

BY-LAS
OF
SUFFOLK YOUTH ATHLETIC ASSOCIATION (SYAA), Inc.

- I. Name: The name of this non-profit entity shall be "Suffolk Youth Athletic Association, Inc" and for designation purposes, it is referred to in the bylaws as the "Association" or "SYAA".**

Purpose: The Association is formed for the purpose of promoting, encouraging, and stimulating youth interest in wholesome, supervised recreation through educational and participatory sports programs. The Association shall have full power and authority, by way of example and not by way of limitation, to:

- A. own property and equipment;
- B. engage in and promote recreational activities
- C. raise money through registration fees and other legal fundraisers;
- D. use and expend any and all such property or money, either or both, in and about the accomplishment of its purpose, as herein set out;
- E. Contract and/or be contracted with others;
- F. lease, and to lease to others real estate and personal property;
- G. employ such person or persons as may be deemed proper and necessary for the operation and purpose of said Association;
- H. And shall have generally all powers necessary and convenient in and about the attainment of the purposes for which it is organized.

II. Address:

Mailing Address: Post Office Box 3081, in the City of Suffolk,
Virginia 23439

Physical Address: 501 Kings Fork Road, Suffolk, Virginia 23434 &
432 Kings Fork Road, Suffolk, VA 23434

Membership:

A. Eligibility:

1. Any adult regardless of nationality, race, religion, or political affiliation may become a member of the Association in accordance with Sections IV.2 and/or IV. 3 below.
2. An adult who is the legal guardian of a child registered in an SYAA sports program shall be a member of the Association. That parent or legal guardian is entitled to one vote in matters of the association.
3. Any adult who acts as a Head Coach, Assistant Coach, or holds an elected or appointed position in the Association, shall be a member of the Association. That person is entitled to one vote in matters of the Association.
4. All registered players will be considered junior members of the Association with no voting rights.
5. Membership shall begin when a child is registered in an SYAA sport and will remain in effect until the end of the said season inclusive of all functions associated with said season.

B: Discipline, Suspension, or Termination:

1. membership may be terminated by resignation or by action of the Board of Directors.
2. The Board of Directors, by a two-thirds (2/3) vote of all current Board Members shall have the authority to discipline, suspend, or terminate a member when the conduct of that member is considered detrimental to the best interest of the Association. Misconduct includes, but is not limited to, non-compliance with policy, misuse of funds or association equipment, and violation of the Code of Conduct.
3. The Association member or members involved shall be notified of the Board Meeting at which time action will be considered and shall be informed of the nature of the charges. The member or members shall be given the opportunity to appear before the Board to answer said charges. The Board of Director's decision will be final.
4. Discipline of a member of the Association could include the loss of any or all of the following privileges plus any other

restriction deemed necessary by the Board of Directors.

- A. Holding any office or appointed position;
 - B. Participation as a coach or referee/umpire;
 - C. Representing the Association at any functions/activities;
 - D. Attendance of any Association meetings;
 - E. Attending any games or practices;
 - F. Total ban from all SYAA Property.
5. The discipline of a member of the Association does not affect the status or rights of any relative of that individual, either youth or adult.
6. See attached Appendix C- Procedures for acting on instances of misconduct for additional disciplinary procedures.

III Membership and Association Meeting:

- A. **Annual Meeting:** The annual meeting of the Board of Directors shall be held the third Monday of March each year, or at such a time, not more than 15 days before or after that date, as designated by the Board of Directors. The time and location of the meeting shall be given by public notice not less than ten (10) days or more than thirty (30) days before said meeting. The purpose of the annual meeting shall be to inform the Membership of such matters as the Board may bring before the Membership and to obtain input from the Membership concerning any activities of the Association.
- B. **Monthly Meetings:** The Board of Directors will hold monthly meeting on the third Monday of each month to discuss and act on any Association matters. This meeting is reserved for Board of Directors only unless a special guest is invited. That guest will be asked to leave at the conclusion of the topic pertaining to his or her visit. The Board reserves the right to call a special meeting of the Board if they deem it necessary to conduct urgent business for the Association.
- C. **Special Membership Meeting:** Special Meetings of the Membership and Board may be called by the membership upon written request of fifteen percent (15%) or more of the

membership.

1. Written request must be hand delivered to an Officer of the Association or delivered to the P.O. Box by the US mail.
2. This request must state the action being requested of the Board and/or any motion to the Board.
3. The Board will have ten days (10) to issue public notice of the special meeting, giving location and time of said meeting. The special meeting shall occur within thirty (30) days of the special request being delivered to the appropriate party.
4. No other business shall be conducted at said meeting other than that stated in the meeting request.

IV. Limited Powers to remove Board Members or Sports Commissioners by members:

- A. Provided that there is quorum of the membership, any Board Member or Sports Commissioners may be replaced, by a majority vote at the special membership meeting.
- B. Quorum: at any special membership meeting, a quorum shall exist if and only if, at least one-quarter (1/4) of the then current membership is present in person at such Association Meeting.

V. Board of Directors:

- A. Membership of the Board: The governing body of this association shall be known as the Board of Directors and shall consist of the following:
 1. President (Executive Committee)
 2. Vice-President (Executive Committee)
 3. Secretary (Executive Committee)
 4. Treasurer (Executive Committee)
 5. Head Baseball/Softball Commissioner
 6. Softball Commissioner
 7. Soccer Commissioner

8. Baseball/Softball Concession Manager
 9. Soccer/Field Hockey Concession Manager
 10. Such additional members as the Board may determine
- B. The Executive Board will be made up of the President, Vice-President, Secretary, and Treasurer. These positions will be elected to a two (2) year term. All executive members may succeed himself/herself for additional terms at the pleasure of the board.
 - C. The Board shall be elected in the manner hereinafter provided, for a term of two (2) years although each may be re-elected to succeed himself/herself for additional terms. There is no limit as to the time served as long as the Board Member is re-elected every two years by the Board.
 - D. The Board of Directors shall consist of no less than thirteen (13) members and no more than twenty (20) members inclusive of those listed in part A of this section.
 - E. The Board of Directors will create a nominating committee, with the Vice-President as chairperson, at the regular meeting of the Board three (3) months prior to the annual meeting in order to produce a slate of Officers and New Board Members for the annual meeting.
 - F. Nominees for the Board of Directors shall have no more than one (1) other immediate family member (spouse, sibling, parent or child) currently serving or nominated for the Board of Directors. Maximum per Family is two (2). The family members cannot serve on the Executive Committee and must be commission elected and Board Approved

VI. Powers of the Board:

- A. Generally: The Board shall constitute the governing body of the Association and shall have complete and full management and control of the business of the Association. It may employ such person or persons as necessary in and about the effecting of the purposes of the Association.
- B. Specifically: In addition to any all powers conferred upon by the Board by law, and by the articles of incorporation of the Association, these bylaws, without in any manner or degree abrogating, limiting or

modifying any of its powers, grant to the Board the following authority:

1. To elect Board members prior to the annual meeting to serve on the Board until the next annual meeting.
2. To set forth the terms and conditions upon which a person may be accepted to membership; to examine and judge the qualifications of each applicant for membership, being hereby granted full and final authority to accept or reject any such membership application.
3. To appoint any needed Committees and to define and delegate the duties and powers of each Committee.
4. To Discuss and approve registration fees for all sports.
5. To make, alter, or amend Association rules and regulations, and bylaws, as long as they are consistent with State Law, the Articles of Incorporation, and Association Bylaws.
6. To remove a Director from the Board for cause. For example, and not by way of limitation, the absence of a Director from three (3) consecutive meetings of the Board, unless excused by the Board, shall be considered sufficient cause for removal.
7. To choose a successor, who shall hold office for the unexpired term, in the event of a vacancy among the Directors.
8. To employ, in its discretion, at such times as it may determine, one or more qualified persons, not necessarily members of the Association, to audit the books of any part of the Association. An annual audit of the financial records shall be done in conjunction with the tax filings of the Association yearly.
9. To budget for the maintenance and operation of the Association and all of its activities.
10. To exercise the power in making adjustments or transfer of funds from one budget category or item to another, as need shall arise upon the recommendation of the Treasurer and approval of the Board.
11. To employ or contract with such individuals or entities as the

Board, from time to time, may determine to be in the best interests of the Association.

VII. Limitations on Board Powers.

- A. Notwithstanding any other provision of these bylaws to the contrary, express or implied, the Board is not empowered to modify Article XI relating to the power of the membership to modify these bylaws and to replace a Board Member.
- B. Notwithstanding any of provision of these bylaws to the contrary, express or implied, the Board is not empowered to modify the limitations on its powers contained in this Article IX.

VIII. Board Meetings.

- A. Regular: The Board of Directors shall meet once a month, and at such times as the President of the Association or any three (3) members of the Board may designate. The regular scheduled meeting shall be the third Monday of each Month or at such other time as determined at the prior meeting of the Board of Directors.
- B. Chair: The Chair shall act as Parliamentarian and follow Roberts Rules of Parliamentary Procedure, and shall vote only in the event of a tie. The president of the Association shall generally be the chair of the Board. However, in the event that the President is not present at the meeting, the Vice-President shall assume the chair. In the event that neither the President nor the Vice President is able to chair part or all of the meeting, the Board shall appoint a chair.
- C. Voting:
 - 1. Except as hereinafter provided, a quorum shall be a majority of the Board.
 - 2. Assuming a quorum is present, except in case of expulsion, removal and bylaws amendment, and except as otherwise specifically provided in these bylaws, valid Board action requires that more votes be cast in favor of the action than against the action.
 - 3. Assuming a quorum is present, in case of expulsion, removal and bylaws amendment, valid Board action requires that three quarters (3/4) or more of the entire Board, not just those Board Members present, be cast in favor of the action. The Chair, unless the subject of the removal proceedings, shall be

entitled to vote. In the event of a tie, the chair will cast the deciding vote in the matter

IX. Officers:

- A. Election: Officers of the Association shall be Directors and shall be elected by the Board at the annual membership meeting as hereinbefore provided.
- B. Duties and Responsibilities:
 - 1. President:
 - a. Preside at the Board of Directors meeting.
 - b. Appoint members of all committees which may be created and shall serve as a member of those committees.
 - c. Sign Documents as required and instructed by the Board.
 - d. Make reports and recommendations to the Board of Directors concerning the work or affairs of the Association.
 - e. Have the authority to require reports from the Treasurer, Secretary, Committee chairperson, and Sports Commissioners.
 - f. Perform other duties incidental to the office including Liaison with the community and community groups.
 - g. Be responsible for the main website of the Association.
 - 2. Vice-President:
 - a. Perform the duties of the President in the case of absence, resignation, or inability to fulfill his or her position.
 - b. Oversee the activities of the Treasurer.
 - c. Chair the Nominating Committee for new Board members and Officers prior to the Annual Meeting of the Association.
 - 3. Secretary:

- a. Send out notices of all meetings either through e-mail, regular mail, or telephone.
 - b. Keep complete records of all meetings including the minutes, reports submitted, budgets, proposal, and any other information.
 - c. Furnish the Board of Directors a list with all members of the Board whose terms are scheduled to expire 3 months prior to the end of their term ending.
 - d. File all records of the Association in a locked cabinet in the Board Room or other designated location.
 - e. Sign all papers as directed by the Board of Directors.
4. Treasurer:
- a. Receive all monies of the Association and act as the Banker.
 - b. Deposit funds into the bank and distribute and disperse funds accordingly.
 - c. Be responsible for the account of all monies received and dispersed.
 - d. Make reports available to the President and Board Members when asked.
 - e. Receive and have custody of all deeds, securities, notes, contracts, and other financial papers and place them in a safe deposit box at the bank that is being used for the accounts of the Association.
 - f. Ensure the books of the Association are audited annually by an accountant appointed by the Board. When this audit is complete, provide a copy of the report to all members of the Board of Directors.
 - g. Sign Papers as directed by the Board of Directors.
 - h. Perform other duties incidental to the office.

X. Positions and Committees:

A. Sports Commissioners:

1. Election- Head Sports Commissioners (Soccer, Baseball/Softball, Field Hockey) are appointed annually by the Board of Directors for a one year term.
2. Total responsibility for the operation of their sports. They shall not hold an Executive Board seat but are automatically appointed to the Board of Directors.
3. Appoint Division Commissioners to assist with the operation of the sport.
4. Ensure that all staff members are properly certified for their position.
5. Set-up and Chair a Sports Committee to handle the day to day operations of the Sports.
6. Submit a yearly budget and adhere to the approved budget. The budgets shall be submitted at the November meeting and shall include the following; revenue and expenses, projected registration fees, estimated uniform cost for each group, and all other expenses related to the operation of their sport.
7. Coordinate the registration process and selection of all teams.
8. Ensure league rosters are provided to their coaches and contain all contact information for the registered players.
9. Ensure First aid supplies are readily available to everyone at the complex.
10. Appointment of all coaches, assistants, and team managers.
11. Provide sport rules and Association rules with all persons involved in the Sport.
12. Require all coaches, assistant coaches, and team managers to complete the Board approved Background check form and assure it is received by the background check coordinator.
13. Manage the individual sports websites.

14. Oversee the maintenance of the fields and facilities associated with their sport.
15. Head Sports commissioners have the authorization to spend up to \$500.00 beyond the approved budget without Board approval. (Once per season)

B. Coaches:

1. Provide each member or their team a written schedule of all practices and games with locations and times.
2. Provide all team members parents with contact information for the coaches and assistants.
3. Take all safety precautions including but not limited to field condition and first aid kits.
4. Adhere to all Rules and Guidelines provided by the Sports
5. Shall properly maintain all equipment and assure its return at the end of the season to the Equipment Manager.

C. Sports Committees:

1. Each Sports Commissioner shall appoint at least 8 members to the Sports Committee.
2. Responsible for the making of all decisions regarding uniforms, game days, registration dates and times, field improvements, clean up days, and to assist the Sports Commissioners with the needs of the sports.
3. Provide for a concessions area for the sports during game times.

D. Capital Campaign Committee:

1. Shall be appointed by the Board of Directors.
2. Shall develop a Capital Campaign in order to provide the necessary funds for the continued operation and improvement of the Association.
3. Make reports to the Board at the monthly meetings.

E. Finance Committee:

1. The Finance Committee shall consist of the Chairperson, The Vice President, and up to 4 additional members, one of whom shall be the Treasurer.
2. Shall have the full power and authority, subject to Board approval, to raise, collect, and receive funds for the Association in any way is deemed advisable, legal, and ethical.
3. Oversee the general and team sponsorships for the Association.
4. Approve and oversee all fundraising activities of the sports.

Miscellaneous Provisions:

- A. Fiscal Year: Calendar year beginning January 15th.
- B. Officer and Director Year: All Directors, Officers, and Committee members will take office at the annual meeting at which elected and continue until the following annual meeting.
- C. Compensation: No salary or other compensation shall be paid any Director, Officer, or Committee member of the Association To serving in such capacity except when specifically provided by action of the Board.

XI. Interpretations of By-Laws:

The Board shall make all interpretations of these bylaws.

XII. Termination of the Association:

In the event this Association is disbanded or otherwise cease to exist, all Association assets shall be turned over to an Internal Revenue Service Section 501(c)(3) entity. Such entity shall be determined by the Board and shall, to the extent possible, have purposes that are similar to those of this Association.


XIII. Addendums:

- A. The following addendums will made part of this document as completed. These addendums may be modified by the Board of Directors at any monthly meeting if they so desire. These addendums further define their specific areas within the Association.
 1. SYAA Select Team Operating Policy
 2. Background Check forms and policy
 3. Baseball/ Softball In-House Rules and Draft Policy

4. Soccer In-House Rules and Draft/selection policy
5. Procedures for acting on instances of misconduct

These Bylaws have been voted on by the Board of Directors of the Suffolk Youth Athletic Association on July 19, 2010 and approved. The Bylaws were amended in November of 2013 by the Board of Directors. They are now the rules and regulations governing the operation of Association until further changed or modified according to said requirements within this document

Michel K. Bilé  **President**

Darren Brown  **Vice-President**

Geoff Payne  **Treasurer**