

**BYLAWS  
OF  
NORTH PUGET SOUND LEAGUE**

**ARTICLE 1. OFFICES AND GEOGRAPHY OF OPERATIONS**

**1.1 Offices**

The principal office of the corporation shall be located at its principal place of business or such other place as the Board of Directors (“Board”) may designate. The corporation may have such other offices, either within or without the State of Washington, as the Board may designate or as the business of the corporation may require from time to time.

**1.2 Geography of Operations**

The North Puget Sound League shall have the North Puget Sound Region as its primary geography of operations.

**ARTICLE 2. MEMBERSHIP**

**2.1 General**

2.1.1 The Member Clubs of the North Puget Sound League shall consist of incorporated organizations engaged in youth soccer within the State of Washington which are members of Washington Youth Soccer and one of its Member Associations, and field one or more teams that participate in the North Puget Sound League.

2.1.2 The Voting Members of the North Puget Sound League are Member Clubs that meet the following criteria:

- (a) Are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), or are granted the use of such recognition by its parent Member Association of Washington Youth Soccer;
- (b) Are members in good standing of the North Puget Sound League, their Member Association and WYS;
- (c) Meet the league-participation threshold for being eligible to cast at least one vote, as specified in these By-laws.

2.1.3 The North Puget Sound League offers organizations and individuals participatory access to North Puget Sound League programs and services through a paid membership in their local Member Association and Washington Youth Soccer. This is separate from being a Member Club or Voting Member.

2.1.4 In accordance with the requirements of the Ted Stevens Olympic and Amateur Sports Act (36 U.S.C. Sec 220501 et seq) and the USSF, North Puget Sound League and its Member Clubs will not discriminate against any individual on the basis of race, color, religion, age, sex, or national origin.

2.1.5 All Member Clubs shall support and promote the mission, purpose, and activities of the North Puget Sound League. No Member Clubs of the North Puget Sound League or their directors, officers, employees, volunteers and committee members shall engage themselves in a North Puget Sound League position or function in an effort to secure an advantage for another organization or individual, or for their personal or business gain. Any potential conflict of interest shall be declared in a disclosure statement to the Board, either voluntarily or upon the request of the Executive Committee. If a conflict of interest is evident, the Board shall request the withdrawal of the person or recommend an investigation.

## **2.2 Qualifications for Membership**

In order to qualify for membership, a Member Club shall:

- a) Be a club of a Member Association in Good Standing with Washington Youth Soccer;
- b) Be either a nonprofit corporation or a program of a Member Association nonprofit corporation;
- c) Agree to be bound by the Governing and Operating documents of the North Puget Sound League, their Member Association, and Washington Youth Soccer.

## **2.3 Responsibilities of Member Clubs**

2.3.1 All Member Clubs or organizations seeking to become Member Clubs are responsible for upholding their local Member Association's responsibilities to Washington Youth Soccer and will remain in good standing with their Member Association.

2.3.2 All Member Clubs are required to comply with and have the responsibility to follow and enforce the Governing and Operating Documents of the North Puget Sound League for itself and its members.

2.3.3 Each Member Club shall annually register with Washington Youth Soccer and its local Member Association, every player, coach, trainer, manager, and administrator that is sponsored, financed, coached, organized or administered by that Member Club who will be participating in North Puget Sound league activities, as required by Washington Youth Soccer and USSF.

## **2.4 Admission**

Acceptance as a Member Club shall be by action of the Board of Directors in office under such mechanism as the Board establishes, whether by policy, appointment, or election. Notice of acceptance shall specify voting rights, registration requirements and requirements for the payment of the fees as applicable. Denial as a Member Club shall include stated reasons.

## **2.5 Suspension, Fines and Termination as a Member Club**

## 2.5.1 Definition of Suspension and Termination

2.5.1.1 Suspension means the loss of voting rights and participation in any programs and benefits offered by the North Puget Sound League to its Member Clubs for a designated period of time.

2.5.1.2 Termination means permanent loss of membership.

## 2.5.2 Suspension, Fines and Termination

2.5.2.1 A Member Club failing to pay any fees due North Puget Sound League shall be provided notice of the delinquency. If those fees are not paid within thirty (30) days after the date specified in the notice of delinquency, the delinquent Member club shall automatically be suspended from being a member of the North Puget Sound League. Unless otherwise provided by the Board of Directors, the Member Club shall be automatically terminated as a member of the North Puget Sound League if the Member Club has failed to pay the fees owed for a period of ninety (90) days after the date specified in the notice of delinquency. The Board shall notify the Member Club of the suspension and the date upon which their member status will be terminated if the fees remain unpaid.

2.5.2.2 The Board of Directors may fine, require remediation, suspend, or terminate the status of (or any combination thereof) any Member Club if the Board determines that 1) the conduct of the Member Club is adverse to the best interests of soccer or the North Puget Sound League, or 2) the Member Club has not complied with the requirements of being a member of a Washington Youth Soccer Member Association, Washington Youth Soccer, US Youth Soccer or USSF. The Board may fine, suspend or terminate a Member Club only after a hearing, reasonable notice to the Member Club of the time and place of the hearing, and providing the Member with a reasonable opportunity to present evidence in support of the Member's position. Hearing procedures shall be set forth in the Operating Procedures.

2.5.2.3 Notwithstanding Article 5.5.2.1 of this bylaw, the Member whose suspension is in effect on the last day of the seasonal year is terminated as of the first day of the next seasonal year unless the Board of Directors otherwise provides.

## 2.5.3 Reinstatement from Suspension

2.5.3.1 A suspended Member Club may submit a written request for reinstatement. The Board of Directors shall consider the request and may reinstate the membership of a suspended Member Club on reasonable terms that the Board considers appropriate.

## 2.6 Member Club Representative

2.6.1 The Member Club Representative (hereinafter “MCR”) shall be an elected or appointed individual from each Member Club who will represent, act for, and be the voting representative for the Member Club for all matters coming to a vote under these Bylaws.

2.6.2 The MCR shall attend all North Puget Sound League meetings for discussion and voting on all matters for which the MCR is eligible to vote, as provided within these Bylaws.

## **2.7 Prohibition on Transferring Membership**

2.7.1 A Member Club’s membership in the North Puget Sound League is not transferable or assignable from one organization to another.

## **ARTICLE 3. LEAGUE COUNCIL**

### **3.1 Composition**

The Council consists of the Board of Directors and the Member Club Representatives (MCRs), collectively, League Council Members. The Board President presides over the meetings of the Council.

### **3.2 Authority**

The responsibilities and authority of the North Puget Sound League Council shall be to elect the Directors at the Annual General Meeting and to approve Bylaw changes.

### **3.3 Meetings**

3.3.1 Annual General Meeting (AGM). The AGM shall be held for the purpose of reporting on the past year’s activities, approving Bylaws amendments, and electing the Board of Directors.

3.3.1.1 The AGM shall take place during the third quarter of each calendar year. Notification and agenda of this meeting shall be mailed to Member Clubs and all members of the Council thirty (30) days prior to the AGM date.

3.3.2 Special Meetings. Any member of the North Puget Sound League Council may submit a request to the Board of Directors for a special meeting of the Council. Such a request must include the written concurrence of at least one-third (1/3) of the Council Members. The Board shall determine whether to call such a meeting after considering the importance and urgency of the issue, the length of time until the next scheduled Council meeting, and the costs of such a meeting. If the Board calls such a meeting, the Board shall schedule a meeting date, provide at least thirty (30) days notice of the meeting to Council Members.

### **3.4 Voting Rights**

Each Council Member shall have votes per the following list:

- (a) Directors shall have one vote each.
- (b) MCRs shall have votes based on the North Puget Sound League team registrations of their Member Club. This determination shall be based on North Puget Sound League teams of record for the prior Seasonal Year, per the following schedule:

4	to	10	teams	one (1) vote
11	to	20	teams	two (2) votes
Over		20	teams	three (3) votes

3.4.1 Quorum. A quorum shall consist of at least the President or Acting President; one half of the Board of Directors; and one half of the MCRs or, if at least one half of the MCRs are not present, three fifths of the total weighted votes of the MCRs. The act of the majority of the Council votes present at a meeting at which there is a quorum shall be the act of the Council, unless otherwise provided by these Bylaws, the Articles of Incorporation or applicable Washington law.

## **ARTICLE 3. BOARD OF DIRECTORS**

### **3.1 General Powers**

The affairs of the corporation shall be managed by a Board of Directors. All authority of the North Puget Sound League shall be vested in the Board of Directors unless otherwise specified in these Bylaws. The Board of Directors is responsible for overseeing the activity of the NPSL in accordance to the Operating Procedures.

### **3.2 Number**

The Board shall consist of not less than five nor more than nine Directors, the specific number to be set by resolution of the Board. The number of Directors may be changed from time to time by amendment to these Bylaws, provided that no decrease in the number shall have the effect of shortening the term of any incumbent Director.

### **3.3 Qualifications**

Directors shall be directors or officials of Member Clubs, or nominated by a Member Club or the Board of Directors. Directors may have such other qualifications as the Board may prescribe by amendment to these Bylaws.

### **3.4 Election of Directors**

3.4.1 Nominations by the Board.

3.4.1.1 The Nominating Committee shall prepare a list of candidates to fill the open positions at the upcoming election. The list shall include at least one candidate for each open position. Nominations shall be based on criteria prescribed by the Board. The Nominating Committee shall notify nominees at least thirty days prior to the AGM. Nominees must submit a statement of qualifications, intent and acceptance of their nomination to North Puget Sound League offices at least 15 days prior to the AGM.

3.4.1.2 The Nominating Committee shall publish the list and nomination packets of candidates for election at least 10 days before the AGM.

### 3.4.2 Nominations by the Membership

3.4.2.1 Member Clubs may propose alternate names of candidates for open positions on the Board. Nominees made by Member Clubs shall meet the criteria prescribed by the Board. Any Member Club wishing to propose a candidate for an open position shall provide the Nominating Committee with a nomination proposal that includes the nominee's name, a statement qualifications, intent and acceptance of their nomination at least 15 days prior to the AGM.

3.4.2.1 The Nominating Committee shall review the nomination proposal and, if it meets the standard under these Bylaws, shall publish the name of the candidate no later than 10 days before the AGM.

3.4.2.2 There shall be no nominations from the floor at the AGM.

### 3.4.3 Elections

3.4.3.1 Elections of Directors shall be held at the AGM. The League Council Members shall elect the Directors for the open positions each year.

3.4.3.2 In the event that the number of nominees is equal to the number of open positions, election may be conducted by a show of hands, voice vote or acclamation. In the event that there are more nominees than the number of open positions, each League Council Member shall receive a ballot with the names of the candidates. Each League Council Member may cast no more than their allotted votes for any one candidate. The nominees with the most votes shall be considered elected up to the number of positions available.

3.4.3.3 If the Board of Directors determines that a specific skill set needed on the Board was not filled by the nominees elected, the Board, in the best interest of the organization, may select one of the unelected candidates who possess these requisite skills to serve on the Board. This placement shall create an additional Board seat for a one-year term.

### **3.5 Term of Office**

Unless a Director dies, resigns or is removed, he or she shall hold office for a period of two years and until the next annual meeting of the Board or until his or her successor is elected, whichever is later. Terms shall be staggered so that approximately one half of the positions come up for election each year.

### **3.6 Annual Meeting**

The annual meeting of the Board shall be held without notice immediately following and at the same place as the annual meeting of members for the purposes of electing officers and transacting such business as may properly come before the meeting. If the annual meeting is not held on the date designated therefore, the Board shall cause the meeting to be held as soon thereafter as may be convenient.

### **3.7 Regular Meetings**

By resolution, the Board may specify the date, time and place for the holding of regular meetings without other notice than such resolution.

### **3.8 Special Meetings**

Special meetings of the Board or any committee designated and appointed by the Board may be called by or at the written request of the President or any two Directors, or, in the case of a committee meeting, by the chairman of the committee. The person or persons authorized to call special meetings may fix any place either within or without the State of Washington as the place for holding any special Board or committee meeting called by them.

### **3.9 Meetings by Telephone**

Members of the Board or any committee designated by the Board may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

### **3.10 Place of Meetings**

All meetings shall be held at the principal office of the corporation or at such other place within or without the State of Washington designated by the Board, by any persons entitled to call a meeting or by a waiver of notice signed by all Directors.

### **3.11 Notice of Special Meetings**

Notice of special Board or committee meetings shall be given to a Director in writing or by personal communication with the Director not less than ten days before the meeting. Notices in writing may be delivered or mailed to the Director at his or her address shown on the records of the corporation or given by facsimile or electronic transmission. Neither the business to be transacted at, nor the purpose of any special meeting need be specified in the notice of such meeting. If notice is delivered by mail, the notice shall be deemed effective when deposited in the official government mail properly addressed with postage thereon prepaid. Notices by electronic transmission must be delivered in accordance with Section 3.22 of these Bylaws.

### **3.12 Waiver of Notice**

#### **3.12.1 In Writing**

Whenever any notice is required to be given to any Director under the provisions of these Bylaws, the Articles of Incorporation or applicable Washington law, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the waiver of notice of such meeting.

#### **3.12.2 By Attendance**

The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

### **3.13 Quorum**

A majority of the number of Directors in office shall constitute a quorum for the transaction of business at any Board meeting. If a quorum is not present at a meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

### **3.14 Manner of Acting**

The act of the majority of the Directors present at a meeting at which there is a quorum shall be the act of the Board, unless the vote of a greater number is required by these Bylaws, the Articles of Incorporation or applicable Washington law.

### **3.15 Presumption of Assent**

A Director of the corporation present at a Board meeting at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his or her dissent or abstention is entered in the minutes of the meeting, or unless such Director files a written dissent or abstention to such action with the person acting as secretary of the meeting before the adjournment thereof, or forwards such dissent or abstention by registered mail to the Secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent or abstain shall not apply to a Director who voted in favor of such action.



### **3.16 Action by Board Without a Meeting**

Any action which could be taken at a meeting of the Board may be taken without a meeting if a written consent setting forth the action so taken is signed by each of the Directors. Such written consents may be signed in two or more counterparts, each of which shall be deemed an original and all of which, taken together, shall constitute one and the same document. Any such written consent shall be inserted in the minute book as if it were the minutes of a Board meeting.

### **3.17 Resignation**

Any Director may resign at any time by delivering written notice to the President or the Secretary at the registered office of the corporation, or by giving oral or written notice at any meeting of the Directors. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### **3.18 Removal**

At a meeting of Member Clubs called expressly for that purpose and at which a quorum of Voting Members is present, one or more Directors (including the entire Board) may be removed from office, with or without cause, by two-thirds of the votes cast by Voting Members represented in person or by proxy.

### **3.19 Vacancies**

A vacancy in the position of Director may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum of the Board. A Director who fills a vacancy shall serve for the unexpired term of his or her predecessor in office.

### **3.20 Compensation**

The Directors shall receive no compensation for their service as Directors but may receive reimbursement for expenditures incurred on behalf of the corporation.

### **3.21 Other Agents**

#### **3.21.1 Appointment of Other Agents**

The Board of Directors may establish positions for Other Agents such as administrators, coordinators and representative as it deems necessary in order to carry out the activities of the Club. The President shall have authority to appoint such Other Agents to those positions, conditional on confirmation by the Board of Directors. The President shall announce such appointees to the Board of Directors and unless any one Director calls for a confirmation vote, the appointment shall be final.

#### **3.21.2 Others Agents as Directors**

Other Agents may serve concurrently as Directors; however if such Other Agent is compensated for their services other than for the reimbursement of expenses related to carrying out their duties, such Other Agent may not serve on the Board of Directors.

#### 3.21.3 Compensation for Other Agents

Compensation of Other Agents shall be set by the Board of Directors.

### **3.22 Conflict of Interest**

Each Director shall, on an annual basis, sign a Conflict of Interest Disclosure Form to disclose any actual or potential conflicts that the Director may have. The Disclosure Forms shall be submitted to the Board of Directors.

### **3.23 Code of Ethics**

The Board of Directors shall adopt a Code of Ethics that comports with applicable state and federal requirements. Each Director shall, on an annual basis, sign a Code of Ethics Statement in which he or she agrees to act according to the Code of Ethics.

### **3.24 Electronic Transmission**

The Corporation may deliver to a Director notices, demands, consents or waivers by electronic transmission, if such Director has consented to receive such electronically transmitted communications. The consent must designate the message format accessible to the Director and the address, location or system to which the notices or other document may be electronically transmitted. Notice provided in an electronic transmission is effective when it: (a) is electronically transmitted to an address, location, or system designated by the recipient for that purpose, and is made pursuant to the consent provided by the recipient; or (b) has been posted on an electronic network and a separate record of the posting has been delivered to the recipient together with comprehensible instructions regarding how to obtain access to the posting on the electronic network.

## **ARTICLE 4. OFFICERS**

### **4.1 Number and Qualifications**

The officers of the corporation shall be a President, Vice President, a Secretary and a Treasurer, each of whom shall be elected by the Board. Other officers and assistant officers may be elected or appointed by the Board, such officers and assistant officers to hold office for such period, have such authority and perform such duties as are provided in these Bylaws or as may be provided by resolution of the Board. Any officer may be assigned by the Board any additional title that the Board deems appropriate. Any two or more offices may be held by the same person, except the offices of President and Secretary.

## **4.2 Election and Term of Office**

The officers of the corporation shall be elected each year by the Board at the annual meeting of the Board. Unless an officer dies, resigns, or is removed from office, he or she shall hold office for a period of two years until the next annual meeting of the Board or until his or her successor is elected.

## **4.3 Resignation**

Any officer may resign at any time by delivering written notice to the President, a Vice President, the Secretary or the Board, or by giving oral or written notice at any meeting of the Board. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

## **4.4 Removal**

Any officer or agent elected or appointed by the Board may be removed from office by the Board whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

## **4.5 Vacancies**

A vacancy in any office created by the death, resignation, removal, disqualification, creation of a new office or any other cause may be filled by the Board for the unexpired portion of the term or for a new term established by the Board.

## **4.6 President**

The President shall be the chief executive officer of the corporation, and, subject to the Board's control, shall supervise and control all of the assets, business and affairs of the corporation. The President shall preside over meetings of the members and the Board. The President may sign deeds, mortgages, bonds, contracts, or other instruments, except when the signing and execution thereof have been expressly delegated by the Board or by these Bylaws to some other officer or agent of the corporation or are required by law to be otherwise signed or executed by some other officer or in some other manner. In general, the President shall perform all duties incident to the office of President and such other duties as are assigned to him or her by the Board from time to time.

## **4.7 Vice Presidents**

In the event of the death of the President or his or her inability to act, the Vice President shall perform the duties of the President, except as may be limited by resolution of the Board, with all the powers of and subject to all the restrictions upon the President. The Vice President shall have, to the extent authorized by the President or the Board, the same powers as the President to sign deeds, mortgages, bonds, contracts or other instruments. The Vice President shall perform such other duties as from time to time may be assigned to them by the President or the Board.

#### **4.8 Secretary**

The Secretary shall: (a) keep the minutes of meetings of the members and the Board, and minutes which may be maintained by committees of the Board; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records of the corporation; (d) keep records of the post office address and class, if applicable, of each Director, Member Club and MCR and of the name and post office address of each officer; (e) sign with the President, or other officer authorized by the President or the Board, deeds, mortgages, bonds, contracts, or other instruments; and (f) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or the Board.

#### **4.9 Treasurer**

If requested by the Board, the Treasurer shall give a bond for the faithful discharge of his or her duties in such amount and with such surety or sureties as the Board may determine. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in banks, trust companies or other depositories selected in accordance with the provisions of these Bylaws; and in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or the Board.

### **ARTICLE 5. COMMITTEES**

#### **5.1 Standing or Temporary Committees**

The Board, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more standing or temporary committees, each of which shall consist of one or more Directors. Such committees shall have and exercise the authority of the Directors in the management of the corporation, subject to such limitations as may be prescribed by the Board; except that no committee shall have the authority to: (a) amend, alter or repeal these Bylaws; (b) elect, appoint or remove any member of any other committee or any Director or officer of the corporation; (c) amend the Articles of Incorporation; (d) adopt a plan of merger or consolidation with another corporation; (e) authorize the sale, lease or exchange of all or substantially all of the property and assets of the corporation not in the ordinary course of business; (f) authorize the voluntary dissolution of the corporation or revoke proceedings therefor; (g) adopt a plan for the distribution of the assets of the corporation; or (h) amend, alter or repeal any resolution of the Board which by its terms provides that it shall not be amended, altered or repealed by a committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board or any individual Director of any responsibility imposed upon it, him or her by law.

#### **5.2. Standing Committees**

5.2.1 The Executive Committee is a standing governance committee and shall consist of the officers of the Board.

5.2.2 The Board shall establish the following committees as standing committees:

- (a) Disciplinary Committee: The function and operation of the disciplinary committee is outlined under the NPSL Operating Procedures.
- (b) Operations Committee: The Operations Committee will be composed of representatives of the Member Clubs and from the Board of Directors, as set forth by the NPSL Operating Procedures. The Operations Committee's principle responsibility is for running the League under the guidance of NPSL Operating Procedures, including updating the Operating Procedures and voting on changes to the Operating Procedures as outlined therein. In addition, the Operations Committee will work with the Board of Directors as appropriate to ensure an adequate budget for the execution of League operations. Other activities may be coordinated on behalf of the League by the Operations Committee as requested by Member Clubs, or referred to the Board of Directors for action.

### **5.3 Quorum; Manner of Acting**

Unless otherwise specified in the NPSL Operating Procedures, a majority of the number of Directors composing any committee shall constitute a quorum, and the act of a majority of the members of a committee present at a meeting at which a quorum is present shall be the act of the committee.

### **5.4 Resignation**

Any member of any committee may resign at any time by delivering written notice thereof to the President, the Secretary or the chairperson of such committee, or by giving oral or written notice at any meeting of such committee. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### **5.5 Removal of Committee Member**

The Board, by resolution adopted by a majority of the Directors in office, may remove from office any member of any committee elected or appointed by it.

## **ARTICLE 6. ADMINISTRATIVE PROVISIONS**

### **6.1 Books and Records**

The corporation shall keep at its principal or registered office copies of its current Articles of Incorporation and Bylaws; correct and adequate records of accounts and finances; minutes of the proceedings of its members and Board, and any minutes which may be maintained by committees of the Board; records of the name and address and class, if applicable of each Director, Member Club and MCR, and of the name and post office address of each officer; and such other records as may be necessary or advisable. All books and records of the corporation

shall be open at any reasonable time to inspection by any member of three months standing or to a representative of more than five percent of the membership.

## **6.2 Accounting Year**

The accounting year of the corporation shall be the twelve months ending March 31.

## **6.3 Rules of Procedure**

The rules of procedure at meetings of the Board and committees of the Board shall be rules contained in Roberts' Rules of Order on Parliamentary Procedure, newly revised, so far as applicable and when not inconsistent with these Bylaws, the Articles of Incorporation or any resolution of the Board.

## **6.4 Insurance**

Washington Youth Soccer shall provide Directors and Officers Liability Insurance covering Directors, Officers, and Committee Chairs of the North Puget Sound League for performing acts and responsibilities directly related to Washington Youth Soccer.

## **6.5 Litigation**

5.5.1 No Member, official, club, team, player, coach, administrator or referee may invoke the aid of the courts in the United States or of Washington State or any state without first exhausting all available remedies within the appropriate soccer organization, and as provided within Washington Youth Soccer and its Member Associations, U.S. Youth Soccer and as provided within USSF.

5.5.2 For violation of this section, the offending party shall be subject to suspension and fines, and shall be liable to North Puget Sound League for all expenses incurred by North Puget Sound League and its officers, members of the Board of Directors in defending each court action, including but not limited to the following:

- (a) court costs;
- (b) attorney's fees;
- (c) reasonable compensation for time spent by North Puget Sound League officials and employees in responding to and defending against allegations in the action, including responses to discovery and court appearance;
- (d) travel expenses; and
- (e) expenses for holding special board meetings necessitated by the court action.

**ARTICLE 7. AMENDMENTS**

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the vote of a majority of the League Council . Any proposed changes to the Bylaws shall be published to the Member Clubs for comment at least 30 days prior to such a vote.

The foregoing Bylaws were adopted by the Board of Directors on

\_\_\_\_\_.

\_\_\_\_\_  
Secretary