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**BYLAWS OF  
OHIO YOUTH SOCCER ASSOCIATION NORTH**

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**ARTICLE I  
Name**

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The name of this organization shall be Ohio Youth Soccer Association North.

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**ARTICLE II  
Purpose**

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The object and purpose of this organization, organized as a non-profit corporation, shall be the supervision, regulation and promotion of youth soccer; to provide competition; and to provide for the development of soccer administration (i.e., leagues and club administrators) and soccer players, both male and female, through coaching, refereeing, and player training programs, to encourage good sportsmanship and fair play among all participants; all within the meaning of Section 501(c)(3) of the Internal Revenue Code and pursuant to the laws of the State of Ohio and the United States of America.

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**ARTICLE III  
Federation**

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The Ohio Youth Soccer Association North, herein known as OYSAN, is a member of the United States Youth Soccer Association, herein known as US Youth Soccer, and a member of the United States Soccer Federation, herein known as USSF. The USSF articles of incorporation, bylaws, policies, and requirements take precedence over the rules of OYSAN. In the event of a conflict between these bylaws and the articles of incorporation, bylaws, policies, and requirements of the USSF, the articles of incorporation, bylaws, policies, and requirements of the USSF govern. OYSAN will abide by all requirements to USSF Bylaw 213 including, but not limited to: submission of membership information, holding hearings and protecting rights of members, registration and all other matters.

The OYSAN articles of incorporation, bylaws, policies and requirements take precedence over and supercede the governing documents and decisions its members to the extent applicable under state law, and OYSAN and its members will abide by the USSF and the OYSAN articles, bylaws, policies and requirements. OYSAN shall be compliant with all rules and regulations of US Youth Soccer and rules and regulations of USSF to maintain affiliation.

**ARTICLE IV  
Members**

**Section 1. Classifications.** OYSAN shall have the following membership classifications:

- A. Affiliate Member.** Any properly constituted youth league interested in the promotion of youth soccer and operating within the territory with at least four (4) teams with a

46 schedule of play against each other or OYSAN members. Membership is granted by  
47 fulfilling all the requirements as identified in the policies and procedures.

48 **B. Associate Member.** Any entity, club or organization which has 100% of its  
49 membership affiliated with a member league or has 100% of its membership directly  
50 affiliated with OYSAN may join OYSAN as an associate member by fulfilling all the  
51 requirements of affiliate members. Associate members have no voting privileges.

52 **C. Direct Member.** OYSAN may offer direct membership to any person, and may conduct  
53 any program or service, if need can be established by the board of directors. This direct  
54 membership can apply to any person or group who participates in any direct program or  
55 service of the Ohio Youth Soccer Association North. OYSAN may provide insurance  
56 protection to direct members who sign up to participate in an OYSAN program or  
57 service; the protection is in effect during the program or service.

58 **Section 2. Eligibility.** No member shall be subject to suspension under Section 4 of United  
59 States Soccer Federation, Inc. (USSF) Bylaw 241, and to any amateur soccer organization in its  
60 territory.

### 61 **Section 3. Member Responsibilities.**

62 **A.** Each affiliate member shall:

- 63 1. register their players by submission of member data and payment of fees as  
64 required by the state registrar prior to practice or playing of games. Members  
65 may request an extension in the deadline, which may be granted by the  
66 executive director;
- 67 2. ensure a current copy of their bylaws is on file with the state office at all times.  
68 Such governing document must not contain material injurious to the purposes  
69 and policies of OYSAN or USSF or youth soccer in general; and
- 70 3. attend the annual general meeting.

71 **B.** Each associate member shall:

- 72 1. pay an annual fee; and
- 73 2. ensure a current copy of their bylaws is on file with the state office at all times.  
74 Such governing document must not contain material injurious to the purposes  
75 and policies of OYSAN or USSF or youth soccer in general.

76 **Section 4. Good Standing.** A member in good standing is one whose current OYSAN fees are  
77 paid and who complies with the provisions of the USSF Articles of Incorporation, Bylaws, and  
78 policies and bylaws and standing rules of OYSAN. The board of directors may review the  
79 status of any member. If any member fails to meet membership qualifications, the board of  
80 directors may make recommendation revoking their membership.

## 81 **ARTICLE V**

### 82 **Fees and Finance**

#### 83 **Section 1. Fees**

84 **A.** Annual fees for members shall be as determined by the board of directors. Annual fees  
85 for associate members shall be four times the fee for affiliate members.

86 **B.** Annual fees shall be due and payable to the OYSAN office as determined by the  
87 executive director or board of directors.

88 **C.** Registration fees shall be determined by the board of directors. The board of directors  
89 shall determine when these fees are to be submitted by each member.  
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92 **Section 2. Budget.** The board of directors has the power to establish and approve the budget  
93 and to establish such financial policies that will insure proper management of the finances of  
94 the organization.

95 **Section 3. Audit.** The financial records shall be audited every two years at the end of the fiscal  
96 year, by an independent auditor, and such other times as requested by the board of directors.  
97 The full audit report shall be presented to the members at the Annual General Meeting.

98 **Section 4. Compensation.** No volunteer member of the board of directors, committee  
99 chairman, or voting committee member shall receive compensation (other than reimbursement  
100 for expenses) for services or goods provided through a binding obligation unless the binding  
101 obligation is specifically approved by the board of directors. Any board member having a  
102 financial interest in the contract, letter of agreement, or verbal understanding shall abstain from  
103 voting.

104 **Section 5. Fiscal Year.** The fiscal year shall be from September 1 through August 31.  
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## 106 **ARTICLE VI** 107 **Officers** 108

109 **Section 1. Officers.** The elected officers shall be a president, a vice-president, a secretary, a  
110 treasurer, and four district commissioners.

### 111 **Section 2. Qualifications.**

112 **A.** A candidate for elected office shall:

- 113 1. Be in good standing with USSF, USYS and OYSAN for the past year;
- 114 2. Not be a paid employee of the organization;

115 **B.** A candidate for the office of president shall have served at least one preceding year on  
116 the board of directors.

117 **C.** Any person elected, appointed, or hired in the office or position of president, executive  
118 director or director of coaching must divest themselves from serving as a board member  
119 or employee and from other soccer clubs or leagues prior to taking office or prior to the  
120 first date of hire unless there is consent from the board of directors to do otherwise.

### 121 **Section 3. Term of Office.**

122 **A.** All officers shall serve for a term of two (2) years commencing January 1<sup>st</sup> or until their  
123 successors are elected or appointed.

124 **B.** Elected officers shall assume their respective offices on January 1<sup>st</sup>.

125 **C.** Officers may be removed, with cause and/or failure to attend meetings or failure to  
126 perform the duties of that office. Members are removed by a two-thirds vote of the  
127 voting members at an annual meeting, board of directors meeting, or a special meeting  
128 called for that purpose. The officer has a right to a hearing and appeal rights. The  
129 hearing will be by the board of directors with the officer who is the subject of the  
130 hearing not having a right to vote.

131 **Section 4. Duties of Officers.** The elected officers shall perform the duties provided in this  
132 section and such other duties as are prescribed for the office in these bylaws, by the board of  
133 directors, by the executive committee, by the president, or in the adopted parliamentary  
134 authority.

135 **A. Duties of the President.** The president shall:

- 136 1. be the chief executive officer in the handling of the day to day business through  
137 the Executive Director of OYSAN;

- 138 2. preside at all meetings of the board of directors, executive committee, annual  
139 general meeting, and other meetings of the organization;  
140 3. appoint all committees serving OYSAN;  
141 4. serve as an ex-officio member of all committees;  
142 5. serve as a US Youth Soccer delegate, a Midwest Regional US Youth Soccer  
143 delegate, and a delegate to USSF;  
144 6. serve as the immediate supervisor and conduct annual performance reviews of  
145 the executive director and director of coaching; and  
146 7. serve as a signed approver on OYSAN checks.
- 147 **B. Duties of the Vice-President.** The vice-president shall:  
148 1. perform the duties of the president in the absence of the president; and  
149 2. succeed to the office of president for the unexpired term in the event of a  
150 vacancy in that office.
- 151 **C. Duties of the Secretary.** The secretary shall:  
152 1. record the proceedings and maintain records of all board of director meetings,  
153 executive committee, and annual general meeting; and  
154 2. maintain all correspondence and communications essential to the conduct of  
155 business of the board of directors meetings.
- 156 **D. Duties of the Treasurer.** The treasurer shall:  
157 1. be custodian of all funds and responsible for all the financial affairs of OYSAN;  
158 2. oversee, through the executive director, adequate systems for controlling,  
159 recording and reporting of all income, expenses, assets, and liabilities;  
160 3. oversee the preparation of financial statements on a monthly basis and send  
161 them to the board of directors;  
162 4. shall be responsible for meeting all statutory financial requirements, including  
163 the filing of State and Federal returns;  
164 5. submit an audited annual financial report every two years and a financial review  
165 every other year completed by an independent auditor, for presentation at the  
166 annual general meeting.  
167 6. serve as a signed approver on OYSAN checks.
- 168 **E. Duties of District Commissioners.** The district commissioners shall:  
169 1. reside in the district;  
170 2. represent the district in matters addressed by the board of directors;  
171 3. coordinate activities within the district;  
172 4. be responsible for and ensure that the policies of OYSAN, US Youth Soccer,  
173 and USSF are carried out in their districts;  
174 5. hold two (2) district meetings per year;  
175 6. be able to hold an office concurrently in a member organization;  
176 7. attend their respective member organizations' annual general meetings by  
177 invitation;  
178 8. review, with the executive director, all bylaws received from new and existing  
179 member organizations within the district;  
180 9. review, with the executive director, a new member organization application for  
181 proposal to the board of directors for approval;  
182 10. review tournament sites within the district.

183 **Section 5. Nomination and Election of Officers.**

184 **A. Nominations.**

- 185 1. In order to be considered for office, nominations documenting the qualifications  
186 for the nominee with their written consent to serve and the written endorsement  
187 of any two officers of their member organization, shall be submitted to the  
188 OYSAN Headquarters postmarked no later than thirty (30) days prior to the  
189 annual general meeting. (Refer to OYSAN Rules for qualifications.)  
190 2. The names and qualifications of candidates meeting eligibility requirements  
191 shall be sent to the member organizations no less than 14 days prior to the  
192 annual general meeting.  
193 3. Nominations from the floor shall not be allowed.

194 **B. Elections.**

- 195 1. Officers shall be elected by ballot at the annual general meeting. If there is but  
196 one (1) nominee for office, the vote may be taken by voice.  
197 2. The president, treasurer, district 2 commissioner, and district 4 commissioner  
198 shall be elected by a majority vote in the even-numbered years.  
199 3. The vice-president, secretary, district 1 commissioner, and district 3  
200 commissioner shall be elected by a majority vote in the odd-numbered years.  
201 4. To be eligible to be elected, a district commissioner must be nominated by one  
202 of the member organizations assigned by the board of directors to that district.  
203 5. The district commissioners shall be elected by a majority vote during a district  
204 meeting. Such meeting shall be held no less than two weeks prior to the annual  
205 general meeting in the year of the election to elect the district commissioner.  
206 Each affiliated member organization shall receive one (1) vote during the  
207 election of the district commissioner. Election shall be by ballot unless there is  
208 but one (1) nominee for office, when the vote may be taken by voice.

209 **Section 6. Vacancy in Elected Office.**

- 210 **A.** A vacancy in the office of president shall be filled by the vice-president.  
211 **B.** A vacancy in the office of a district commissioner shall be filled by a vote of the board  
212 of directors until the next regular election of the district commissioner.  
213 **C.** Any other vacancy in elected office shall be filled by a vote of the board of directors  
214 until the next annual general meeting. At the next annual meeting, a person will be  
215 elected to fulfill the remainder of the term.

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217 **ARTICLE VII**  
218 **Meetings**  
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220 **Section 1. Parliamentarian.** A parliamentarian shall serve in an advisory capacity while in  
221 attendance at any meeting.

222 **Section 2. Annual General Meeting.**

- 223 **A.** Annual general meetings shall be held between November 1 and November 30 at a time  
224 and location determined by the board of directors.  
225 **B.** Meetings shall be for the purpose of electing officers; receiving reports of the officers  
226 and committees; approving the actions of the board of directors since the previous  
227 annual general meeting; and such other business as may properly come before it.

228 C. Notice shall be sent to all members in writing through U.S. or electronic mail at least 30  
229 days prior to the meeting.

230 D. Voting for the annual general meeting is per Section 5 of this Article.

231 E. Affiliated leagues or members who fail to attend the annual general meeting or provide  
232 a proxy as indicated in Section 6A2(a) of this article shall be assessed a fine as  
233 established by the board of directors.

234 **Section 3. Special Meetings.**

235 A. Special meetings of OYSAN may be called by the president or by the majority of the  
236 board of directors or upon petition by at least 25 affiliate members.

237 B. No business other than that stated in the meeting notice may be transacted.

238 C. Notification of the meeting shall be sent to all members through U.S. or electronic mail  
239 at least 30 days prior to the meeting.

240 **Section 4. Quorum.** The quorum at any annual general meeting shall be a majority of the  
241 voting members who have been registered with the credentials committee as in attendance,  
242 provided that at least 5 members in good standing and at least 5 elected officers are  
243 represented. To transact any business at any special meeting, there shall be a minimum of 25  
244 members in good standing and at least 5 elected officers present to constitute a quorum.

245 **Section 5. Voting Body.**

246 A. The voting body shall be composed of the following:

- 247 1. Members of the board of directors who receive 1 (one) vote each;  
248 2. Affiliate members, in good standing, shall have voting powers as set forth  
249 herein:

250	1-249 players	1 (one) vote
251	250-499 players	2 (two) votes
252	500-749 players	3 (three) votes
253	750-999 players	4 (four) votes
254	1000-1499 players	5 (five) votes
255	1500-1999 players	6 (six) votes
256	2000-2499 players	7 (seven) votes
257	2500-2999 players	8 (eight) votes
258	3000-3999 players	9 (nine) votes
259	4000-4999 players	10 (ten) votes
260	5000-5999 players	11 (eleven) votes
261	6000 or more players	12 (twelve) votes

262 (a.) If unable to attend, a proxy declaration as to who is entitled to vote must  
263 be received by the state registrar at least five (5) days prior to the annual  
264 general meeting. The proxy statement must be notarized, or must be on  
265 a statement with the league president's name and original league stamp  
266 mark imprinted. For the entire meeting, the votes for every decision are  
267 given to the person carrying the proxy.

268 3. Direct members may cast one vote collectively.

269 **Section 6. Cancellation.** In the event of a national or local emergency, the executive  
270 committee by an affirmative vote of three (3) members in a meeting, by mail or telephone, may  
271 dispense with any meeting of OYSAN. Notice of cancellation of a meeting must be made 24  
272 hours before the scheduled meeting. Notification can be made by mail, electronically, or by  
273 phone. The meeting shall be rescheduled in a reasonable amount of time.

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**ARTICLE VIII**  
**Board of Directors**

**Section 1. Composition.**

- A. The members of the board of directors shall be:
  - 1. elected officers
  - 2. state director of coaching (ex officio non-voting)
  - 3. state youth referee administrator (ex officio non-voting)
  - 4. executive director (ex officio non-voting)

**Section 2. Duties.** The board of directors shall:

- A. have full powers and authority as set forth in these bylaws, rules, and policies of OYSAN;
- B. be the policy making body of the organization;
- C. promulgate and enforce rules governing the activities of the organization;
- D. have authority to appoint standing or special committees of the organization as deemed necessary;
- E. fill vacancies, except for the office of president or vice-president. A majority vote shall elect;
- F. adopt standing rules as needed to carry out the business of the board of directors;
- G. ensure that the bylaws and other policies of the OYSAN are not in conflict with the policies of the USSF;
- H. elect persons to fill other delegate votes to USSF, US Youth Soccer, and other organizations other than the delegate vote automatic with the president. The board may direct the president to cast all votes and may direct the will of the association in casting votes;
- I. establish dues, fees, charges, and fee schedules, giving notice to all member organizations, as authorized under Article V;
- J. approves the membership/affiliation of leagues and determine what district such new leagues will be placed in;
- K. have the power to establish and approve the budget and to establish such financial policies that will insure proper management of the finances of the organization;
- L. report notice of actions and policies adopted by the board to the members at the annual general meeting for ratification; and
- M. have authority to bar completely, suspend, or otherwise discipline, any player, coach, manager, team assignment, member organization officer, state board member, team, league, or other organization affiliated with or representing OYSAN for unacceptable behavior conduct either in carrying out the duties of their position or while holding aforementioned offices and/or position, by a two-thirds vote of the board of directors.

**Section 3. Meetings.**

- A. **Regular.** A regular meeting of the board of directors shall be held immediately following the annual general meeting for the purpose of adopting any bylaw amendments. Other regular meetings shall be held at least monthly as determined by the board of directors with meeting notice published to the members.
- B. **Organizational Planning Meeting.** A meeting for planning the ensuing year and approving the appointments of the president shall be held annually in July. Committee

320 appointments may be made at other times during the year as deemed appropriate with  
321 approval of the Board of Directors. Committee Chair appointments shall be confirmed  
322 by the board of directors, and the yearly calendar will be approved.

323 **C. Special.** Other meetings may be held as may be determined by the president or majority  
324 of the board of directors. At least five days but notice of meetings shall be given to the  
325 members of the board of directors.

326 **Section 4. Quorum.** A majority of the board members shall constitute a quorum for all  
327 meetings of the board of directors.

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329 **ARTICLE IX**  
330 **Executive Committee**

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332 **Section 1. Composition.** The executive committee shall consist of the president,  
333 vice-president, secretary, treasurer, and executive director (ex-officio/non-voting).

334 **Section 2. Duties.**

335 **A.** The executive committee shall:

- 336 1. be empowered to act for the board of directors when it is not feasible to call a  
337 meeting of the board of directors;
- 338 2. have the authority to employ the executive director and director of coaching; and
- 339 3. be aware that all actions of the executive committee are subject to ratifications  
340 by the board of directors at the next regularly scheduled meeting.

341 **Section 3. Meetings.** Meetings shall be at the call of the president or any two (2) members and  
342 shall require a notice to the members of at least three (3) days.

343 **Section 4. Quorum.** A majority of the executive committee shall constitute a quorum for all  
344 meetings. A member of the executive committee may participate in a meeting by means of a  
345 conference telephone or similar communication equipment, by means of which all persons  
346 participating in the meeting can hear each other, and their participation shall constitute presence  
347 at the meeting.

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349 **ARTICLE X**  
350 **Committees**

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352 **Section 1. Composition.** The board of directors may establish standing and special committees  
353 as authorized under Article VIII, Section 2D. Upon establishment, the duties are assigned by  
354 the president or board of directors. The committee chairmen are appointed by the president and  
355 approved by the board of directors.

356 **Section 2. Term.** Committee members serve for one year with the committee chairperson  
357 serving at the discretion of the president and/or board of directors.

358 **Section 3. Ex-officio Members.** The president and executive director shall serve as an ex-  
359 officio member of all committees who may advise and facilitate the committees as needed and  
360 supervise the committees on fiscal responsibility and OYSAN policies.

361 **Section 4. Committee Chairpersons.** Committee appointments are made by the president with  
362 the approval of the board of directors.

363 **Section 5. Special Committees.** In addition to the regulations prescribed in this Article,  
364 appointments of the president to special committees and approval by the board of directors may  
365 happen any time during the year. Special committees may be appointed for a specified period



366 of time to perform various assigned committee functions. The terms of special committee  
367 members and chairpersons expire at the will of the board of directors.

368  
369 **ARTICLE XI**  
370 **Geographic Boundaries**

371  
372 **Section 1. Boundaries.** The territorial boundaries of OYSAN shall include all northern  
373 counties of the State of Ohio, separated from the Ohio South Youth Soccer Association by the  
374 southern boundaries of the counties of Mercer, Auglaize, Hardin, the eastern boundary of  
375 Hardin, the southern boundaries of Wyandot and Crawford to the Morrow County line, the  
376 western and southern boundary of Morrow, Knox, Coshocton and Tuscarawas, the southern  
377 boundary of Harrison to the Belmont line, the western and southern boundaries of Belmont  
378 County. The United States Soccer Federation can change these boundaries.

379 **Section 2. Districts.** The territorial boundaries shall be divided into four districts—they are  
380 generally the eastern area of the state, the eastern part of Cuyahoga County and the  
381 Akron/Canton area, the western part of Cuyahoga County and the Mansfield area, and the  
382 western part of the state.

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384 **ARTICLE XII**  
385 **Insignia**

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387 **Section 1. Colors.** The official colors of the OYSAN shall be red, white and blue.

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389 **ARTICLE XIII**  
390 **Discipline**

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392 **Section 1. Revocation of Membership.** Any affiliate, associate or allied member with  
393 registrations and all fees paid, may be removed for not following the OYSAN and/or USSF  
394 bylaws, and rules, and by not enforcing disciplinary judgments on members. A hearing by the  
395 board of directors will be held to remove a member. Notice must be given at least 30 days in  
396 advance of the board of directors meeting to the affected organization. The member has all  
397 rights pertaining to a hearing, and rights of appeal to the USSF. A three-fourths vote of the  
398 board of directors is needed to remove a member.

399 **Section 2. Hearings.** Hearings held in OYSAN for disciplinary or other purposes will be held  
400 in accordance with the USSF rules for hearings.

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402 **ARTICLE XIV**  
403 **Administrative Operations**

404  
405 **Section 1. Headquarters.** The headquarters shall be located at an office designated by the  
406 board of directors and shall be within the territory of the organization.

407 **Section 2. Executive Director.** The management of the day-to-day operations at headquarters  
408 shall be under the direction of an executive director.

409 **A. Accountability.** The executive director shall be hired by the executive committee. The  
410 president shall be the immediate supervisor of the executive director. The executive

411 director shall consult with and be responsible to the president between meetings of the  
412 executive committee.

413 **B. Duties.** The executive director shall:

- 414 1. be responsible, in consultation with the president, for the employment and  
415 supervision of such personnel, except the director of coaching, as required to  
416 carry out the duties of the headquarters office provided that such employment  
417 falls within the constraints established by the adopted budget and personnel  
418 policies established by the executive committee;
- 419 2. be responsible for managing the day to day business and carrying out the  
420 policies of the organization as assigned by the president, executive committee,  
421 or board of directors;
- 422 3. manage a board-approved budget and handle financial responsibilities in  
423 coordination with the treasurer;
- 424 4. provide reports on all aspects of the administration and programs of OYSAN to  
425 the board of directors and members;
- 426 5. serve as an ex-officio members of all committees; and
- 427 6. perform such other duties as stated in the bylaws and other governing documents  
428 of OYSAN.

429 **Section 3. Director of Coaching.** The director of coaching shall be hired by the executive  
430 committee. The president shall be the immediate supervisor of the director of coaching. The  
431 director of coaching shall consult with and be responsible to the president between meetings of  
432 the executive committee.

433 **Section 4. Policies.** OYSAN shall have policies on registration, travel and tournaments,  
434 discipline and appeals, finance, sexual and physical abuse, and health and safety of players.  
435 Other policies may be established as deemed necessary by the board of directors, executive  
436 committee or executive director.

437 **Section 5. Written Reports.** All written reports will be kept in the state office and by the  
438 appropriate administrators.

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## ARTICLE XV Electronic Meetings

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443 The board of directors, executive committee, standing committees, and special committees are  
444 authorized to meet by telephone conference or through other electronic communications media  
445 so long as all the members may simultaneously hear each other and participate during the  
446 meeting.

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## ARTICLE XVI Discrimination and Conflict of Interest

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450

451 OYSAN will not discriminate against any individual on the basis of race, color, religion, age,  
452 sex or national origin. OYSAN will not join any organization that has requirements that  
453 conflict with the USSF articles, bylaws, policies and requirements. Registration with OYSAN  
454 is registration with USSF.

455

456 **ARTICLE XVII**  
457 **Indemnification**

458  
459 Any director, officer, employee, or agent of OYSAN who was or is a party or is threatened to  
460 be made a party to any threatened, pending or completed action, suit, or proceedings, shall be  
461 indemnified for all expenses and liabilities actually and reasonably incurred in connection  
462 therewith to the extent permitted by the Revised Code of Ohio.  
463

464 **ARTICLE XVIII**  
465 **Dissolution**

466  
467 In the event of dissolution of this organization, the assets of the organization shall be  
468 distributed to the United States Soccer Federation, or any other eligible non-profit organization  
469 as directed by the majority of the board of directors. Three-fourths (3/4) vote of member  
470 leagues/clubs and board of directors is required to dissolve and end this organization.  
471

472 **ARTICLE XIX**  
473 **Parliamentary Authority**

474  
475 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall  
476 govern the organization in all cases to which they are applicable and in which they are not  
477 inconsistent with these bylaws, any special rules of order that OYSAN may adopt, and any  
478 statutes applicable to the organization that do not authorize the provisions of these bylaws to  
479 take precedence. The parliamentary authority of OYSAN shall be adopted by each member  
480 organization.  
481

482 **ARTICLE XX**  
483 **Amendments**

484  
485 **Section 1. Correlation with the Articles of Incorporation.** Article I and Article II of these  
486 bylaws shall be identical to the corresponding articles of the Articles of Incorporation.

487 **Section 2. Correlation with United States Soccer Federation.** Any amendment to these  
488 bylaws or OYSAN policies necessitated by amendments to the articles of incorporation,  
489 bylaws, policies, and requirements of USSF shall be automatically effected by the board of  
490 directors and reported to the members at the annual general meeting following the adoption of  
491 such amendments by USSF.

492 **Section 3. Amendment with Notice.** By two-thirds vote of the voting members, these bylaws  
493 may be amended at any annual meeting or duly called quarterly meeting provided that the  
494 amendment:

- 495 **A.** has been submitted by the board of directors and adopted by a two-thirds vote of the  
496 entire board;  
497 **B.** has been submitted by any affiliate member and submitted to the board of directors on  
498 or before 30 days prior to the annual meeting; and  
499 **C.** has been mailed to all voting members no less than 30 days prior to such meeting in  
500 which the proposed amendments will be voted upon together with identification of  
501 proposer(s)

502 **Section 4. Board Action.** Any amendment or revision to the bylaws adopted at a meeting  
503 under Section 2 of this Article must thereafter be approved by the board of directors by an  
504 affirmative vote of a majority of those present immediately after the meeting at which the  
505 amendment(s) were voted upon. All members of the board of directors present must sign a  
506 dated ratification page.

507 **Section 5. Effective Date.** Any revised bylaws and/or any amendments become effective after  
508 the adjournment of the meeting upon which it was voted providing there is no other specified  
509 effective date.

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Revised November 15, 2008