

**NB Ajax Soccer Club**  
NB Ajax Soccer Club CONSTITUTION

SECTION I

ARTICLE I. NAME

1.1.1 The name of the organization shall be known as NB Ajax Soccer Club which is also referred to as "NB Ajax." and will be known as the Ajax for all purposes. Ajax is incorporated in the State of Texas and is subject to the laws of the State of Texas and to its own Constitution, By-Laws, Rules and Procedures. Federal Tax ID #74 2012883, Texas State Sales Tax #1-74-2012883-1.

ARTICLE II. PURPOSE

1.2.1 The primary purpose of Ajax is the promotion of the game of soccer and player development. To accomplish this purpose, Ajax shall promote good sportsmanship, educate youth participants and the adult sponsors in the fundamentals of the game of soccer, promote the game of soccer through sponsorship of regularly scheduled competition and conduct such other activities for the promotion of youth soccer as Ajax shall deem appropriate.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE III. AFFILIATION

1.3.1 Ajax shall be the official sub-club of New Braunfels Youth Soccer Association, Inc, (NBYSA), and therefore shall be an affiliated Member Association of the Alamo Area Youth Association, referred to as AAYSA. Ajax shall also be an affiliated, through is agreement with NBYSA, with Member Association of, and comply with the authority of the South Texas Youth Soccer Association, also referred to as STYSA, and the United States Soccer Federation, also referred to as USSF, and the United States Youth Soccer Association, also referred to as USYSA.

ARTICLE IV. NBYSA JURISDICTION

1.5.1 Ajax shall have jurisdiction over all teams, administrators, coaches, players and supporters affiliated with the organization. Ajax will be represented by NBYSA with the member

associations collectively: the Alamo Area Youth Soccer Association (AAYSA) and the South Texas Youth Soccer Association (STYSA).

#### ARTICLE V. MEMBERSHIP

1.6.1: There are no members in NB Ajax Soccer Club.

#### ARTICLE VI. SEASONAL AND FISCAL YEAR

1.7.1 SEASONAL YEAR. The seasonal year of NBYSA shall be the same as the seasonal year of STYSA subject to the seasonal year of USYSA.

1.7.2 FISCAL YEAR. For the purpose of filing federal income and state sales tax returns the fiscal year of Ajax shall begin on June 1 and end May 31 of each year.

#### ARTICLE VII. GOVERNING BOARD

1.8.1 GOVERNING BOARD. A Governing Board shall govern Ajax. The governing board is comprised of the trustees/directors of the corporation.

1.8.2 GENERAL POWERS. The Governing Board shall transact all business of Ajax and shall have the power to enforce the laws of the game, the rules of South Texas Youth Soccer Association, the rules of the United States Soccer Association and the Constitution, By-Laws, Rules and Procedures of Ajax. It shall have the power to settle all disputes not pertaining to Discipline, Protest and Grievance Procedures.

#### ARTICLE VIII. MEETINGS

1.9.1 REGULAR MEETINGS. The regular meetings of the Ajax Governing Board shall be held once each month.

1.9.2 SPECIAL MEETINGS. Special meetings of the Governing Board may be held at the discretion of the President at the time and place designated by the President or may be called by written request to the Secretary signed by the Governing Board members representing a majority of the voting power. Notice of any special meetings and the time, place, purpose of such meeting shall be sent to each member of the Governing Board at least 10 days prior to the date on which the meeting is to be held.

1.9.3 GENERAL MEETINGS. An annual General Meeting will be held in May of each year for specific purpose of holding the annual elections of officers. The General Meeting will be called by the Secretary. Year end reports will also be given at the May meeting.

1.9.4 ORDERS OF BUSINESS. The order of business for regular meetings shall be as follows:

1. Roll call and vote accreditation.
2. Approve minutes of last meeting.
3. Financial and budget review and approval.
4. Amendments to the Constitution, if any.
5. Amendments to the By-Laws, if any.
6. Amendments to Rules and Procedures, if any.
7. Reports from Standing Committees.
8. Reports from Officers
9. Election of officers at the May meeting of each calendar year.

- 10. Unfinished Business/Open Items
- 11. New Business.
- 12. Adjournment.

1.9.5 ROBERTS RULES OF ORDER. All other aspects of the meeting of Ajax shall be conducted in accordance with Robert's Rules of Order, latest edition.

1.9.6 FUNDS TO ATTEND STYSA GENERAL MEETING. The Ajax Treasurer shall include in the annual budget sufficient funds to provide for the reasonable expenses for the attendance of the Ajax President, and appointed replacement, as defined in the By-Laws of Ajax to attend the Annual General Meeting of the South Texas Youth Soccer Association.

#### ARTICLE IX. OFFICERS

1.10.1 List of Officers. The members of the Governing Board shall include the following officers.

- President
- Secretary
- Treasurer
- Director of Select (appointed position)
- Director of Academy (appointed position)

1.10.2 ELECTION OF OFFICERS. Elections of officers shall be conducted as follows:

1.10.2.1 The Secretary will solicit for members of the Nominating Committee

1.10.2.2 The Nominating Committee will recommend a slate of at least one candidate for each office up for election with the exception of the Director of Select and Director of Academy which are Board appointed positions.

1.10.2.3 The list of candidates will be forwarded to the Ajax President along with the date, time and place of the Ajax General Meeting, which is held in May of each year. Such notice shall be given ten (10) days prior to said meeting.

1.10.2.4 The secretary will set up the meeting and will make the notification.

1.10.2.5 Nominations from the floor are permitted.

1.10.2.6 The vote will be taken on each office separately in the order listed in the Section 1.10.1.

1.10.2.7 The vote will be by secret ballot unless unopposed.

1.10.2.8 In the event that a candidate for the office does not receive more than 50 percent of the votes for that office, then a run-off will be held before moving to the next election.

1.10.3 TERM. The term of office for each officer shall be for 3 years.

1.10.3.1 An officer shall take office upon election at the General meeting in May of the calendar year in which he/she is elected and remain in office until the end of his/her term of three (3)

years or until a successor has been duly elected accordingly, whichever event occurs first, unless said officer is recalled by the Governing Board as described in this Constitution.

1.10.4 VACANCY OF AN OFFICE. In the event any office becomes vacant, the vacancy shall be filled by a simple majority vote of the offices that remain in the Ajax Governing Board. The person who fills the vacancy shall serve until the next regular scheduled General Governing Board Meeting.

1.10.5 RECALL OF OFFICER. The Governing Board shall have the power to recall any officer of Ajax. This power may be exercised at any regular or properly called special meeting of the Ajax Governing Board. A recall motion must be adopted by at least two-thirds (2/3) of the voting power of the Board who are in good standing at the time of the meeting.

#### ARTICLE X. AMENDMENTS

1.11.1 Any proposals or motions to amend the Constitution must be made in writing to the Secretary, Amendments to this Constitution may be amended at any regular Ajax Governing Board Meeting by two-thirds (2/3) majority voting power of the Governing Board. Each Governing Board member shall be given at least thirty (30) days written notice of the amendments and their purpose. Amendments to the Constitution shall include:

1. An effective date
2. Areas of the Constitution to be deleted amended or modified.
3. The exact wording to be inserted relative to the change.

1.11.2 Prior to the voting on the amendment, the persons filing the petition will have up to fifteen (15) minutes to discuss the reasons for the amendment.

1.11.3 Prior to voting on the amendment, a spokesman for the opposition will have up to fifteen (15) minutes to present their issue.

#### ARTICLE XI. DISSOLUTION

1.12.1: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.