

## SECTION I

### ARTICLE I. OFFICES

- 2.1.1 PRINCIPAL OFFICE. The principal office of NB Ajax shall be located at the address designated by the NB Ajax President.
- 2.1.2 REGISTERED OFFICE. NB Ajax shall have and continuously maintain in the State of Texas a registered agent and a registered office, the location of which will be designated by the NB Ajax President and as required by the Texas Non-Profit Corporation Act. The registered agent shall be the NB Ajax President unless the NB Ajax President designates another to be the registered agent in his/her place.

### ARTICLE II. VOTING

- 2.2.1 VOTING POWERS. Each Officer of the Governing Board shall have one vote per office. Such votes are to be utilized in the day-to-day business of the Board at all monthly and special meetings.
- 2.2.2 METHOD OF VOTING: At the General Membership meetings, each office of the Governing Board, plus any designated representative from each registered team in good standing, will have one vote.
- 2.2.3 QUORUM
- 2.2.3.1 GOVERNING BOARD MEETINGS. Fifty percent (50 %) of the voting power of the Governing Board members that are in good standing shall constitute a quorum at all meetings of the Governing Board.
- 2.2.3.2 OTHER MEETINGS AND GROUPS. Fifty percent (50%) of the members of any committee or group shall constitute a quorum at such meetings.
- 2.2.3.3 LOSS OF QUORUM. The members present at any duly authorized meeting may not continue to transact business if a quorum is lost.
- 2.2.4 MAJORITY VOTE. A majority of votes represented shall decide all questions unless specifically provided otherwise.
- 2.2.5 GOOD STANDING. A member must be in good standing in order to vote.
- 2.2.6 PROXY. Votes to which a member Executive Director is entitled may be cast by proxy. To be valid, a proxy must:
1. Be in writing,
  2. Be signed by the Secretary

3. Be specific as to issues upon which it may be exercised,
4. Designated by name, the individual (s) who is entitled to exercise the proxy, and
5. Be presented to the NB Ajax Secretary before the meeting to which it applies.

#### ARTICLE III. OFFICERS

2.3.1 PRESIDENT. The President shall be the Chief Executive Officer of NB Ajax and shall have the following duties and responsibilities:

1. Shall preside at all meetings of the NB Ajax Governing Board,
2. Any meeting at which he/she presides; cast the deciding vote in the event of a tie or may waive the right to do so,
3. Every other year, on odd years, appoint an auditing committee to examine the Treasurer's books to verify his/her financial report before the May Governing Board meeting,
4. Sign jointly with the Secretary, all contracts for NB Ajax after the contracts have been approved by the NB Ajax Governing Board
5. Be responsible for oversight of NB Ajax,
6. Exercise such other duties and responsibilities which are necessary or appropriate for the proper management of NB Ajax,
7. Keeps the-Board informed as to the contents of all correspondence,
8. Represents the Association to all levels of Government
9. Disseminate information on NB Ajax programs to parents and coaches
10. Presides over the Discipline, Protest and Grievance Procedures (D&P) Committee

2.3.2 EXECUTIVE VICE PRESIDENT. The Executive Vice President shall be the 2nd Executive Officer of NB Ajax and shall have the following duties and responsibly:

1. Shall preside at all meetings of the NB Ajax Governing Board when the President is not in attendance,
2. Any meeting at which he/she presides; cast the deciding vote in the event of a tie or may waive the right to do so,
3. Shall assist the treasurer in preparing and overseeing budgets, with the NB AJAX Treasurer,
4. Represents the Association to all levels of Government if the President is not in attendance
5. Disseminate information on NB Ajax programs to parents and coaches
6. Maintain the NB Ajax Constitution, by-laws, Rules and Procedures and submit any proposed changes back to the Governing Board.

2.3.3 The REGISTRAR shall have the following duties and responsibilities unless otherwise designated to the NB Ajax Office Administrator by the NB President:

1. Maintains a list of teams, contact information, and level of play in League Apps software.
2. Provide team information by league/bracket to the designated Field Scheduler
3. Approve any players playing at levels above their true STYSA age
4. Maintain records of all duly registered NB AJAX (NBYSA) players and teams
5. Interpret registration and rostering rules to ensure compliance with and consistency in application of NBYSA, AAYSA, WDDOA, STYSA and USYS registration requirements,
6. Provide to the other officers and to the NB Ajax Governing Board timely reports on players registered with NBYSA
7. Inform the Governing Board of registration procedures and dates.
8. Work with the NB AJAX OFFICE ADMINISTRATOR to insure timely registration and compliance for all teams and players

2.3.4 The SECRETARY shall have the following duties and responsibilities:

1. Record the minutes of the Governing Board meetings and provide copies of each month's minutes for each Board Member.
2. Maintain the records of NB AJAX
3. Presides over any arbitration process.
4. Serves as Parliamentarian at all meetings.
5. Upon request of a board member will provide a written interpretation of the constitution.
6. Keep a complete list of the members of the Governing Board and officers of NB Ajax
7. At least thirty (30) days prior to an annual Governing Board meeting in May, provide written notice as to the date, time and place of such meeting
8. At least thirty (30) days prior to a regular Governing Board meeting in May, provide written notice of any proposed amendments to the Constitution, By-Laws or Rules and Procedures,
9. Prior to an annual Governing Board meeting provide a written agenda to each member
10. Prior to any Special Governing Board meeting, provide notice of the meeting, including place, time, and purpose of the meeting to each Governing Board Member
11. Is Chairman of the Nominating Committee

2.3.5 The TREASURER shall have the following duties and responsibilities:

1. Collect all funds due NB Ajax,
2. Responsibly manage all funds of NB Ajax,
3. Keep a detailed account in accordance with generally accepted accounting principles of income and expenditures,
4. Prepares and oversees the annual budget and any other budgets pertaining to NB Ajax operations,
5. Submit a financial report at each regular Governing Board meeting and at the request of the President,

6. Approve and pay all expense and disbursement forms for payments of NB Ajax
7. Will cooperate in supplying promptly when requested the financial books and records to appointed auditors, the President or Governing Board for examination, audit and/or tax related matters.

2.3.6 SENIOR SELECT & ACADEMY & JUNIOR SELECT PROGRAM DIRECTORS:

1. Will assist the President in recruiting coaches for teams.
2. Assist with coaches with team formation through referral of players to teams; and recruiting of players
3. Advise coaches of coaching education courses and track attendance.
4. Assist with club-wide training at all age levels
5. Periodically inspect the condition of the playing fields for safety and maintenance.
6. Investigate any reports of safety or maintenance work that needs to be done on field equipment.
7. Acquire and distribute material and equipment as necessary for the maintenance of the field equipment.
8. Will assist the President in public relations for NB Ajax.
9. Help coordinate information for AJAX website.

ARTICLE IV. EXECUTIVE COMMITTEE

2.4.1 NB Ajax officers shall constitute an Executive Committee to act on matters pertaining to the daily operation of NB Ajax in concert with existing Governing Board policies. An Executive Committee meeting may be called by the President or by a majority of the Executive Committee.

2.4.2 AFFILIATION WITH NBYSA

NB Ajax will maintain a relationship with NBYSA recreational soccer club to afford NBYSA players the ability to continue their development by playing with select soccer clubs. NBYSA will reserve the right to allow a NB Ajax club to register its players with STYSA, or any group that would require registration, through NBYSA. NBYSA will provide the Weston Fields and other facilities to be designated by the NBYSA President to NB Ajax on an as available basis and reserves the right to charge usage fees to provide expansion and upkeep of the fields. Any sub club of NBYSA will be subject to all rules, regulations and behavior standards established by NBYSA. NB Ajax is a sub club of NBYSA and is a separate entity and will be neither funded by nor supervised by NBYSA.

2.4.3 PLAYER OR TEAM TRANSFER OR RELEASE:

1. A player may play for only one primary team registered with NB Ajax and/or NBYSA during each season, and any player registered to a team is bound to that team for the entire season at year unless there is a case of extreme hardship. A player will be considered rostered to a team:
  - a. Assignment of a properly registered player to a team; or

b. The player's first participation in any competition (excluding tryouts and scrimmages leading to team formation) sanctioned by STYSA or its Member Associations; or US Club.

2. If the team is disbanded by its member organization/association prior to the start of the Fall seasonal play, the players may be released or reassigned without requesting a transfer.

3. A team wishing to transfer from one club to another must complete a Team Transfer Form and submit it to the NB Ajax Secretary who will forward it to all members of the Executive Board. The Executive Board may approve such transfer by a simple majority. A simple majority of the Executive Board will respond within 5 days to team requests for transfers. A transferring team may not play a game with the receiving club/association until the transfer has been approved by the Executive Board, and approved by the proper league registration board.

4. All requests for player transfers shall be submitted to the NB Ajax Office Administrator on the STYSA Player Release & Transfer Form, or US Club Player Transfer Form, stating the reason for the request of transfer. If the NB Ajax Office Administrator approves the player transfer, with knowledge and consent from the DOC of Select or DOC of Junior Select, the information is to be forwarded to the affected organization(s) and person(s). The player is not to play a game with the transferred-to-team until after the transfer has been approved and the player has registered with the transferred-to-team.