Annual meeting only)
12. Good and welfare
13. Adjournment

ARTICLE VII. BOARD OF DIRECTORS

Section 1. General Powers

The affairs of the NYSRA shall be managed by its Board of Directors. They are to enforce the Articles of Incorporation, by-laws, and operating procedures of the NYSRA.

Section 2. Tenure and Qualifications

The members of the Board of Directors shall, upon election, enter upon the performance of their duties as of the 1st day of January following their election, and shall continue in office until their successors shall be duly elected and qualified. All members of the Board of Directors must be approved by a majority vote of the members and voting. The term of an officer shall be one (1) year. Only full and life members in good standing may run for a position on the Board of Directors.

Section 3. Nominations

The President shall appoint a Nomination Committee each year, no later than sixty (60) days prior to the annual meeting, to present a slate of nominees for officers of the organization to the membership at the annual general meeting. The Chairperson, as well as any additional members of the Nomination Committee, must be members in good standing and may not be running for office. Those who would like to be nominated need to contact the Nomination Chairperson directly.

Section 4. Election Procedure

Once nominations are closed and the slate finalized, which shall be no later than seven (7) days prior to the election, those members eligible to vote (as stated in Article 4, Section 10) may cast one vote for the candidate of his/her choice for each respective position. If the number of nominees for a position is the same as or fewer than the number of openings, a vote of acclamation will be held for each candidate. Members eligible to vote will vote on if the candidate should be appointed to the position by a vote. A simple majority is needed for the nominee to obtain the position. In the case where the vote of acclamation is not a majority, that person will not be appointed to that position. In the event of a tie, the vote fails.

The Nomination Committee shall pass out, collect, and count the ballots. Ballots may be distributed in advance by this committee as part of the procedure of signing in. The election results shall be announced to the membership by the Nomination Chairperson, who shall state the number of eligible votes, the number of votes counted, the number of votes necessary to elect, and the results of the balloting.

In the event the membership is unable to meet in person, the Corresponding Secretary shall send out notice to the membership by email for nominations for the Board of Directors and to contact the Chair of the Nomination Committee by phone or email. The nomination period shall last seven (7) days. Upon the close of nominations, the Chair of the Nomination Committee will inform the Corresponding Secretary, who shall inform the membership by email of the complete slate. From there, the Chair of the Nomination Committee will set up means to have eligible members cast their vote online. The voting shall last seven (7) days and end at 11:59 pm EST on the seventh day. Upon closure of the voting, the Chair of the Nomination Committee will send the results to the Corresponding Secretary, who will inform the membership of the results.

Section 5. Board Meetings

The Board of Directors shall meet at regular intervals to handle all business matters entrusted to it by the members. Notice of the time and place of the meeting shall be given to each member of the Board at a reasonable time before the date of said meeting. Minutes of all preceding meetings are kept by the Secretary and made available to Board or Organization members upon request. Minutes from the preceding meeting will be read at each Board meeting unless waiver is approved.

Section 6. Special Meetings

Special meetings of the Board of Directors may be called by or at the request of the President or any two members of the Board of Directors. The person or persons authorized to call special meetings of the Board of Directors may fix the location (be it in person or virtually) as the place for holding any special meeting of the Board called by them. A minimum of five (5) days' notice to the members of the Board of the time, place, and reason for any special meeting shall be given.

Section 7. Quorum & Voting

The presence of a majority of the current members of the Board of Directors shall be necessary at any meeting to constitute a quorum to transact business. Each member of the Board of Directors shall possess one vote in matters coming before the Board. Should it be necessary, the President is permitted to break a tie vote.

Section 8. Vacancies

Whenever a vacancy occurs in the Board of Directors, it shall be filled with an appointment made by the President. The person so appointed shall hold office for the unexpired term in respect of which such vacancy occurred. Should the vacancy occur in the Presidency, the 1st Vice President shall succeed for the remainder of the unexpired term.

Section 9. Removal

Any member of the Board of Directors may be removed for misconduct, neglect, or any other cause at any time, by a vote of 2/3 or more, not including the member to be removed, of the members of the Board of Directors if in their judgment it would be in the best interest of the organization. Each member of the Board of Directors must receive written notice of the proposed removal at least seven (7) days in advance of the proposed action.

Section 10. Abandonment

Members of the Board of Directors are expected to attend all meetings.

There are certain conditions that can trigger a position being deemed abandoned and the position vacant. This includes but is not limited to:

- should a board member be unable to participate in three meetings, in their entirety, without first having been excused by the Corresponding Secretary
- should a board member be unable to attend at least half the scheduled board meetings for the year

In the individual scenarios above, a board member is expected to request to be excused in writing to both the Corresponding Secretary and President with at least three (3) days' notice or when the notice of the meeting is received (the later of the two).

If any of the above conditions are met, the President must confirm and declare the position vacant for the abandonment to be considered complete.

In addition, any absent board member must seek to ensure their duties and responsibilities are covered for the missed meeting and/or coordinate with the President to ensure there are no lapses in duties. This includes but is not limited to action items/follow-ups from previous meetings as well as duties of the missed meeting.

ARTICLE VIII. OFFICERS

The following positions shall constitute the Board of Directors, who shall be elected annually:

President, Vice President, Second Vice President, Corresponding Secretary, Recording Secretary, Treasurer, Sergeant-at-Arms. The Board of Directors shall also comprise up to seven (7) Trustees.

Section 1. President

The President shall preside at all meetings of the membership and of the Board of Directors. The President shall have the following duties:

- Shall preside over all business of the association
- Shall call such meetings of the Board of Directors and of the membership as deemed necessary
- Shall take care that the Bylaws are faithfully observed
- Shall serve as the Liaison Officer with other organizations in the soccer community
- Shall form committees as is deemed necessary, with said committee(s) consisting of members in good standing (The President shall not serve on any Committee)

Section 2. Vice-President

The Vice President shall be vested with all the powers and shall perform all the duties of the President during the absence of the latter. The Vice-President's duties are:

- Shall perform such acts as the President may direct
- Shall succeed the President if the President resigns or is unable to fulfill his/her duties, as determined by the Board of Directors
- Shall be the Chairperson of the Arbitration Committee and report all arbitration decisions during the general meeting

Section 3. Second Vice-President

The Second Vice President shall be vested with all the powers and shall perform all the duties of the President during the absence of both the President and First Vice President. The Second Vice President's duties are:

- Shall perform such other acts as the President may direct
- Shall be responsible for fundraising efforts
- Shall be responsible for the recruitment of new members

Section 4. Corresponding Secretary

The Corresponding Secretary's duties shall consist of:

- Shall, in concert with the President, make the arrangements for all meetings of the Board of Directors as well as the general membership
- Shall advise all members of the date and time for each meeting, maintain a roll call at each meeting, and advise the Board of all members excused
- Shall read all correspondence received at each regular meeting
- Shall prepare and distribute all official correspondence from the Board of Directors as may be prescribed by the Board of Directors or the President.
- Shall maintain and update a roster of all active members, including their contact information as well as any other information deemed relevant to the function of the organization
- Shall keep current copies of the Bylaws and Articles of Incorporation and shall provide a copy to any member who requests it

Section 5. Recording Secretary

The Secretary's duties shall consist of:

- Shall keep a true account of the meetings of the membership and of the Board of Directors
- Shall have minutes published no later than seventy-two (72) hours after the meeting's completion
- Shall keep a record of members in attendance
- Shall provide meeting minutes in writing for member perusal at the next meeting.
- Shall assist with and ensure that referee reports from the membership are submitted to the designated authorities within the allotted time frame

Section 6. Treasurer

The Treasurer shall receive and be accountable for all funds belonging to the association. The Treasurer shall have the following duties:

- Shall receive and collect all dues, fines, and assessments
- Shall maintain a running record of all income and expenditures
- Shall pay all obligations incurred by the association
- Shall present to the membership at each regularly scheduled membership meeting an interim financial report, including income and expenditures
- Shall maintain and/or create financial accounts
- Shall create a proposed budget for the upcoming financial year

Section 7. Trustees

The association shall maintain no more than seven (7) Trustees serving at any given time. The Trustees of the association shall have the following duties:

- Shall perform such other acts as the President may direct
- Shall concern him/herself with the general welfare of the association
- Shall oversee the operation of the organization and assure its conformance with the law
- Shall be the point of contact when a member of the association has an issue to be resolved with another member of the association or a member of the Board of Directors
- Shall ensure the accuracy of the Treasurer's records twice a year and attest to its accuracy at the annual meeting
- Shall, upon request of committee chairs, assist said committees to the best of their ability

Section 8. President Emeritus

The President Emeritus serves in an advisory role to the president and association, providing guidance and expertise. He/She advises on past practices and operations in accordance with the chapter bylaws and provides the information necessary to facilitate the transition into office. The title of President Emeritus is honorary and given to all former Presidents of the association. The President Emeritus does not have a vote on the Board of Directors unless he/she is also elected/appointed to one of the positions on the Board of Directors (i.e., Trustee)

Section 9. Retiring Officers

All officers, within 30 days after retiring from office, shall deliver to the President all records, books, papers, and all other property, be it physical or intellectual, belonging to the association.

Section 11. Conflict of Interest

All members of the Board of Directors must declare a conflict of interest as it relates to blood, business, marriage or social union that could question the neutrality and/or jeopardize the interests and goals of the Organization. In the event of a breach or failure to self-declare, the Board member in question can be subject to sanctions by determination of the Arbitration Committee, including but not limited to termination of their position, membership, as well as fines.

ARTICLE IX. COMMITTEES

Section 1. Nomination Committee

The purpose of the Nomination Committee shall be to present a slate of candidates to the general membership at the annual meeting in the proposed manner in Article 7, Sections 3 and 4 of these Bylaws. The President shall appoint a Nomination Committee each year no later than sixty (60) days prior to the annual meeting. The Chairperson, as well as any additional members, a minimum of two (2), must be members in good standing and may not be running for office. They will be responsible for distribution of ballots to members in good standing, the collection of said ballots, and making public the results, including the number of eligible votes, the number of votes counted, and the number of votes for each candidate, and upon a motion from the membership, be responsible for destroying the ballots. The Nomination Committee will also be responsible for delivering all said information to the Recording Secretary to be kept within the minutes of the association.

In the event that a ballot vote is required for the purpose of seeing if a proposed alteration, addition, or repeal of the Bylaws is to be approved, the Nomination Committee shall be responsible for distribution of ballots to members in good standing, the collection of said ballots, and to make public the results, including the number of eligible votes, the number of votes counted, and the number of votes for each for and against the motion, and upon a motion from the membership, be responsible for destroying the ballots. The Nomination Committee will also be responsible for delivering all said information to the Recording Secretary to be kept within the minutes of the association.

Section 2. Finance Committee

The Treasurer is the chair of the Finance Committee, which includes the Trustees of the association. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and the annual budget with staff and other board members. The board must approve the budget, and all expenditures must be within budget. Any major change in the budget must be approved by the Board of Directors. The fiscal year shall commence on August 1 and end July 31 of the following calendar year. The financial records of the organization shall be made available to members in good standing upon request.

Section 3. Arbitration Committee

The Arbitration Committee has a dual role of that in fact-finding and issuing disciplinary action. The Arbitration Committee shall consist of three (3) or five (5) members. The First Vice-President, who shall chair the committee, will select either two (2) or four (4) volunteer members of the association, subject to the condition that at least two (2) members of the Committee are not members of the Board of Directors. The Arbitration Committee meets when necessary and has jurisdiction in all matters referred to it. The Arbitration Committee shall decide all cases presented to it in accordance with these By-Laws and policy established by the Board of Directors, and may impose a fine, suspend for a specific period, reprimand, expel, or acquit. All decisions of the Arbitration Board will be given in writing to the individual and the Board of Directors. Decisions of the Arbitration Board may be appealed to the Board of Directors, if the following conditions are met:

- All appeals of the Arbitration Committee must be submitted in writing and received within five (5) days of the appealed decision. A \$50.00 fee or the fine amount issued by the Arbitration Committee, if less than \$50.00, in the form of a money order or cashier's check, shall accompany all appeals. If the Committee upholds the appeal, the fee will be returned. If it is denied, the fee will be forfeited to the treasury of the association.
- All appeals to the Board of Directors must be made in writing to the President and in cases of controversy as to timely receipt of appeals, the postmark date (postage meter not acceptable) will govern.
- Upon receipt of an appeal, properly submitted, the President shall set a time and place for the hearing and will serve notice to all appropriate parties. Such hearing settings are solely the responsibility of the Committee, but all such hearings should be scheduled within ten (10) days of receipt of the appeal, and the appealing party is bound to present all information and evidence relative to the appeal at the hearing.
- All decisions at all levels of the appeal process shall stand and be in full force and effect until changed by a higher authority.

Section 4. Additional Committees

Committees other than those listed in these bylaws may be created by the President of the association. The President shall name a person other than him/herself to be chairperson of such committee.

ARTICLE X. AMENDMENTS TO THE BYLAWS

Section 1. Amendment by the Board of Directors

The Bylaws may be altered, amended, or repealed at any regular or special meeting of the Board of Directors, provided that specific written notice of the proposed amendment(s) is distributed a minimum of three (3) days in advance. The change(s) to the Bylaws shall become ratified upon a two-thirds (2/3) or greater vote in the affirmative by the Board of Directors members present.

Section 2. Amendment by the Members

These Bylaws may be altered, amended, or repealed by affirmative vote of a two-thirds (2/3) or greater affirmative vote of the members in good standing at any regular, annual, or special meeting of the membership. Notice of the specific alteration, amendment, or repeal must be in writing and given to the Corresponding Secretary at a minimum of fifteen (15) days before said meeting. The Corresponding Secretary will forward the proposed amendment(s) to the Bylaws to the membership no later than ten (10) days before said meeting.