EASTERN NEW YORK SOCCER REFEREE ASSOCIATION INC.

ARTICLE ONE – NAME

The name of this organization shall be the Eastern New York Soccer Referee Association Inc.
Hereinafter known as ENYSRA, INC.

ARTICLE TWO – NATURE OF ORGANIZATION

SECTION ONE: Purpose. This Association shall be a not-for profit corporation existing under and by virtue of the laws of the State of New York and be dedicated to the fostering and government of soccer officials, both youth and adult. These purposes, include but are not limited to:

A. Educate, develop, promote and administer soccer officials for all levels of games including youth and adult.
B. Encourage and assist in the development of community programs so that soccer is made available to more participants at all levels of competition.
C. Foster and encourage sportsmanship by all persons involved in soccer.
D. ENYSRA, INC. will provide equitable and prompt hearing procedures to guarantee the rights of individuals to participate. Those procedures shall

include that all grievances involving the right to participate as a soccer official in activities sponsored by the United States Soccer Federation, Inc. and its affiliates.

E. Do any and all other acts necessary or desirable in the furtherance of the foregoing purposes and for the good of soccer.

SECTION TWO: Jurisdiction. ENYSRA has jurisdiction, hereinafter, known as territory and shall include all New York State counties east of the eastern boundaries of counties traversed by Interstate 81 which are not otherwise under the jurisdiction of other councils or associations accredited by the United States Soccer Federation, Inc. The territory of this Association will be divided into geographical sub divisions known as "districts". The boundaries of these districts may be modified and new districts created, as required, by the Executive Committee of the Association.

SECTION THREE: Affiliation. This Association shall be affiliated with the United States Soccer Federation, Inc. {USSF}. It shall be an integral unit of this Federation and shall at all times abide by its articles, by-laws, policies, and requirements. The USSF Articles of Incorporation, By-laws, policies, and requirements take precedence over and supersede the governing documents and decisions of the ENYSRA, INC. to the extent applicable under New

York State Law. ENYSRA, INC. will abide by these articles, by-laws, policies and requirements of USSF. ENYSRA, INC. will not join any organization that has requirements that conflict with the United States Soccer Federation, Inc.'s articles, by-laws, policies and requirements.

SECTION FOUR: Tax. This Association shall maintain its tax exempt status under the Internal Revenue Code.

SECTION FIVE: Abuse. This Association shall adopt policies prohibiting sexual and physical abuse that meet or exceed the minimum criteria established by the Federation.

SECTION SIX: USSF Compliance. This Association will allow the Federation to review the documentation and procedures of the ENYSRA, INC. on request of the Federation to determine compliance with USSF by-laws.

SECTION SEVEN: Headquarters. The headquarters of the ENYSRA, INC. shall be within the territory of the Association. The mailing address of the ENYSRA, INC. shall be that of the secretary or that of the establishment where the financial books and records are being maintained or that of the physical location of where the headquarters are located.

ARTICLE THREE - MEMBERSHIP

SECTION ONE: Individual Eligibility. Membership in the ENYSRA, INC. shall be open to all USSF Registered soccer referees, referee instructors, referee assessors, and referee assignors.

SECTION TWO: USSF Membership. All soccer referee, referee instructors, referee assessors, and referee assignors will be registered annually with the USSF. ENYSRA, INC. will pay all dues to the Federation on a timely basis, excluding USSF Life Members.

SECTION THREE: Affiliation Fee. All soccer referee instructors, referee assessors, and referee assignors must pay an appropriate annual fee, depending upon category and grade level, set by the Referee Committee of the ENYSRA, INC.

SECTION FOUR: Registration. A completed and signed USSF Registration accompanied by an approved risk management acknowledgement and the appropriate affiliation fee must be presented at time of registration.

SECTION FIVE: Acceptance. Upon being accepted as a member of the ENYSRA, INC. each candidate will be directed to the where the Laws of the Game are found,

receive a referee badge, and where available, a photo ID card.

SECTION SIX: Discrimination. ENYSRA, INC. and its members will not discriminate against any individual on the basis of race, color, gender, religion, age, sexual orientation or national origin.

ARTICLE FOUR: ADMINISTRATION

The Executive Board of Directors will consist of, without exception, the original initial Directors who formed the ENYSRA Inc. unless one of the Directors choices to step down, resigns and/or is voted off the board by the Referee Committee.

ARTICLE FIVE: ADMINISTRATION

SECTION ONE: Referee Committee. The Referee Committee shall be composed of:

- the Chairperson (or his representative for the sole purpose of voting);
- The President of the Association (Adult or Youth) not holding the position of Chairperson;
- State Referee Administrator (SRA);
- State Youth Referee Administrator (SYRA);
- State Adult Referee Administrator (SARA);

- State Director of Referee Instruction (SDI);
- State Director of Assigning (SDA);
- State Director of Referee Assessment (SDA);
- Treasurer;
- Secretary;
- North Registrar;
- South Registrar;
- Trustees;
- Director of Purchasing;
- Director of Elite Referee Development;
- General Counsel; and
- Life Members.

All Life Members must meet certain criteria prior to being elected by the Board, including but not limited to years of service to the ENYSRA, referee experience, volunteer to various ENYSRA committees, and conduct that is not in conflict with the ENYSRA.

The Presidents of Eastern New York State Adult Soccer Association, Inc. (ENYSSA) and Eastern New York Youth Soccer Association (ENYYSA) shall be members of the Referee Committee.

The Chairperson of the ENYSRA cannot authorize the issuance of funds or spend any amount without the approval of the Referee Committee of the ENYSRA.

The Executive Board of Directors and Referee Committee Members in good standing will be entitled to one (1) vote each at any and all elections. Each voting member will only be entitled to vote once notwithstanding the fact he or she holds more than one voting title or position within the ENYSRA.

Proxy voting will be governed by Robert's Rules and not allowed. However, voting by mail or e-mail will be permitted as long as the General Secretary can confirm that each vote is from a member who's entitle to vote, the question presented remains unchanged at the meeting and the member's vote can remain secret. This can be accomplished by providing for a dual-envelope return along with a special procedure for opening and counting ballots.

The ENYSRA shall maintain a liability insurance policy indemnifying its Directors, Members, Officers and/or Agents at all times.

ARTICLE SIX: ELECTIONS

SECTION ONE: Elections. The Referee Committee shall administer the Association in accordance to its

Constitution and By-Laws, and at its Annual General Meeting (AGM) elect its officers as follows:

1) When an office of the ENYSRA, other than Chairperson, cannot fulfill his or her term the Adult President and Youth President will meet and confer and jointly choice a replacement. If they cannot agree on a replacement, the Board of Directors, Referee Committee, SRA, SYRA and SARA shall select a replacement by majority vote for an individual to fill the vacancy until the next annually scheduled elections, at which time the Referee Committee and those with voting rights shall elect, by a majority vote, an individual to fill the office/position according to the provisions of the "Election of Officers".

2) The Referee Committee and Life Members, other than the Chairperson, shall be elected by ballot at the Annual Meeting of the ENYSRA, at which time the current board/committee in place prior to the Annual Meeting may cast one (1) vote each. A majority of the votes (51%) is needed to be elected. No voting member is permitted to cast more than one (1) vote for any specific position.

3) For a Life Member to be elected by the Referee Committee, he or she will require a 70% majority of the Referee Committee and Active Life Members prior to or at the Annual Meeting. There shall not be more than 3 active Life Members at any giving time.

4) The SRA is chosen by the Adult and Youth Presidents every two (2) years by alternating the selection between the Adult and Youth President starting with the Adult President at the AGM or soon thereafter. If the Adult and Youth President cannot agree on the SRA, the candidates will be presented to the Referee Committee for an election. The winner of the election will require a 51% majority of the Referee Committee.

5) Treasurer, Registrar North, State Referee Assignor, Trustee, and State Director of Assessor will be elected for two (2) year term in EVEN years.

The Secretary, Director of Instructions, Director of Purchasing, Registrar South, Director of Elite Referee Development and General Counsel will be elected for a two (2) year term in ODD years.

The SYRA will be appointed by the Youth President, after consultation with the State Referee Administrator per USSF guidelines.

The SARA will be appointed by the Adult President after consultation with the State Referee Administrator per USSF guidelines.

6) The Chairperson (Current President of Adult or Youth) will alternate for a period of 2 years every EVEN year. They will not be subjected to an election.

7) The ENYSRA Treasurer shall be in charge of ENYSRA finances. He or She shall present a detailed report of the financial standing at each of the general meetings. He or she shall submit a full written financial report at the Annual General Meeting.

All checks issued by the ENYSRA, INC. shall require two [2] signatures. The signatories shall be the Treasurer and one of the following: State Referee Administrator (SRA), SYRA or SARA.

SECTION TWO: Annual General Meeting. Actions and Policies adopted by the Referee Committee shall be reported to the membership, or their authorized

representatives, at least once each year. Notice of the meeting shall be provided at least fifteen [15] days in advance of the meeting. The A.G.M. shall be held each year in the month of August.

ARTICLE SEVEN: REGULAR MEETINGS

ENYSRA will have monthly meetings during the months of: August, September, October, November, January, March, April, May, and June. There will be no meetings during the months of July, December and February. The Chairperson or the SRA are the only individuals who can schedule meetings.

ARTICLE EIGHT: DISSOLUTION

In case of dissolution of the ENYSRA, INC. all remaining assets shall revert to the Eastern New York State Adult Soccer Association, Inc, or the Eastern New York Youth Soccer Association, Inc. (only if the ENYSSA is not in existence), in the trust of the succeeding referee council, properly constituted and organized, and affiliated with USSF.

ARTICLE NINE: AMENDMENTS TO THE BY-LAWS

All future amendments will require a 75% majority vote.