

DESOTO SOCCER ASSOCIATION DESOTO, TEXAS

BY-LAWS

BY-LAWS INDEX

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DESOTO SOCCER ASSOCIATION DESOTO, TEXAS

BY-LAWS

ARTICLE I - NAME, AFFILIATION AND BOUNDARIES

SECTION A—The name of this corporation shall be the DESOTO SOCCER ASSOCIATION (hereinafter referred to as DSA). The DSA is a nonprofit organization.

SECTION B - DSA is a member of the North Texas State Soccer Association (NTSSA) and, through it, a member of the United States Soccer Federation (USSF).

SECTION C - The boundaries of the DSA shall consist of the DeSoto Independent School District. The DSA shall maintain a permanent mailing address in the form of a Post Office Box in DeSoto, Texas. This PO Box shall be the official mail address for the DSA and should appear on all correspondence of the DSA.

ARTICLE II - PURPOSE AND ACTIVITIES

SECTION A - The DeSoto Soccer Association is Texas a nonprofit organization organized exclusively for charitable purposes to promote, foster, and advance the cause of soccer for youth within its territory under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SECTION B

1. DSA shall have and continuously maintain in DeSoto a registered office and a registered agent whose office is identical to such registered office. The address of the registered office may be changed from time to time by the Board of Directors.
2. DSA is and shall continue to be without capital stock and shall be non-profit sharing. No part of the income or property of DSA shall inure directly to the benefit of any incorporator, director, member or officer, or to any person participating in the corporate enterprise. No part of the activity of DSA is or shall be the carrying on of propaganda or otherwise attempting to influence legislation, and does not include and will not include the participation in or intervention in (including the publishing or distribution of statements) any political campaign of any candidate for public office.
3. The name of DSA or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any interest or any purpose not appropriately related to the purposes of DSA.

4. Notwithstanding any other provision, DSA shall not carry on any activities not permitted to be carried on (i) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

5. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code or shall be distributed to the federal government.

ARTICLE III - MEMBERSHIP

SECTION A - Membership in the DSA shall consist of three types.

1. Voting Member - Board of directors elected by General Membership
2. Voting Member - General Assembly Coach of Record
3. Non-voting members - Players, parents, and community stakeholders.

SECTION B For the general assembly, each team will have one (1) vote during general assembly meetings. Each voting member shall have only one vote regardless of the number of teams coached, board position, and/or players registered.

SECTION C Any member may be expelled, and his membership forfeited or suspended by a 51 % vote of the Board of Directors for violating the DSA By-laws, Code of Conduct, or rules or conduct not in the best interest of DSA.

SECTION D Upon receiving a charge against a member, an Appeals and Disciplinary Hearing Committee (A&D committee) comprised of any four voting members of the Board of Directors and the Vice President as the chair of the A&D committee within 14 business days to decide the disposition of the charge. All persons directly involved with the charge will be invited to the hearing to state their position. The A&D committee should inform the accused verbally or via email within 24 hours and send a written reply to the member instituting the charge and the accused member upon the final Appeals & Disciplinary Committee decision via email.

SECTION E Any member who has been charged with an offense and has had action taken has the right to appeal this action to NTSSA at the corporate offices.

SECTION F Appellate Procedures

1. All those under the jurisdiction of DSA are reminded they must exhaust all appellate procedures of this association on all matters covered by these rules before the state Association can acquire the authority to hear the appeal under its regulations.
2. DSA or the A&D Committee may set the rules and structure of the hearing, including but not limited to the time allocated to each witness. It may also determine if the hearing will be open or closed.
3. An appeal of decisions made by the DSA A&D committee will be made to the DSA Board of Directors in accordance with procedures established in this section. An appeal of the decision presented to the DSA Board of Directors shall be:
 - A. In writing;
 - B. Made to the President of DSA within five days of receipt of written notice of A&D Committee.
 - C. Fees as specified will be in cash or certified check and will accompany the written notice of appeal;
 - D. Filing fees for appeals will under no circumstance be waived. Fees will only be refunded to the appealing party if the previous decision is overruled. Fees will be:
 - All players and coach appeals - \$25.00
 - Team appeals - \$50.00
4. The A&D Committee will meet for all appeals adequately filed by a coach.
5. DSA will make these rules available to every member, player, parent, coach, team manager, and league administrator via a public website for free or in print at no cost to the participant. Additionally, DSA will make these rules available to City Parks and Recreation Department officials and NTSSA every year and after any bylaws update.
6. All members and participants in DSA Youth Soccer have requested to participate in our program. Therefore, those participants have agreed to abide by the articles of incorporation, Bylaws, rules, and regulations of the City of DeSoto, NTSSA, and DSA, as well as those of USSF. NTSSA's articles of incorporation and bylaws provide that it has jurisdiction over all members, playing associations, players, coaches, team managers, administrators, and referees who choose to affiliate.
7. DSA has been directed to form A&D Committees and hold hearings with the parties having the right to be present on every player/coach/cautioned or ejected and on referee reports of serious misconduct by spectators and/or parents as required by subsequent sections of NTSSA Rule XI. This association must furnish the NTSSA office with an up-to-date list of its A&D Chairman and Committee members, including their addresses and phone numbers.

ARTICLE IV - GOVERNANCE

SECTION A - The DSA shall be governed by the Board of Directors, which shall be empowered to conduct all business of the DSA to include but not limited to:

1. Making all policy decisions regarding DSA operation
2. Establish an annual budget.
3. Approve all expenditures not included in the budget, provided funds are available and not previously committed.
4. Establish fees for members.
5. Represent the DSA at Parks and Recreation Board meetings, City Council meetings, DeSoto ISD meetings, and NTSSA meetings
6. Hear disputes and hold the final right to rule on all DSA protests
7. Coordinate with NTSSA to set forth fair and equitable rules of play
8. THE WHOLE BOARD IS TO BE BONDED, AND FEES ARE PAID BY THE DSA.

SECTION B - The Board of Directors and their responsibilities are as follows:

1. **PRESIDENT** – An executive director-level position shall be charged with the overall administrative and executive function of the DSA as its chief executive officer. The President is a signer of any association checks.
2. **VICE-PRESIDENT** – An executive director-level position shall, in the absence of the President, perform the duties of the President. If the office of President is vacated before the expiration of that term, the Vice President will accede to the position of President. This position shall also be Tournament director of any tournament held in DeSoto by DSA during his term. The Vice President shall also be the Chairman of the DSA A&D committee and represent DSA at the Interplay A&D Committee hearings unless the meeting addresses matters involving the Vice President. At this point, the President shall replace him at such meeting. He shall ensure that the DSA Playing Rules Bylaws are kept current and updated as necessary. The Vice President is a signer of associations' checks.
3. **SECRETARY** – An executive director level position, shall (a) record and keep minutes of all Board and membership meetings, (b) have such minutes available for approval and inspection at all meetings, (c) arrange a location for DSA meetings, and (d) provide meeting agendas in coordination with the President.
4. **TREASURER** – An executive director-level position shall pay all bills as approved by the budget or the Board. The treasurer will keep a detailed account, prepare financial reports for the membership before each playing season, and have a current Treasurer's Report

available at each meeting, including financial statements to indicate all monies distributed, the purpose, and the amounts of said distribution. Shall maintain the DSA bank accounts at a local bank in DeSoto and sign all checks. The Treasurer shall prepare an annual budget and present it to the board before the beginning of the Fall season. They shall be responsible for maintaining the association's non-profit status and audits. The Treasurer shall be empowered to issue any check to satisfy the function of DSA. However, regardless of the amount, all checks must be signed by one other executive-level board member whose name appears on the signature card filed with the association's bank. All financial statements submitted by the Treasurer shall explain any disbursement not readily identifiable by the payee.

5. PUBLIC RELATIONS/MEDIA COORDINATOR – Will attend and or ensure representation of the DSA at meetings of the DeSoto Parks and Recreation Board, City Council and DeSoto Independent School District. Shall report to the board the proceedings of all meetings attended where information was relevant to the DSA. This member will be responsible for disseminating the information pertaining to our pre-season sign-up, ensuring timely sign purchases and placement prior to the fall and spring registration and for notifying the public of any important information or events through the local newspaper and the NTSSA “Pitch”. The Public Relations Coordinator or designee will also be responsible to maintaining an association website; this may be done through a DSA website or with Best Southwest Soccer partners or the City of DeSoto.
6. NTSSA REPRESENTATIVE – Shall represent the DSA as necessary at all regular meetings of the NTSSA and shall report the business of said meetings to the Board at the next Board meeting. In the event attendance was not required, the NTSSA representative shall obtain minutes of the meeting missed. He shall circulate the information to the respective parties involved. He shall appoint an alternate to fulfill his position if he cannot attend a meeting. NTSSA Representative shall assist the President in performing his duties and assist the presiding officer in enforcing ROBERT’S RULES OF ORDER.
7. COACHING CHAIRMAN—This position will be responsible for the ongoing training of our coaches. It will schedule and coordinate training classes as needed to upgrade and improve the level of our coaching staff.
8. AGE GROUP COMMISSIONERS—The commissioner will be responsible for administrating the age groups of boys and girls between the ages of 3 thur 19 during the current soccer year. The Commissioners will work directly with the registrar. With the assistance of the registrar, the commissioners shall verify the information obtained on the

membership enrollment. The commissioners will receive and disseminate players equitably to ensure that every player gets fair treatment. The commissioner's position must be presented to the Board for approval.

9. **FIELD COORDINATOR** – The field coordinator shall maintain the nets and corner flags used on the fields for DSA games. He will be required to keep an inventory of all equipment purchased by the DSA and ensure its safety. The field coordinator or other board members will ensure flags are on the fields before the first games on Saturday when games are scheduled and put away after the last games. He will ensure the president turns on the lights for scheduled weeknight games and practices. He will coordinate with the president to ensure the proper marking of the fields.

SECTION C—In the event the offices of President and Vice President become vacant simultaneously, the secretary shall assume the president's duties and preside over all meetings until the board can call a special election with the board members only to refill these positions. The person elected to replace the president shall be eligible to run for office at the next regular election.

SECTION D - Each voting member of the Board will have one (1) vote in all matters considered by the Board unless such issues present a conflict of interest with a board member. In such cases, the board member will not have a vote on any matter that could be construed as a conflict of interest. The exception is the president, who can only vote in the case of a tie vote and only if the item is not in conflict with the president. A quorum for a board meeting shall not be required to constitute a lawful meeting if the notices of such meeting were properly given. All actions at the meeting shall be legal regardless of the number present during a vote, provided the meeting has not been legally adjourned.

SECTION E—Any Board member, including the President, absent for three (3) months. Board meetings from June 1st through May 31st may have his office declared vacant by the remaining Board upon reviewing the circumstances of the absence. A vacancy in any office not elsewhere described shall be filled by vote of the Board for the remaining term of that position.

SECTION F—The Board will meet monthly during the year except in March, June, September, and December. The regular monthly meeting will be held on the second Monday of the month at a place and time to be announced by the president. They will also meet at any time when called by the president. (All meetings must properly notify the board with a minimum of seven (7) days prior notice through electronic means or via the US Postal Service.)

SECTION G - The following positions are paid independent contractors that answer to the Board. Direct day-to-day supervision of these positions is the responsibility of the President, with the Board providing advice and consent in all matters related to the performance of their duties. The service provided by these positions shall not be used for the personal gain of any board member. The positions are hired on a one-year contract basis with applications. Interested parties may submit resumes to the President before July 1 each year. Payment for service will be determined annually by the Board.

1. REFEREE ASSIGNOR - The position of Referee Assignor shall ensure that all youth games scheduled on DeSoto fields are adequately covered by competent referees and linesmen (as needed). He will provide a weekly referee schedule on who will work the games. The referee assignor will ensure all referees understand the game, new rules, and referee's conduct (how to handle concerns, disputes, and comments from coaches and parents), pay, and dress code. The position shall be a NON-VOTING position, and the current assignor will attend board meetings as requested by the board president. If the position becomes vacant, it shall be filled by vote of the board for the remaining term of that position. The assignor will be compensated for his duties at the agreed-upon rate by the board and the assignor before assuming responsibility. The position will come up for review by the board every year. At its discretion, the board will take bids from any registered parties at this time. Should the assignor fail to fulfill the duties to the satisfaction of the contract, the board will retain the right to seek out other individuals interested in performing the duties.

2. REGISTRAR – The registrar shall be responsible for ensuring the completion of all team registrations. He will train and direct the commissioners in their duties. He will review the birth certificates and maintain the registration of all teams playing in our association. He will maintain updated rosters each season and coordinate registration. The Registrar will be compensated for his duties at the agreed-upon rate by the board and the Registrar before assuming duties. This position will be a NON-VOTING position. The position will come up for review by the Board every year. At its discretion, the Board will take bids from any and all registered parties at this time. Should the Registrar fail to fulfill the duties to the satisfaction of the contract, the Board will retain the right to seek out other individuals interested in performing the duties.

ARTICLE V - ELECTIONS

SECTION A—The Board will call a general membership meeting in May to elect officers. The purpose of the meeting is to present available positions and take nominations. Board members must have served as coaches or parents for two seasons in the DeSoto Soccer Association. Executive board member nominees must live in DeSoto, Texas, and serve on the board of the DeSoto Soccer Association before elections.

SECTION B—The Executive Board shall consist of the President, Vice President, Treasurer, and Secretary. These board members shall be voted to two-year terms; the election of the President and secretary shall occur on even-numbered years, and the offices of the Vice President and Treasurer on odd-numbered years. The NTTSA Representative will serve a two-year term and vote on even years. All other board positions will have one-year terms and be nominated and elected yearly.

SECTION C—In April, the board will appoint a four-member nominating committee. No more than two members can be current board members. The committee will ensure that the coaches and parents know the available positions on the board and take nominations.

SECTION D—At least 14 days before the election, a list of the nominees for election will be sent to the coaches of record. No other nominees will be taken once it is sent.

SECTION E - The term of office will be June 1st through May 31st.

SECTION F - ROBERT’S RULES OF ORDER shall guide all meetings of the DSA.

ARTICLE VI - GENERAL MEMBERSHIP MEETINGS

SECTION A—The general membership is required to attend an annual meeting in May to elect the board members for the next year. Other business may be conducted at this meeting.

SECTION B—The general membership shall be required to attend a mandatory meeting prior to each season to review any changes in the playing rules, initiate the activities needed each season, and outline the necessary forms and documents. The president may call additional meetings at his discretion to conduct the business of the DSA. Any other two elected board members may call a general membership meeting at their discretion.

SECTION C - Members may request a general membership meeting for a specific purpose. The request should be made in writing to any member of the board. The board shall rule within seven days if a meeting should be called. If ruled favorable, the meeting should be called within seven days.

SECTION D—The quorum rule for the annual election meeting or any meeting of the association's general membership is crucial. It states that a quorum is not required to constitute a lawful meeting if the notices of such meeting were adequately given. This rule is designed to ensure the legitimacy of the meetings.

SECTION E To vote, a member must be considered a voting member as defined under ARTICLE III, MEMBERSHIP. In the absence of a team's head coach, the assistant coach or team manager of record may vote. In the absence of the head coach, assistant coach, and team manager, a parent of a player on that team can, with written designation from the head coach, vote on the position of that team. No proxy votes will be accepted.

SECTION F—The DSA's meetings are structured and guided by the well-established ROBERT'S ORDER RULES. These rules play a significant role in ensuring the smooth functioning of the meetings.

ARTICLE VII - ORGANIZATION OF TEAMS

DeSoto Soccer Association Playing rules will be available on the DSA website. These rules will augment and further define the rules outlined in these By-laws. They will take effect immediately after the By-laws amendments are approved and published. Everyone participating in soccer, playing within the control of the DeSoto Soccer Association, will be required to abide by these playing rules.

SECTION A - A team shall consist of one (1) head coach and one (1) assistant coach; the team may choose to have a team manager and the players. The head coach will be approved by DSA and assigned to a team. No team with an outstanding fine will be allowed to register for the upcoming season until the fine is paid. Each coach, assistant coach, and team manager shall complete a risk management form for background checks to be performed by NTSSA in accordance with NTSSA rules.

SECTION B - The commissioners will contact the prior season coaches to determine their intent to return as coach. If the coach is not returning, recommendations for a new coach should be obtained from the departing coach. The commissioners should contact potential coaches to hold an existing team together. Once a coach for an existing team is confirmed/secured, all returning players will be on their last season's team unless their parents request a change or the player must change due to age conflicts. See below for further discussion on changing teams.

If no parent steps forward to coach the team and the commissioners are unable to find a coach, the team will be disbanded, and all players will be placed in the age group player pool.

New players will be added to a “pool” of players and assigned to incomplete teams or new teams by the DSA Registrar. New players to DSA can request placement on an existing team. Every effort will be made to accommodate the request. No players will be placed on teams that would cause the team to exceed the maximum roster size.

Coaches cannot recruit, pick up, or solicit players outside the “pool.” This is done to balance playing ability between teams playing in the DSA. The assignment shall be made according to NTSSA Playing Rules 4.8.6

Players of the same family may play on the same team if they are of the same age group without special permission. A player may also play on the team that his parent or head coach coaches without special permission, provided the team does not exceed maximum limits.

For a player to change teams, the player’s parents must request the change, and a written special request must be obtained from the registrar in accordance with NTSSA rules. If that player will be assigned to the team requested (space permitting), or if no team is asked for, the player will be placed in the “pool.” If placed from the pool, he will then register with the team he is assigned to by the respective Registrar/Age Group Coordinator. Change and/or special requests will not be made to the detriment of any team or the association.

Players may not be contacted or recruited during the soccer year, except as noted, by coaches, players, parents, or any other party representing another team. Any coach, assistant coach or player violating this rule will be suspended immediately for a period set forth by the Board for a minimum of one (1) full year commencing with the date of the suspension.

A coach cannot remove players from his roster to add new (transfer) players.

A coach may not go outside of DSA to sign up players if they are present in the pool. All players in the “pool” will be placed before coaches are allowed to find players on their own. Any coach who knows of a player wishing to play MUST send that player through the formal registration process for the player to be assigned to a team. Players outside the district must obtain a release from their home association to be assigned within the DSA.

Under NO circumstances will any form of player tryouts be allowed for the recreational teams playing in the DSA in any age group consistent with NTSSA rules.

The United States Youth Soccer Association (USYSA) modified rules for playing soccer to specify the maximum number that may be carried on a roster.

Age Group	Maximum Players
Under 4 to Under 8	8 players
Under 9 to Under 10	12 players
Under 11 to Under 12	16 players
Under 13 to Under 14	18 players
Under 15 and above	22 player

Coaches will be required to carry the maximum roster if there are players in the “pool” in his age group.

SECTION C - The soccer year is defined as September 1st of the current year to August 31st of the following year.

The Under-6-age division shall be made up of teams whose players will be 3 years old on or before July 31st of the immediately preceding soccer year. The current soccer year begins on September 1st and ends on August 31st of the following year. EXCEPTION: Players 3 years old before January 1st of the current soccer year will be permitted to participate in the Under-6- age division in the spring. (A player must be 3 by July 31st to play in the fall season or by December 31st to play in the spring season.)

The Under-8 age division shall consist of teams whose players will be 6 or 7 years old as of July 31st of the current soccer year.

The Under-10 age division shall consist of teams whose players will be 8 or 9 as of July 31st of the current soccer year.

The Under-12 age division shall consist of teams whose players will be 10 or 11 as of July 31st of the current soccer year.

The Under-14 age division shall consist of teams whose players will be 12 or 13 as of July 31st of the current soccer year.

The Under-16 age division shall consist of teams whose players will be 14 or 15 as of July 31st of the current soccer year.

The Under-19 age division shall consist of teams whose players will be 16, 17, or 18 as of July 31st of the current soccer year.

The board may establish other age divisions necessary to accommodate the number of players in a given age group.

SECTION D - To upgrade the coaching level of our playing association members, the following requirements will be enforced:

All new coaches should attend a “G” clinic or coaching clinic, if one is scheduled, prior to or during their first season.

The DSA will ensure all coaches know about coaches’ clinics through the NTSSA. Clinics are recommended for any coach coaching soccer.

Coaches will be expected to take advantage of this opportunity and attend these clinics as they become available.

The board or your Coaching Chairman will periodically arrange for outside instruction. Coaches should make every effort to attend these training sessions to improve their own knowledge of the game.

ARTICLE VIII - CODE OF CONDUCT/ETHICS

DSA shall maintain a Code of Conduct for players, coaches, parents, and other participants. This code of conduct shall be available to all participants or interested parties in hard copy and/or on the association’s website.

ARTICLE IX - PRIVACY POLICY

Use of Public and Non-Public Information

DeSoto Soccer Association (DSA) is the sponsor and provider of www.desotosoccertx.com. Desotosoccertx.com and DSA provides information and resources designed to enhance the soccer experience for DeSoto children.

This privacy policy applies to the information use of members and participants public and non-public. Information such as, but not limited to names and ages, birth certificates, phone numbers, street addresses, email, other electronic messaging addresses, school and work information collected during registration of each soccer season and on the Web site located at desotosoccertx.com.

DSA takes your privacy seriously. Because we gather certain types of information about our users, we want to help you understand the terms and conditions surrounding the collection and use of that information. This privacy policy discloses the types of information we gather, how we use it, and how to correct or change it.

SECTION A - What personally identifiable information does DSA collect?

DSA's primary goal in collecting personal information is to advance DSA's mission and administration to maximize your soccer experience. DSA collects personally identifiable information when you provide it to us by registration and/or by logging in to the site as a member. Once you log in to the site, you are no longer anonymous to us.

SECTION B - What anonymous information does DSA collect?

Your Internet browser has a feature called "cookies" which stores small amounts of data on your computer about your visit to our site. However, cookies tell us nothing about who you are unless you specifically give us personally identifiable information. You do not need to have cookies turned on to visit DSA. In addition, you may elect not to allow cookies to be collected by selecting certain options on your browser.

DSA also automatically receives and records information from our servers and from your browser, including your IP address, the time, and information about the page you requested.

We may use tracking technologies in a variety of ways, including:

1. keeping count of return visits to our site
2. accumulating and reporting anonymous, aggregate (data collected in mass), statistical information on site usage
3. determining which features users like best
4. Saving your password so you don't have to re-enter it each time you visit our site.

SECTION C - How does DSA use the information?

DSA may use your information to process transactions and to alert you to new information, products and services, events and other opportunities. On a very limited basis DSA may make your information available to NTSSA, our Best Southwest Soccer Partners, and/or DeSoto Parks and Recreation officials for the sole purpose of informing you about soccer opportunities in the area or furthering the affairs of DSA. Additionally, we may use tracking information to determine how much interest a page generates overall based on aggregate user demographics and traffic patterns to those pages. This helps us continue to better understand our users and their needs. The use of electronic messaging is to be used ~~to strictly~~ to communicate vital information about DSA, game and practice information, field conditions, and facility closings. DSA may also use electronic messaging to inform participants and members of registration dates, special events, meetings and hearings specifically related to the interest of DSA and its members and participants. Members and /or Participants failing to abide by this policy are subject to suspension, revocation, and/or fined as set forth in the DSA Bylaws.

SECTION D - Is my use of the web site secure?

We use industry-standard encryption technologies when transferring and receiving your information. Additionally, we implement commercially reasonable security measures at our physical facilities to protect against loss or misuse of your information.

SECTION E - What are my options?

Users who would rather not provide the user data requested by our Membership application process or provide the required log in information do not need to join or log in to the site. You can still view some of the content and use some of the services offered by our site without being a member of DSA. We also give users the choice to opt not to provide certain personal information when joining.

SECTION F - How will I know if the privacy policy is changed?

Any modifications to our privacy policy will be reflected first in this notice of our privacy policy. If there is a material change in our privacy practices, we will indicate on our site that our privacy practices have changed and provide a link to the revised privacy policy. If we intend to use information collected from users in a manner materially different from that stated at the time of collection, we will send affected users written notice of the change.

SECTION G - How can I update my personally identifiable information?

You can correct or change the information collected when you joined by logging on to the site with your ID and password and following the online directions. Users who are experiencing problems or who have questions about how our services work can contact us by e-mailing webmaster@desotosoccertx.com. Currently, we do not offer users a means by which to completely delete personal information established at the time of joining.

SECTION H - Privacy of children

Desotosoccertx.com is not directed to children under the age of 13. We operate our site in compliance with the Children's Online Privacy Protection Act and do not permit application by, and will not knowingly collect or use personally identifiable information from anyone under 13 years of age.

SECTION I - Questions, comments

Questions regarding this privacy statement, or regarding any other aspects of Desotosoccertx.com, should be sent via e-mailing webmaster@Desotosoccertx.com. We try to reply promptly to every message. We may also file your comments to improve the site and program, or review and discard the information.

ARTICLE X – CONFLICT OF INTEREST POLICY

Article A - Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article B - Definitions

1. **Interested Person** - Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. **Financial Interest** - A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article C, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article C - Procedures

1. **Duty to Disclose** - In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. **Determining Whether a Conflict of Interest Exists** - After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or

arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article D - Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article E - Compensation

a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article F - Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a.** Has received a copy of the conflicts of interest policy,
- b.** Has read and understands the policy,
- c.** Has agreed to comply with the policy, and
- d.** Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article G - Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a.** Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b.** Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article H - Use of Outside Experts

When conducting the periodic reviews as provided for in Article G, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE XI - AMENDMENTS

These By-laws may be amended by a majority vote of a quorum of the general membership. Any proposed changes must be presented to the Board for their review. The Board will present them at the next mandatory general membership meeting if given 21 days from the submission of a proposed change to the meeting date. The changes will then be voted upon and if passed be incorporated into the By-laws.

These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted, at any regularly scheduled meeting of the Board of Directors provided, however, that all Board members have been given a written copy of the proposed changes. Changes may also be made to
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the By-laws as needed by vote of the Board members to correct inaccuracies, clarify, or comply with applicable laws. These changes shall be presented at the next mandatory general membership meeting.

The preceding is a true and accurate copy of the bylaws of this organization. These By-Laws were adopted 05/22/22.

Secretary, DeSoto Soccer Association

Disclaimer

1 Throughout this document, we have referred to persons involved in the stated purpose of this DSA. The personal pronouns "he", "him", "himself", "his", have been used. This is not intended to discriminate against any female member of the DSA as outlined in ARTICLE III, MEMBERSHIP. The male form of pronouns is used solely for simplicity in writing this document and to refer to a person whose sex is not known or is immaterial. In addition, nothing in this document should be construed to indicate that it is designed to favor one member over another because of race, color, creed, religion, age or national origin