



**Eastern Pennsylvania Youth Soccer Association**

# **Constitution and Bylaws**

Updated and Amended February 2023

**EASTERN PENNSYLVANIA YOUTH SOCCER ASSOCIATION**

**CONSTITUTION AND BYLAWS**

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# **CONSTITUTION**

## **ARTICLE I**

### **Name**

This organization shall be incorporated and known as the Eastern Pennsylvania Youth Soccer Association (hereafter referred to as EPYSA).

## **ARTICLE II**

### **Purpose**

The purpose of this Association shall be to promote, foster and perpetuate the game of soccer on the youth level in the territory designated as East Pennsylvania, and foster the physical, mental, and emotional growth of Eastern Pennsylvania Youth through the sport of soccer. This Association shall exercise complete governmental control of said game except in those matters reserved by the United States Soccer Federation or the United States Youth Soccer Association. This Association shall be established and maintained as a non-profit educational organization that is tax exempt.

## **ARTICLE III**

### **Territory**

Eastern Pennsylvania shall consist of all that certain territory in Pennsylvania east of a line formed by the eastern boundaries of the counties of Potter, Clinton, Center, Huntington and Fulton Counties.

## **ARTICLE IV**

### **Headquarters**

The headquarters of this Association shall be within its territorial boundaries as defined in Article III above, where all general meetings shall be held. Local headquarters in said territory shall be determined from time to time by the voting members of this Association (hereafter referred to as the Council) or by such person or persons in whom the Council may vest such authority.

## **ARTICLE V**

### **Colors**

The representative colors of this Association shall be Blue and Gold.

## **ARTICLE VI**

### **Membership**

#### **Section 1**

#### **Membership**

This Association shall consist of such individuals, leagues and associations in good standing with the Eastern Pennsylvania Youth Soccer Association and United States Soccer Federation (USSF) and with headquarters in the territory herein defined. Every individual, league and association with headquarters in this territory who are not a member of this Association or of the United States Soccer Federation or of one of its affiliate organizations shall be deemed unaffiliated.

Members of the EPYSA shall not, without the written consent of the Board of Directors, participate in any competition with such unaffiliated organizations.

- EPYSA membership shall be open to any soccer players, coaches, trainers, managers, administrators and officials not subject to suspension under Section 4 of Bylaw 241 of the USSF, or of any youth soccer organization within the EPYSA territory.
- EPYSA will not discriminate against any individual, on the basis of race, color religion, age, sex or national origin.

## Section 2

### **Member Class**

Membership in this organization shall be in one of four classes: Individual Non-Voting Member, Provisional, Full, or Associate.

## Section 3

### **Full Member**

A Full Member is any league, which has been accepted into this organization by the Council.

## Section 4

### **Provisional Member**

A Provisional Member is one which has not been accepted into this organization by the Council, but which has been accepted into membership by the Board of Directors acting upon the signed recommendation of the appropriate Membership Chairman.

Such membership shall enjoy all the rights and privileges and bears all the obligations, including financial, of Full Members. Provisional membership is terminated at the next EPYSA Annual General Meeting subsequent to the date of the affiliation of the Provisional Member.

## Section 5

### **Associate Member**

Any non-profit organization dedicated to and with an interest in Youth Soccer in Eastern Pennsylvania that does not register players or enter teams in an affiliated league. An Associate Member must be accepted into this organization by the Council.

Section 6

**Application for Membership - Written Application**

Application for membership must be made in writing by the duly authorized agent of the applicant and must be directed to the Association secretary. The application must be accompanied by the payment of annual dues as herein provided which, if membership is refused, shall be refunded; three (3) correct and certified copies of the constitution, by-laws and rules under which the applicant, if a league or Association, has decided to operate; and a statement or such information which the Association may require on a form or forms which shall, upon request, be supplied by the Eastern Pennsylvania Youth Soccer Association and (before United States Soccer Federation).

Section 7

**Qualifications and Acceptance**

The Council shall have final authority to determine the qualifications of and to accept or reject any applicant for Full Membership in this Association.

Section 8

**Annual Dues**

Annual dues for membership in this Association shall be payable in advance at the time of application for membership. When a club, league or Association is a member of this Association, payment shall be made before September 1.

Every Club, league or Association directly affiliated with this Association shall pay annual dues as periodically determined by the Council.

Section 9

**Failure to Pay Dues**

The failure of any member to pay annual dues as herein provided shall cause immediate forfeiture of membership without legislative formality.

Section 10

**Travel Leagues**

A travel league seeking membership in the EPYSA must show evidence that two (2) age divisions of five (5) teams each from at least four (4) different clubs will be participating.

In order to permit a higher level of play in those areas where no established travel league exists, the Board of Directors may, by simple majority, sanction a travel league not in strict compliance with this section.

Section 11

**Extra-Territorial Clubs**



Any club domiciled outside the territory herein defined wishing to affiliate with this Association shall be permitted to do so at the discretion of the Board of Directors. Providing that the club is in good standing with and have the consent of their State Youth Association and The Federation.

Section 12

**Extra-Territorial Association and Leagues**

Any league or Association which is affiliated to or applies for affiliation to this Association, who desire to include in its competition any club domiciled outside the territory of this Association may do so providing that this is approved by this Association and by the Youth State Association in which the club is domiciled.

Section 13

**Acceptance of Membership**

Each member in this Association agrees for itself, its subordinate and affiliated organizations and all persons who constitute it to recognize the administrative jurisdiction and to accept, support and adhere to such rules and regulations the Association may enact.

**ARTICLE VII**

**Government**

Section 1.

This Association shall be governed by its constitution and bylaws as amended from time to time, and by such rules and regulations which are promulgated by the Board of Directors, except only when these conflict with or are supplemented by constitution, bylaws, rules and regulations of the United States Soccer Federation to which this association shall be subordinate, and this association shall be an affiliate.

Section 2.

This Association is a national state association of The United States Soccer Federation, which is in turn national association member of FIFA and a member of CONCACAF. This association and its members and affiliates, to the extent permitted by governing law, are obliged to respect and enforce the statutes, regulations and decisions of US Soccer Federation, FIFA and CONCACAF, and ensure these are likewise respected by its members and affiliates. US Soccer is recognized as the national governing body of the sport by the United States Olympic Committee and the chapter 2205 of title 36 of the United States Code, known as the Ted Stevens Olympic and Amateur Sports Act.

This Association is a member state association of the United States Youth Soccer Association, national association member of US Soccer. This association and its members and affiliates are obliged to respect and enforce the statutes regulations and decisions of US Youth Soccer.

**ARTICLE VIII**  
**Legislative and Judicial Powers**

**Section 1**  
**Council**

The legislative and judicial powers of this Association, except those which are herein otherwise delegated, shall be vested in a Council consisting of the duly elected or appointed representatives from each Full Organizational Member and the Executive Committee.

At the Annual General Meeting, the number of votes of an affiliate is determined by the number of players registered for the current seasonal year. For affiliates who register players in the spring and/or summer only, their votes are determined by the previous seasonal year's registration.

**Section 2**  
**Right to Vote**

Full Organizational members shall have the following representative votes based on player registration

- 25 -100 registered players - 1 delegate vote
- 101 - 500 registered players - 2 delegate votes
- 501 - 1000 registered players - 3 delegate votes
- 1001 - 2000 registered players - 4 delegate votes
- 2001 - 3000 registered players - 5 delegate votes
- 3001 or more registered players - 1 additional delegate vote for each one thousand additional registered players or part thereof. Delegate votes shall be cast by a duly elected or appointed representative.

In all matters, which are properly presented to the Council, the designated representative shall have the right to cast the delegate votes for the full member, which he/she represents, and in the absence of any representative or during his/her incapacity, that right shall vest immediately in his/her alternate representative.

Each member of the Board of Directors shall have the right to cast a vote with the exception of the President who shall have no vote except in the case of a deadlock of any issue in the Council, in which case it shall be his/her duty, or in his/her absence, the duty of the First Vice President to cast a deciding vote. In the absence of both the President and the First Vice President, the Second Vice President, Treasurer and the Secretary shall, in that order, ascend to the Chair. In either case, the voting limitations applicable to the Office of President shall apply. The Board of Directors may not represent a member.

### Section 3

#### **Majority Vote**

The majority of the voting power present shall be necessary to decide any issue which is presented to the Council, except in the case of amendment to the constitution and by-laws as hereinafter provided.

### Section 4

#### **League Representatives and Alternates at Council**

For the purpose of voting at the Annual General Meeting, the person designated as the Intramural/Recreation Director and/or President and/or Primary Organization Contact as listed on the current Annual Affiliation Application is recognized as the representative of the organization. Only these designated individuals shall be entitled to represent and vote on behalf of the organization at the Annual General Meeting unless they specifically delegate the authority in writing to another individual and presented to the EPYSA Office at least three (3) business days prior to the Annual General Meeting.

Every league and Association entitled thereto shall present the credentials of its duly authorized representatives and alternate representatives at the Annual General Meeting herein referred to as the Council of this Association. Changes in a given league or Association's representation occurring after the Annual General meeting and during a current term shall be submitted in writing to the Secretary before the next Annual General Meeting.

No person shall at the same time represent more than one league or Association. An alternate representative shall have rights equal to those of his respective representative, except the right to vote, which shall be vested in him only in the absence of or during the incapacity of his respective representative.

### Section 5

#### **Jurisdiction**

This Association shall have jurisdiction over all affiliate leagues, Associations, clubs, officials, coaches and players and over all youth matters connected with soccer which it or any of its members undertake. All members and youth soccer matters associated therewith are subject to the jurisdiction of the EPYSA.

### Section 6

#### **Council Duties**

The Council shall elect the officers of this Association; make changes in the Constitution and By-Laws; approve the annual budget; vote into Full Membership applicants for membership who are Provisional Members or new members; ratify any redistricting proposed by the Board of Directors; and conduct additional business at the annual general meeting as deemed appropriate by the Board of Directors.

Section 7

**Council Powers**

The Council shall have power to ratify, alter, or reject decisions and policies of the Board of Directors or any other committee or of any person, except in those cases herein provided.

Section 8

**District Council**

This Association shall be divided into districts as determined by the Board of Directors and shall consist of member leagues or organizations, Provisional or Full, as assigned by the Board of Directors.

The District Council shall consist of a District Commissioner and representatives of the district members who are the Council representatives of that member organization.

Section 9

**District Council Duties**

The District Council shall elect its District Commissioner at the Annual General Meeting; accept or reject Provisional Members from its district; approve any committee appointments in its district; act as the conduit of information to its member organizations; and conduct other district business at designated meetings called by the District Commissioner.

Section 10

**District Council Right to Vote**

In all matters, which are properly presented to the District Council, each delegate shall have the right to cast one vote, and in the absence of any delegate or during his incapacity, the right shall vest immediately in his alternate delegate. The District Commissioner shall have no vote except in the case of a deadlock on any issue in the District Council, in which case it shall be his duty to cast a deciding vote.

Section 11

**District Council Majority Vote**

The majority of the voting power present shall be necessary to decide affirmatively any issue which is presented to the District Council.

Section 12

**District Representatives**

Every league and Association entitled thereto shall present the credentials of its duly authorized district representatives at the Annual General Meeting of this Association. Changes in a given

league or Association's representation occurring after the Annual General Meeting and during a current term shall be submitted in writing to the Secretary and the District Commissioner.

Every league and Association, which is organized and is accepted as a member of this Association after an Annual General Meeting and during a current term, entitled thereto, shall present the credentials of its duly authorized representatives to the Secretary and District Commissioner.

No person shall at the same time represent more than one league or Association or part thereof.

### Section 13

#### **Board of Directors**

The Board of Directors of this Association shall consist of the Elected Officers, Immediate Past-President, and the District Commissioners.

### Section 14

#### **Board of Directors' Duties**

The Board of Directors shall have all governance, supervising, and administrative authority of the Association. Specifically, it is empowered to:

1. Manage the affairs of the Association;
2. Create, to the extent permissible under this Constitution, propose and enforce the Constitution, bylaws, rules, policies, and procedures of the Association;
3. Submit to the Council at each annual meeting:
  - a. a complete report on its activities since the last annual meeting;
  - b. a proposed budget for the next fiscal year; and
  - c. a complete financial report, and
4. Select and appoint a chief executive to whom responsibility for the administration of the organization is delegated, including:
  - a. to review and evaluate his/her performance regularly on the basis of a specific job description, including executive relations with the board, leadership in the organization, in program planning and implementation, and in management of the organization and its personnel
  - b. to offer administrative guidance and determine whether to retain or dismiss the executive

### Section 15

#### **Board of Directors' Powers**

The Board of Directors shall have power to ratify, alter or reject decisions and policies of any committee, except the Arbitration Board of this Association as defined in the bylaws of this Association, or of any person, except in those cases herein provided or which may be specified from time to time to the contrary by action of the Council; to institute and operate cup competitions; to arrange and stage soccer games of any nature whatsoever in its own name, and to that end, it may marshal the support of any or every member of this Association and/or its or their subordinate and affiliate organizations and personnel; to create and manage or to create and to delegate the management under its direction to others of an injured players' fund and/or any organization whatsoever which it may deem expedient for the welfare of the game of soccer in the territory over which this Association has jurisdiction; to require the production of such papers, books, documents, and accounts as it may from time to time require of its member and/or their subordinate and affiliated organizations and personnel; to investigate and to correct or demand to be corrected unfavorable conditions which may develop in the organizations of its members and/or subordinate and affiliated organizations thereof; to suspend, expel and/or impose such fines or penalties upon any club, league or Association and/or person under its jurisdiction guilty of violation or breach of the rules of the Association or soccer football as promulgated by the United States Soccer Federation, Incorporated, and of the constitution and by-laws and regulations of this Association of the United States Soccer Federation or any of its affiliated organizations; to settle disputes between two or more members of this Association; and to enforce the purpose for which this Association was organized; and in all matters of controversy its decisions shall be final, subject, nevertheless, to appeals and to decisions of the United States Soccer Federation.

Section 16

**Board of Directors' Right to Vote**

In all matters, which are properly presented to the Board of Directors, each officer and District Commissioners, shall have the right to cast one vote.

Section 17

**Board of Directors' Majority Vote**

The majority of the voting power present shall be necessary to decide affirmatively any issue, which is presented to the Board of Directors.

**ARTICLE IX**  
**Officers**

Section 1

**Officers**

- A. Officers of the Association shall be a President, First Vice President, Second Vice President, Secretary, Treasurer, two (2) At Large Members, the District Commissioners and Immediate Past President shall comprise the Board of Directors.

The President, Second Vice President and Treasurer shall be elected for a two-year period in

odd numbered years by the Council. The First Vice President, Secretary and the two At Large Member shall be elected for a two-year period in even number years.

- B. The elected members of the Board shall assume their duties the day following their elections.
- C. In order to be eligible for the position of President of this Association, a candidate must have been a member of the Board of Directors.
- D. Any person must attain a majority of the votes cast of the Council in order to be elected to an office of this Association.
- E. When a district commissioner is elected to an Officer position, thereby relinquishing their original status, the district, which they represented, shall be elect a replacement in accordance with Article X, Section 6 in this constitution.
- F. An officer of this Association shall not also be a District Commissioner.
- G. An Officer of this Association shall not also be an officer of any member organization

## Section 2

### **President's Duties**

The President shall preside at all meetings of this Association; appoint all committees and commissioners, subject to approval by the Board of Directors; enforce the constitution, by-laws and such rules and regulations which may be enacted by the Board of Directors; call such meetings as herein provided to be called; cast a deciding vote on all issues at any meeting of the Council; supervise the affairs of this Association; act as Chairman of the Executive Committee which may be charged by the Board of Directors to perform such duties as the Board of Directors may determine, and which shall consist of the officers of this Association; and perform such other duties as the Board of Directors may from time to time direct.

## Section 3

### **President's Powers**

The President shall have the power to call special meetings of this Association upon two (2) days written notice to all concerned; to act as an ex-officio member of all committees; and he shall have such other powers which the Board of Directors may from time to time vest in him.

## Section 4

### **First Vice President**

The First Vice President shall assist the President in the performance of their duties with emphasis on the State Referee Committee and Chair of the Rules Committee.

## Section 5

### **Second Vice President**

The Second Vice President shall assist the President in the performance of their duties and serve as the youth representative to the Eastern Pennsylvania Soccer Association (adults) and as emphasis on membership.

## Section 6

### **Secretary**

The Secretary shall keep a record of all proceedings of this Association; sign with the President all contracts and other documents of this Association, which are authorized by the Board of Directors; and perform such other duties as the Board of Directors may from time to time direct.

## Section 7

### **Treasurer**

The Treasurer may be required to be bonded at the discretion of the Board of Directors, such bond costs to be borne by the Association; shall deposit all Monies in the name of this Association with a depository which shall be designated by the Board of Directors; execute receipts for such Monies which are paid to him; keep the financial accounts; liquidate all bills against the Association; report the state of the finances of the Association at the close of every meeting and whenever required to do so by the statement of accounts in writing to the Council at the Annual General Meeting; and perform such other duties as the Council may from time to time direct. All drafts and checks in excess of an amount defined by the Board of Directors shall be executed by two of the elected officers.

## Section 8

### **At-Large Members**

The At-Large Members shall be elected from the Council and shall not simultaneously serve as District Commissioner.

## Section 10

### **Immediate Past-President**

The Immediate Past-President shall be a member of the Executive Committee and perform such other duties, as the Board of Directors shall from time to time request. The Immediate Past President shall serve a term of two (2) years with the term beginning the first day following the departure from the office of President.

## Section 11

### **Absence**



Any officer who is absent without excusable cause for two (2) consecutive meetings, of the Board of Directors shall there by forfeit, without additional formality, their right to hold their respective office for the remainder of the term.

For the purpose of this section attendance may be in person or by technological conferencing.

Section 12

**Removal from Office**

An officer of this Association shall be removed from office by a two-thirds (2/3) majority of the entire voting power of the Board of Directors.

Section 13

**Vacancies**

In the event that a vacancy occurs in any office, the Board of Directors shall fill the vacancy at once by a majority vote at the next scheduled Board of Directors meeting.

**ARTICLE X**

**District Commissioners**

Section 1

**District Commissioner**

Each District, as represented by its Representatives shall elect a District Commissioner by majority vote at the Annual General Meeting, preferably from the District membership. Each District Commissioner shall serve for a two (2) Year term. District Commissioners representing Districts with even numbers shall be elected for a period of two years in the even numbered years. District Commissioners representing Districts with odd numbers shall be elected for a two (2) year term in the odd number years. A District Commissioner shall not also be an officer of the Association.

Section 2

**District Commissioners' Duties**

The District Commissioner shall preside at all district meetings; serve as liaison between his district membership and the Board of Directors; and develop new member organizations in their district; submit new applicants for membership to District Council and the Board of Directors; serve as an advisor to new member organizations; attend member organization meetings in their district as requested and as they are able to; appoint district committees and notify the Association Secretary of said committees; submit a district report at each Board of Director's meetings and represent his district on the Board of Directors.

Section 3

**District Commissioners' Powers**

The District Commissioner shall have the power to call special meetings of his district upon two days written notice to all concerned; and shall have such other powers which the Board of Directors may from time to time vest in him.

Section 4

**Absence**

A District commissioner who is absent without excusable cause for two consecutive meetings of the Board of Directors, shall there by forfeit without additional formality, his/her right to hold office for the remainder of the term.

For the purpose of this section, attendance may be in person or by technological conferencing.

Section 5

**Removal from Office**

A District Commissioner shall be removed from office by two-thirds (2/3) majority of the entire voting power of the Board of Directors or two-thirds (2/3) majority of the entire voting power of delegates from his district.

Section 6

**Vacancies**

In the event a vacancy occurs in the position of District Commissioner, the President or Designee, shall supervise an immediate election. Nominations and voting may be executed by technological conferencing. In the event no nominations are made, or accepted, the position may be filled by an appointment of the President of this association. The Nominee shall fill the position until the next AGM where the members of the District shall nominate and elect a commissioner to either fulfil the remainder of that original term, or begin a new term if in the normal election cycle.

**ARTICLE XI**

**Meetings**

Section 1

**Council Meetings**

The Annual General Meeting of this Association shall be held no later than March with a date to be set by the Board of Directors no later than the first board meeting of that fiscal year.

Section 2

**Board of Directors' Meeting**

Scheduled meetings of the Board of Directors shall be held at least once per quarter at a place determined by the President. The President may, on an as needed basis, schedule additional Board

of Directors' meetings. Written notice for any meeting of the Board of Directors shall require seven (7) days' notice prior to the date of the meeting. Notice may be provided electronically.

Section 3

**District Council Meetings**

District Council meetings shall be held as determined by each District Council, at a place determined by each District Commissioner. Written notice for any District Council meeting shall require seven (7) days' notice prior to the date of the meeting. Notice may be provided electronically

Section 4

**Special Meetings**

Special meetings of this Association may be called at any time by the President upon written demand of ten (10) percent of the total voting strength of the council as determined by the most recent AGM in which case a meeting shall be called by the President within one (1) week of such demand.

The President or District Commissioner themselves or by written demand of two (2) or more representatives not from the same district members' association, shall within one (1) week of such demand call a special meeting of the district.

Section 5

**Written Notice**

In the case of all special meetings, with not less than two (2) days, written notice shall be sent to all affiliates specifying time, place and purpose of meeting.

Section 6

**Fine and Absence**

An affiliate or league, which fails to be represented by at least one (1) of its designated representatives or alternate representatives at any meeting, shall be fined an amount to be determined by the Council.

Section 7

**Robert's Rules**

All meetings of this Association shall be conducted in accordance with the latest edition of Robert's Rules of Order.

**ARTICLE XII**

**Quorum**

The presence of a majority of voting power shall constitute a quorum to transact business at any meeting of this Association.

### **ARTICLE XIII** **Amendments**

#### **Section 1**

#### **Council Vote Required**

The Constitution of this Association may be amended by a vote of two-thirds (2/3) of the entire voting power of Full Members attending the Annual General Meeting.

#### **Section 2**

#### **Who Can Make Amendments**

A Full Member organization and/or the Board of Directors may make any proposals or motions to amend the Constitution of this Association.

#### **Section 3**

#### **Advance Notice for Amendments**

Any proposals or motions to amend the Constitution of this Association may be made in writing to the Secretary forty-five (45) days in advance of the Annual General Meeting. These proposals or motions shall be sent in writing to each Full Member and Provisional Member thirty (30) days in advance of the Annual General Meeting.

### **ARTICLE XIV** **Fiscal Year Budget**

The Board of Directors shall prepare a proposed budget for the next fiscal year. This proposed budget shall be presented to the Council at the Annual General Meeting for adoption. Copies of the proposed budget shall be sent to all Full and Provisional Members thirty (30) days in advance of the Annual General Meeting. Budget approval must be carried by a majority affirmative vote of the voting delegates attending the Annual General Meeting.

### **ARTICLE XV** **Definitions**

Definitions that pertain to this constitution and bylaws:

**Associate Member**– an organization formed to advance a particular aspect of soccer, but not responsible for recruiting, training, fielding, and/or funding of soccer players.

**Club** – an organization of one or more teams usually playing within a geographical area.

**Federation** – United States Soccer Federation, Inc.

**League** – an organization that conducts competition among soccer teams.

**Team** – a group of soccer players playing on the same side in soccer games.

**Provisional Member**– one which has not been accepted into this organization by the Council, but which has been accepted into membership by the Board of Directors acting upon the signed recommendation of the appropriate Membership Chairman. Such membership shall enjoy all the rights and privileges and bears all the obligations, including financial, of Full Members. Provisional membership is terminated at the next EPYSA Annual General Meeting subsequent to the date of the affiliation of the Provisional Member.

**Youth Player** – an individual who has not reached the age of 19 years of age prior to August 1, immediately before the start of any seasonal year. A player who reaches 19 years of age during a seasonal year is allowed to complete that seasonal year. A player who reaches 19 years of age during August of one seasonal year shall be allowed to complete all of the next seasonal year.

**Individual Member** – A person who is a volunteer, player or coach who has joined to become a member of the EPYSA and who is not affiliated with any other member.

**Non-Voting Member** – an individual; or an organization that does not register players or has less than twenty five (25) players registered.

**Travel League** – A league with a minimum of two (2) age divisions of five (5) teams from at least four (4) different clubs.

- Any deviation would require Board of Directors approval.
- Required to have a constitution and bylaws, appeal process, risk management and participant safety policy, a Board of Directors which must include the separate positions of President and Treasurer.
- Travel Leagues are also required to have and fill the additional positions of Risk Management Coordinator, Insurance Coordinator, and Registrar. These positions do not need to be Board positions. However, if the Risk Management Coordinator is a Board member, that is the only position they may hold.
- Use licensed referees and assigners.
- Required to register players with passes, rosters and pay travel league and team fees.
- Participation in a travel league qualifies a team for travel team tournaments and/or US Youth Soccer/EPYSA cup play.

- **Intramural League** – A league based on a recreation play philosophy with constitution and bylaws, appeal process, risk management and participant safety policy, a Board of Directors which must include the separate positions of President and Treasurer.
  - Intramural Leagues are also required to have and fill the additional positions of Risk Management Coordinator, Insurance Coordinator, and Registrar. These positions do not need to be Board positions. However, if the Risk Management Coordinator is a Board member, that is the only position they may hold.
  - Not required to use player passes and rosters for registration.
  - Not required to use licensed referees.
  - Intramural fees for players and teams must be paid.
  - Participation does not qualify a team for travel team tournaments and/or US Youth Soccer/EPYSA Cup play.
  - All players are registered through one in-house affiliate.

**Recreational League** – A league based on a recreation play philosophy with constitution and bylaws, appeal process, risk management and participant safety policy, a Board of Directors which must include the separate positions of President and Treasurer.

- Recreational Leagues are also required to have and fill the additional positions of Risk Management Coordinator, Insurance Coordinator, and Registrar. These positions do not need to be Board positions. However, if the Risk Management Coordinator is a Board member, that is the only position they may hold.
- Recreational Leagues are not required to use player passes and rosters for registration but must supply a list of affiliate clubs/teams participating in the Recreational League to EPYSA.
- Recreational Leagues are also required to have and fill the additional positions of Risk Management Coordinator, Insurance Coordinator, and Registrar. These positions do not need to be Board positions. However, if the Risk Management Coordinator is a Board member, that is the only position they may hold.
- Strongly recommend to use licensed referees and assigners.
- Recreation fees for players and teams must be paid.
- Participation does not qualify a team for travel team tournaments and/or US Youth Soccer/EPYSA Cup play.

**Recreational Club** - A club /team from an intramural league that participates in a recreational league. The recreational club/team pays its player and registration fees

and insurance fees to the recreational league. Recreational clubs have no direct affiliation but are indirectly affiliated through their recreational league.

- Required to have bylaws, appeals process, risk management and participant safety policy, a Board of Directors which must include the separate positions of President and Treasurer.
- Recreational Clubs are also required to have and fill the additional positions of Risk Management Coordinator, Insurance Coordinator and Registrar. These positions do not need to Board positions. However, if the Risk Management Coordinator is a Board member, that is the only position they may hold.

**Travel Club** – A soccer club with more than one (1) team registered in a travel league.

- Required to have bylaws, appeals process, risk management and participant safety policy, a Board of Directors which must include the separate positions of President and Treasurer.
  - Club must register players and teams with a Travel League.
  - Travel Clubs are also required to have and fill the additional positions of Risk Management Coordinator, Insurance Coordinator, and Registrar. These positions do not need to Board positions. However, if the Risk Management Coordinator is a Board member, that is the only position they may hold.
  - Travel Clubs are not voting members of the Association but are indirectly affiliated through the travel leagues where they register their players. Such affiliates are afforded the same rights and privileges as all member organizations.
  - New Travel clubs to this Association must first apply for acceptance directly to this Association and show compliance with its conditions of membership prior to applying for affiliation with a member league. Member leagues retain the right to accept or deny any travel club, team or teams, for affiliation.

### **Recreation Philosophy**

- No recreational player shall be subject to tryouts, invitations, recruiting or any process to roster players selectively to any team on the basis of talent or ability.
- There shall be a system in place to create fair and balanced distribution of playing talent among the teams participating.
- No player shall be denied participation due to talent or ability.

- All players MUST play a minimum of 50% of the game except for injury, illness or discipline.

## **ARTICLE XVI** **Duties and Responsibilities**

The Federation's articles of incorporation, bylaws, policies and requirements take precedence over and supersede governing documents and decisions of the EPYSA and its members to extent applicable under state law and the EPYSA and its members will abide by those articles, bylaws, policies and requirements.

The EPYSA will not join any organization that has requirements that conflict with the Federation's Articles, bylaws, policies and requirements.

The EPYSA and its members will abide by the Federation's articles, bylaws, policies and requirements on interplay.

The EPYSA shall provide to the Secretary General of the Federation an annual report on the activities of the Association and most current financial statements within 90 days after the start of the Federation's seasonal year.

The EPYSA will:

- Provide annually to the Federation copies of the EPYSA constitution, bylaws and other governing documents;
- Submit changes to those documents to the Federation not later than 90 days after adoption;
- Make copies of those documents available to its members.

The EPYSA will provide equitable and prompt hearing and appeal procedures to include all grievances involving the right to participate and compete in activities sponsored by the Federation, EPYSA and its members, any grievance may be appealed to the Federation's Appeal Committee that shall have jurisdiction to approve, modify or reverse a decision.

Upon request, the EPYSA will allow the Federation to review the documents and procedures of the EPYSA to determine compliance with Federation bylaws. Such review shall occur not less than once every four (4) years.

## **ARTICLE XVII** **Litigation**

No organization member, affiliate member, associate member, player, coach, administrator or referee may invoke the aid of the courts in the United States, the Commonwealth of Pennsylvania or any other local jurisdiction if any potential remedy is or was available through any hearing, appeal or grievances process of any state association member or the US Soccer Federation. This article does not apply to the commencement of an arbitration proceeding under this association's



constitution and bylaws, US Soccer bylaws or court action taken to enforce a decision of this association or US Soccer.

For a violation of this article, the offending party shall be subject to suspension and fines, and shall be liable to this association or the responding party for all expenses incurred by this association or the responding party and their officers in defending each

court action including but not limited to court costs, attorney's fees, travel expenses and reasonable compensation for officials and staff in defending the action, including the preparation for activity relating to the action.

Organization members must adopt bylaws or policies requiring their members to condition membership on compliance with this article.

## **BY-LAWS**

### **ARTICLE I**

#### **Appeals**

##### **Section 1**

##### **Affiliated League**

Every affiliated league member shall provide all, clubs, coaches, players, administrators, and parents an appeal procedure for all decisions of discipline and/or suspension against any, club, coach, player, administrator, or parent.

The appeal process shall include procedural due process including a public hearing, the right of all parties to ask questions, the right to question a referee, the right to present evidence, and a final written decision by the adjudicating party.

##### **Section 2**

##### **Association Appeals Committee**

An appeal of any decision of an affiliated league shall be entertained and adjudicated by the Association Appeals Committee. An appeal to the Association shall be made in writing, copies of which shall be forwarded to all parties in interest by the appellant within ten (10) days of receipt of the final written decision by the affiliated league. The written appeal shall state clearly all matters of complaint, and shall be accompanied by an appeal fee approved by the council, which if the appeal is sustained shall be refunded to the appellant, or if the appeal is not sustained shall be retained by this Association.

##### **Section 3**

##### **Appeal to the United States Soccer Federation**

Any club, league or Association not wholly satisfied with any decision made by the Association Appeals Committee of this Association has the right of appeal to the USSF by following the procedure laid down by U.S.S.F. Bylaw 705.

Section 4

**Stay of Suspension or Decision**

Any adjudicating board shall have the authority to stay a suspension or decision pending the due process hearing; however, the stay is never automatic or required.

**ARTICLE II**

**Hearings**

Any individual who participates and votes in a lower level grievance, protest, or appeal hearing shall not be permitted to vote at a higher appeal level.

**ARTICLE III**

**Rules Committee**

The President shall appoint a rules committee of three (3) members whose duty it will be to examine all proposed rule changes and make recommendations to the council. They must determine if the proposals are in order and will not conflict with the rules of THE FEDERATION. The rules committee will also be responsible for examining the constitution and by-laws of any new league or club applying for membership.

**ARTICLE IV**

**Penalties, Debts and Assessments**

Section 1

**Assessments of Clubs**

Any fine imposed upon or debt owned by any affiliate shall be binding on every member club thereof. If an affiliate under such circumstances disbands or ceases for any reason to operate under the jurisdiction of this Association, this Association shall have power to assess equally every member club thereof its prorata share, and every member club thereof shall stand suspended until its assessment is paid.

Section 2

**Responsibility of Players and Officials**

Every member and official of a club directly affiliated with this Association is a member thereof. Each shall be held responsible for any breach of the rules of this Association committed by the club or the management thereof with which he is associated, provided that it can be shown that they are connected with perpetration of the offense.

Section 3

**Payment of Debts**

A debt of any member league, Association, club or person which is owed to this Association shall be payable no later than seven (7) calendar days after the date that the sum is declared payable and in default of payment, the debtor shall be fined and/or suspended without further action.

Section 4

**Assessment of Members**

In case, and only in case, this Association becomes financially embarrassed and is unable to function properly and/or is unable to meet its financial obligations, the Council shall have the power to assess each affiliate.

**ARTICLE V**  
**Miscellaneous Items**

Section 1

**Courtesy of Meetings**

Visitors may be granted the privilege to attend and/or speak at meetings under the discretion of the President.

Section 2

**Auditing**

The Association shall select a certified public accountant to perform an annual certified audit, or review, and have the accountant report the findings to the Council.

Section 3

**Comity**

This Association shall recognize suspensions and rulings of all organizations under the jurisdiction of the United States Soccer Federation, when notified thereof.

Section 4

**Players, Officials, Coaches and Spectators**

Every affiliate is responsible to the Association.

- Players, officials, coaches and spectators are permitted to take part in or to attend matches. Provided they observe the rules of this Association, of the United States Soccer Federation, and its subordinate and affiliated organizations.
- Every league, affiliate and club is responsible to this Association for the conduct of its players, officials, coaches and spectators and must exercise every reasonable precaution

against disturbance or disorderly conduct before, during and after every match.

#### Section 5

##### **Jurisdiction of Members**

Every affiliate should have jurisdiction over its internal affairs, except as herein provided otherwise. When any league or affiliate suspends or lifts the suspension of any club, player or official affiliated with it, notice thereof shall be sent to the Secretary of this Association no later than forty-eight (48) hours of the act.

#### Section 6

##### **Presentment of Claim**

No dispute or claim shall be presented to or defended in this Association except by a bona fide member of this Association, association or club, which is directly concerned with the matter at issue.

#### Section 7

##### **Extra-territorial Cup Competitions**

No affiliate shall enter or take part in any cup competition outside the jurisdiction of this Association, except those directly affiliated with or operated by the United States Soccer Federation, without the approval of this Association.

#### Section 8

##### **Gambling**

Betting or gambling in any form on any game or part thereof, at any place, is forbidden. Anyone who violates this rule shall be suspended permanently.

#### Section 9

##### **Referees**

In all travel level competition under the jurisdiction of this Association, all referees must be registered with and be in good standing with the United States Soccer Federation.

#### Section 10

##### **Dissolution**

If this Association dissolves for any reason, its property and assets shall be held in abeyance, in the custody of one of several of the Affiliates, only consisting of those affiliates which have been determined by the Internal Revenue Service to be 501(c)(3) organizations for a period not to exceed one (1) year. If during that time, the aforementioned leagues and/or Associations form another State Association, the property and assets held in abeyance shall become the property of

the succeeding State Association, if it becomes a 501(c)(3) organization as determined by the Internal Revenue Service.

Otherwise, the property and assets of the defunct Association shall become the property of the aforementioned affiliates to be subdivided as determined by a committee composed of representatives from the concerned affiliates, only consisting of those affiliates which have been determined by the Internal Revenue Services to be 501(c) (3) Associations. The numerical composition of such a committee shall be based upon the right to representation as outlined in Article VIII, Section I (Council) of the EPYSA Constitution.

#### Section 11

#### **Mandatory Insurance**

Each affiliate participating in the EPYSA is required to participate in the Association's insurance program.

### **ARTICLE VI** **Registration**

#### Section 1

#### **Registration**

The EPYSA shall register all of its players, coaches, teams, and administrators with the Federation and US Youth Soccer at least once each year and timely pay all dues and fees due.

Registration of players shall be in accordance with the Federation and the US Youth Soccer policy on Players and Playing Rules.

#### Section 2

#### **Seasonal Year**

The seasonal year shall be September 1st to August 31st of the following year.

#### Section 3

#### **Registration Time Limit in Leagues**

Every affiliate may establish a date in its competition when its member clubs shall cease to register additional players for competition. When such a date is determined, notice thereof shall be given to the State Registrar who shall govern accordingly.

### **ARTICLE VII** **Players**

#### Section 1

## **National Policies Apply**

US Soccer and US Youth Soccer bylaws and policies on players and playing rules shall apply

### Section 2

#### **Registration of Players**

a. Youth Players

A “Youth Player” – means an individual who is an amateur player and who has not reached 20 years of age prior to December 31 for the current seasonal year

b. Local Registration

Players will be registered with their own affiliated Registrar on a form, paper or electronic, approved by this Association and registered to each team on which the player competes.

c. Date of Registration

The postmarked date, or electronic time stamp, will be accepted as the date of registration of the player or players (metered mail excluded).

d. Registration Fee

The player registration fee shall be determined by the Council. and Accumulated fees must be paid, at least once per quarter, prior to a date established by the Board of Directors and presented annually at the General Meeting. An affiliate’s failure to pay fees in accordance with this by-law shall be placed in bad-standing and subject fines and other penalties.

e. Proof of Age (Rule 204 of United States Youth Soccer)

Proof of age shall consist of:

- a valid birth certificate
- a Uniformed Services Identification and Privilege Card
- (DD Form 1173) issued by the uniformed services of the United States
- a birth registration issued by an appropriate government agency or board of health records
- a passport
- an alien registration card issued by the United States government
- a certificate issued by the Immigration and Naturalization Service attesting to age
- a current driver’s license, an unexpired federal, state or local government identification card (If documentation of date of birth is required)

- certification of a United States citizen born abroad issued by the appropriate government agency.

Not acceptable proof of age:

- Hospital Certificates
- Baptismal Certificates
- Religious Certificates
- Player passes from another league or state.

f. Date of Rostering

Rostering means assignments to a registered player to a team. Initial rostering shall commence no later than the player's first participation in any sanctioned competition.

Section 3

**Age Limits and Roster Limitations**

A. Age Division

Age groups shall be comprised of youth players who are of age on or before the last day of December of the current year:

- |                                       |                                       |
|---------------------------------------|---------------------------------------|
| Under 19: 19 Years of age and younger | Under 18: 18 years of age and younger |
| Under 17: 17 years of age and younger | Under 16: 16 years of age and younger |
| Under 15: 15 years of age and younger | Under 14: 14 years of age and younger |
| Under 13: 13 years of age and younger | Under 12: 12 years of age and younger |
| Under 11: 11 years of age and younger | Under 10: 10 years of age and younger |
| Under 9: 9 years of age and younger   | Under 8: 8 years of age and younger   |
| Under 7: 7 years of age and younger   | Under 6: 6 years of age and younger   |

Recreational and Intramural leagues only may apply a local variance and group players by grade level in the best interests of developing the sport within their jurisdiction.

B. Roster Size

For travel soccer, roster size shall conform to the policies and rules of US Soccer and US Youth Soccer.

Recreational and intramural leagues are strongly recommended to conform to the national policies and rules. However, they may apply local variances to this rule in the best interests of developing the sport within the jurisdiction of that league.

Travel leagues may seek variances to this rule in the best interests of developing the sport within the jurisdiction of that league, with the approval of this Association. Such variances do not apply to any level of the state cup competitions. Teams competing with such variances are automatically ineligible for state cup competition.

<u>Age Group</u>	<u># of players</u>	<u>Maximum Roster</u>
U8 and younger	4v4 (no GK)	8
U9 and U10	7v7 (w/ GK)	12
U11 and U12	9v9	16
U13 and older	11v11	22

### C. False Registration

Any team playing a player who is over-age, misrepresented or unregistered (for the current season) shall forfeit the game(s) in which that player takes part. Affiliated administrators and coaches, and /or the player may be subject to additional disciplinary action.

## Section 4

### **Youth Participation in Adult Games**

#### A. Adult Games

A youth player may play an unlimited number of adult games without losing their eligibility. The youth player must notify their coach or authorized team official of the player's intention to play adult games. The youth player shall request, in writing:

1. Eligibility clearance from the Youth State Association through which the player is registered.
2. Permission from the appropriate Adult State Association. When the clearance and permission have been granted, the Adult State Association has sole discretion in permitting a youth player to play an adult game and will be responsible for establishing the procedures under which the youth player will be allowed to play. In the event of a conflict between an adult game and a youth game, the youth game shall take precedence. A youth player who is required to complete an adult form shall retain youth eligibility.

#### B. Youth Team

1. A youth team with written permission and mutual consent of both the Youth and Adult State Associations may play in an adult-approved league and not lose youth eligibility to compete in the US Youth Soccer National Championships competition. If the youth team's players are required to sign an adult form, the team shall retain youth eligibility.
2. The youth team will be required to play under the rules of the Youth State Association concerning registration, roster rules, transfer rules and any additional qualifications that



are required to be eligible for the US Youth Soccer National Championships competitions. Whether participation in any adult league shall qualify a youth team for the US Youth Soccer National Championships competitions play shall be determined by each Youth State Association.

## Section 5

### **Player Transfer and Release**

The following rules apply to all travel level teams, which seek to qualify and participate in the US Youth Soccer/EPYSA Cups.

- A team shall be allowed unlimited drops from its roster provided the player status form is properly completed and must demonstrate continuity of rosters between the league and National Championships competition by maintaining a minimum of 9 players common to the rosters of both competitions.
- A team shall be limited to a total of five (5) transferred players per seasonal year.
- A player rostered to a team in the current seasonal year who joins a different team entered in these competitions is considered a transferred player.
- A team is allowed an unlimited number of adds provided the roster does not exceed the limits as prescribed in the US Youth Soccer policy on players and playing rules.
- The Cup Committee, subject to the approval of the Board of Directors, shall determine the dates that the cup team rosters are frozen each year. This decision shall be made by January 1 of each year.
- All requests for transfers shall be submitted to the affiliated member's registrar and State Association Registrar in writing on the appropriate form.
- No player may transfer to a second team during the seasonal year without first obtaining a release from the first team
- All registration procedures not specifically addressed in the EPYSA Constitution and By-Laws are governed by the United States Soccer Federation and US Youth Soccer, Rules and policies.

## Section 6

### **Approaching of Players**

No team, club, coach or player or any other person may approach a registered player their parent(s) or legal guardian(s) to induce or attempt to induce the player to leave his or her current club. Refer to Arbitration Rules, Section VII for governing this offense

## Section 7

### **Non-Resident Player and Teams**

Any player or team residing in another state Association, wishing to play in the EPYSA boundaries, must register and receive approval from his resident state Association. This must be done prior to playing within EPYSA boundaries.

#### Section 8

#### **Secondary Player Status**

**Status** - A player may register with more than one team during the same registration year. At initial registration, the player must declare the team on which he/she will have primary status. The player will be considered a secondary player on any and all other teams with which the player registers, provided the proper paperwork is completed.

**Responsibility** - Any player registered to more than one (1) team must participate in the game played by the team with which the player is a primary player in order to qualify him/herself as a player on the team to which he/she is registered as a secondary player if both or all teams have games scheduled on the same day.

**Exception** - A secondary player may be granted written permission to participate in non-league games/tournaments with a team on which the player has secondary status by the coach of the team, which the player has primary status, providing both teams are not in the same competition.

#### Section 9

#### **Release of Player from Team or League**

- Any player registered to a team is bound to that team for the entire seasonal year unless he/she requests a release; in the case of the recreational program the seasonal year is defined by the affiliate's program. A request for release shall be submitted to the affiliated in writing on the appropriate form.
- A player may be released from a team involuntarily only if the player is unable to play for one or more of the following reasons
  1. The player has violated bylaws, policies, or requirements of US Soccer, the State Association, or the member of the State Association through whom the player is registered.
  2. The player has moved beyond a reasonable travel distance.
  3. The player is injured in such a manner that the player will not be able to participate for the remainder of the season. To affect the release, the coach must complete and sign an E.P.Y.S.A. Player/Team Status Form stating one of the above reasons.
- A request for release for a player may be denied if the player owes money, uniforms or any other obligation to their club or team.

### **ARTICLE VIII**

## **Rules of Play**

Except as provided herein, or by the Federation or US Youth Soccer, FIFA "Laws of the Game" shall apply to each and every game played within the jurisdiction of this Association.

### Section 1

#### **State Cup Competition**

State Cup competitions shall be governed by a set of rules and policies as set by the Cup Committee with approval of the Board of Directors. Such rules and policies are subject to the US Youth Soccer National Championships Policies.

### Section 2

#### **Modifications**

- Member organizations may make modifications of the FIFA and EPYSA playing rules, so long as they are confined to competition within that member organizations league and are consistent with FIFA Laws of the Game.
- On or before July 15 of each playing season, member organizations using USSF officials shall present rules and modifications to the EPYSA Rules and Revisions Committee Chairman, and, upon approval, will be bound by them for the up-coming seasonal year.
- When a team enters any competition outside its league, EPYSA/US Youth Soccer/FIFA rules of the competition will apply as long as they comply with national or international laws of the game.
- The EPYSA Arbitration Board shall not hear appeals arising from modifications of EPYSA/US Youth Soccer/FIFA playing rules.

### Section 3

#### **Special Competitions**

Certain modifications of the playing rules may be made for tournaments and exhibition matches played within the jurisdiction of this Association with prior EPYSA approval.

## **ARTICLE IX** **Amendments**

### Section 1

#### **Vote Required**

The By-Laws of this Association may be amended by a vote of two-thirds (2/3) of the entire voting power of Full Members attending the Annual General Meeting.

Section 2

**Who Can Make Amendments**

Any proposals or motions to amend the By-Laws of this Association must be made in writing to the Secretary forty-five (45) days in advance of the Annual General Meeting and these proposals or motions shall be sent in writing to each Full and Provisional Member thirty (30) days in advance of the Annual General Meeting.

**ARTICLE X**

**Administrative Penalties and Suspensions**

Section 1

**Penalties, Fines and Suspensions**

The Arbitration Board shall develop and recommend penalties, suspensions, fines and punishment related to administrative matters, player misconduct, coaching misconduct, and spectator misconduct.

Section 2

**Changes to the Arbitration Rules**

The Arbitration Board shall make recommendations to the Board of Directors, which shall then decide whether to present the changes to the Council for approval

The administrative penalties and suspensions, approved by the Council shall apply to all EPYSA competitions, EPYSA affiliated league competitions, and EPYSA sanctioned tournaments.

**ARTICLE XI**

**Director Liability and Indemnification of Officers and Directors**

Section 1

**Liability**

A director of the corporation shall stand in a fiduciary relation to the corporation and shall perform his duties as a director, including his duties as a member of any committee of the board upon which he may serve, in good faith, in a manner he reasonably believes to be in the best interests of the corporation, and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing his duties, a director shall be entitled to rely in good faith on information, opinions, reports or statements, including financial statements and the financial data, in each case prepared by any of the following:

- a. One or more officers or employees of the corporation whom the director reasonably

believes to be reliable and competent in the matters presented.

- b. Counsel, public accountants or other persons as to matters, which the director reasonably believes to be within the professional or expert competence of such person.
- c. A committee of the board upon which he does not serve, duly designated in accordance with the law, as to matters within its designated authority, which the director reasonably believes to merit confidence.

A director shall not be considered to be acting in good faith if he has knowledge concerning the matter in question that would cause his reliance to be unwarranted.

In discharging the duties of their respective positions, the Board of Directors, committees of the board and individual directors may, in considering the best interests of the corporation, consider the effects of any action upon employees, upon suppliers and customers of the corporation and upon communities in which offices or other establishments of the corporation are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of this section.

Absent breach of fiduciary duty, lack of good faith or self-dealing, actions taken as a director or any failure to take any action shall be presumed to be in the best interests of the corporation

A director of the corporation shall not be personally liable for monetary damages as such for action taken, or any failure to take action, unless:

- a. The director has breached or failed to perform duties of his office under this section; and
- b. The breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

The provisions of this section shall apply to:

- a. The responsibility or liability of a director pursuant to any criminal statute; or
- b. The liability of a director for the payment of taxes pursuant to local, state or Federal law.

Directors as such, shall not receive any stated salary for their services, but by resolution of the Board, a fixed sum and expenses of attendance, if any may be allowed for attendance at each meeting of the Board. At the determination of the directors, proportionate amounts may be withheld from his future compensation payments until any amount owed to the corporation has been removed.

## Section 2

### **Indemnification**

The corporation shall indemnify each of its directors, officers and employees whether or not then in service as such (and his or her executor, administrator and heirs), against all reasonable expenses

actually and necessary incurred by him or her connection with the defense of any litigation to which the individual may have been a party because he or she is or was a director, officer or employee of the corporation. The individual shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Corporation for negligence or misconduct in the performance of his or her duties, or was derelict in the performance of his or her duty as director, officer or employee by willful misconduct, bad faith, gross negligence or reckless disregard of the duties of his or her office or employment. The right to indemnify for expense shall also apply to the expenses of suits which are compromised or settled if the court having jurisdiction of the matter shall approve such settlement.

The foregoing right of indemnification shall be in addition to, and not exclusive of, all rights to that which such director, officer or employer may be entitled.

**ARTICLE XII**  
**Risk Management**

The EPYSA shall abide by the policies prohibiting sexual and physical abuse of its members that meet certain minimum criteria established by The Commonwealth of Pennsylvania and The Federation.

**ARTICLE XIII**  
**Finance Committee**

The President shall appoint a Finance committee of not less than three (3), nor more than five members including the Treasurer who will serve as the Committee's chair.

The duties of the committee will be to:

- Recommend to the Board of Directors investment guidelines.
- Invest the Association's monies in strict accordance with the Board of Director's investment guidelines and the Association's cash and capital requirements.
- Review the Association's investments on a regular basis to ensure their stability for the Association, and make appropriate changes as necessary.
- Assist the Treasurer in the creation of the Association's Annual Budget
- Give assistance and advice on other financial matters as necessary.

**ARTICLE XIV**  
**Chief Executive Officer**

**Section 1**  
**Appointment**

The Association shall have a Chief Executive Officer. The Chief Executive Officer shall be appointed by the President, subject to the approval of the Board of Directors, and shall have the authority to oversee the operations, management, and programs of the Association.

## Section 2

### **Responsibilities**

The Chief Executive Officer has the following responsibilities:

1. Subject to approval of the Board of Directors, coordinate and administer the programs and activities of the Association;
2. Attend all meetings of the National Youth Council, the United States Soccer Federations AGM, Region and the Board of Directors, and maintain records and minutes related to those meetings;
3. Maintain all records and correspondence of the Association;
4. Ensure that notices of meetings are distributed in accordance with the Constitution and Bylaws;
5. Prepare and distribute an annual report to the members of the Council at least 30 days before the Annual General Meeting of the Council.
6. Subject to the approval of the Board of Directors, maintain Association staff that is provided under the Association budget, to carry out programs and activities of the Association.