

GOVERNING DOCUMENTS
of the
HENDERSON SOCCER ASSOCIATION



**Amended and Restated Bylaws
& Operations Manual**

Adopted:05/28/2026

HENDERSON SOCCER ASSOCIATION

Amended and Restated Bylaws

ADOPTED: _05/26/2026_

ARTICLE I

NAME, PURPOSE, AND NONPROFIT STATUS

Section 1. Name

The name of the organization shall be Henderson Soccer Association (“Association”).

Section 2. Nonprofit Status

The Association is organized as a Texas nonprofit corporation and shall operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section 3. Purpose

The purposes of the Association are to:

- Promote and advance youth soccer
- Provide organized recreational soccer programs
- Foster sportsmanship, teamwork, and community engagement
- Support youth development through athletic participation

Section 4. Tax-Exempt Compliance

No part of the net earnings of the Association shall insure to the benefit of any private individual. The Association shall not participate in political campaigns nor attempt to influence legislation except as permitted under Section 501(c)(3).

Section 5. Dissolution Clause (Required for 501(c)(3))

Upon dissolution, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Section 6. Indemnification

The Association shall indemnify its Directors and Officers to the fullest extent permitted under Texas law.

ARTICLE II

MEMBERSHIP

Section 1. Voting Members

Voting members for purposes of electing Directors shall be:

- Head Coaches of registered teams in good standing during the current season
- Current Directors of the Association

Section 2. Annual Meeting Voting

Only voting members present at the Annual Meeting may vote.

A quorum shall consist of the voting members present at the meeting. No minimum number shall be required.

Section 3. No Operational Voting

Voting members shall not have authority over daily operations, discipline matters, or board decisions outside formal election and amendment votes.

ARTICLE III

BOARD OF DIRECTORS

Section 1. Authority

The Board of Directors (“Board”) shall govern the affairs of the Association.

The Board shall have authority to interpret and enforce these Bylaws and the Association’s Operations Manual. All officers, directors, committees, coaches, volunteers, and members shall comply with the Bylaws and the Operations Manual as duly adopted or amended by the Board.

Section 2. Size

The Board shall consist of no fewer than five (5) and no more than twelve (12) Directors. The exact number shall be determined annually by Board resolution.

Section 3. Terms

- **Directors shall serve two-year terms.**
- **Directors may serve no more than three (3) consecutive terms.**
- **After three consecutive terms, a Director must take a one-year break before being eligible again.**
- **Directors shall continue serving until their successor is elected and qualified.**

Section 4. Staggering

Terms shall be staggered to promote continuity.

Section 5. Eligibility

Directors must be members in good standing.

Candidates for President must have served at least one (1) year on the Board.

Section 6. Team Representation Limitation

No more than two (2) Directors may be affiliated with the same registered team during any season.

Section 7. Related Parties

No two related Directors (Blood, Marriage, or Domestic Partnership) may serve as President and Treasurer at the same time.

Section 8. Removal

A Director may be removed:

- **For three (3) unexcused absences**
- **By a two-thirds vote of the Board for cause**

Section 9. Vacancies

Vacancies shall be filled by majority vote of the Board until the next Annual Meeting.

ARTICLE IV

OFFICERS

Section 1. Officers

The Officers of the Association shall include:

- **President**
- **Vice President, Field Operations**
- **Vice President, Development**
- **Vice President, Coaching**
- **Vice president, Communications**
- **Treasurer**
- **Secretary**
- **Registrar**
- **Tournament Director**

The Board may create additional At-Large Director positions as needed.

Section 2. Election of Directors

Directors shall be elected at the Annual Meeting.

The Board shall elect Officers from among the Directors within seven (7) days of the Annual Meeting.

Section 3. Duties (High-Level Governance)

President

- **Presides at all meetings of the Board and Association**
- **Provides strategic leadership and organizational oversight**
- **Ensures Board policies and decisions are implemented**
- **Serves as primary external representative of the Association**
- **Exercises emergency authority when necessary, subject to Board review**

Vice President, Field Operations

- Oversees facilities, concessions, equipment, and field operations
- Ensures game-day logistics and operational readiness
- Supervises operational coordinators and support personnel
- Reports operational status and needs to the Board

Vice President, Development

- Oversees fundraising, sponsorships, and growth initiatives
- Cultivates community partnerships and external relationships
- Identifies long-term development opportunities for the Association
- Reports development efforts and revenue initiatives to the Board

Vice President, Coaching

- Oversees coaching standards and team development initiatives
- Coordinates seasonal game scheduling and competitive balance
- Supervises Division Commissioners
- Serves as primary liaison between coaches and the Board

Vice President, Communications

- Oversees official Association communications and public messaging
- Ensures timely and consistent communication with families and coaches
- Manages digital communication platforms and information flow
- Routes inquiries to the appropriate Board member or committee

Treasurer

- Oversees financial management
- Provides regular financial reporting
- Ensures compliance with financial controls

Secretary

- **Maintains records and minutes**
- **Oversees governance compliance**

Registrar

- **Oversees player registration and roster management processes**
- **Ensures accurate recordkeeping and compliance with league and governing body requirements**
- **Coordinates team formation and roster certification in collaboration with the Vice President, Coaching**
- **Maintains official player and team documentation for the Association**
- **Supervises registration support personnel or assistants as available**

Tournament Director

- **Oversees planning and execution of Association tournaments and special events**
- **Develops tournament structure, scheduling framework, and operational plan**
- **Works in coordination with the Vice President, Field Operations and assigned coordinators to ensure facility readiness and event logistics**
- **Works in collaboration with the Treasurer on budgeting and financial reporting**
- **Reports tournament outcomes and recommendations to the Board**

Member-at-Large (1-3 positions)

- **Serves as a voting member of the Board**
- **Supports Board initiatives and committee work as assigned**
- **Provides leadership support in areas of need**
- **May chair or serve on committees as designated by the Board**

Operational details shall be governed by the Association's Operations Manual.

ARTICLE V

COMMITTEES

The Board may establish committees as needed.

Standing committees may include:

- Concessions
- Communications
- Equipment
- Field Maintenance
- Volunteer Coordination
- Sponsorship
- Fundraising
- Tournament
- Awards

Committee Chairs are appointed annually and are not automatically Directors.

The immediate Past President may serve as an advisor to the Board at the discretion of the Board. Such advisor shall not be a Director, shall have no voting rights, and shall not be counted toward quorum.

ARTICLE VI

FINANCIAL POLICIES

Section 1. Fiscal Year

September 1 – August 31.

Section 2. Financial Controls

- The Association shall maintain appropriate financial controls and internal safeguards.
- Expenditures exceeding a Board-established threshold shall require two authorized signatures.
- Capital expenditures exceeding a Board-established threshold shall require approval by a two-thirds (2/3) vote of Directors then in office.
- The Board shall ensure an annual financial review or audit in accordance with policies set forth in the Operations Manual.
- Financial procedures and thresholds shall be maintained in the Association's Operations Manual and may be amended by Board resolution.

Section 3. Compensation

The Board may employ staff or independent contractors as deemed necessary.

ARTICLE VII

CONFLICT OF INTEREST

The Association shall maintain a written Conflict of Interest Policy consistent with IRS requirements for 501(c)(3) organizations.

ARTICLE VIII

MEETINGS

The Board shall meet at least quarterly.

Meetings may be held in person or electronically.

Meetings shall be conducted in a professional manner consistent with recognized parliamentary procedure as determined by the Board.

ARTICLE IX

AMENDMENTS

These Bylaws may be amended by a two-thirds vote of voting members present at a properly noticed Annual Meeting.

ARTICLE X

OPERATIONS MANUAL

Operational rules, league procedures, discipline policies, registration processes, and game regulations shall be maintained in an Operations Manual adopted by the Board.

The Operations Manual shall be binding on all officers, directors, committees, coaches, volunteers, and participants.

The Board may amend the Operations Manual by resolution as necessary to ensure effective administration of the Association.

ARTICLE XI

INDEMNIFICATION AND LIABILITY PROTECTION

Section 1. Indemnification of Directors and Officers

To the fullest extent permitted by the Texas Business Organizations Code, the Association shall indemnify any current or former Director, Officer, committee member, or authorized volunteer of the Association who was, is, or is threatened to be made a party to any proceeding, whether civil, criminal, administrative, or

investigative, by reason of the fact that such person is or was serving in such capacity on behalf of the Association.

Indemnification shall include reasonable expenses, including attorney's fees, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such proceeding, provided that the individual acted:

- In good faith;
- In a manner reasonably believed to be in the best interests of the Association; and
- With respect to criminal matters, without reasonable cause to believe the conduct was unlawful.

Section 2. Advancement of Expenses

Expenses incurred in defending a proceeding may be paid by the Association in advance of the final disposition of such proceeding upon receipt of a written affirmation by the individual that they have met the applicable standard of conduct and a written undertaking to repay such amount if it is ultimately determined that they are not entitled to indemnification.

Section 3. Insurance

The Association may purchase and maintain insurance on behalf of any Director, Officer, employee, or volunteer against any liability asserted against them and incurred in such capacity, whether or not the Association would have the power to indemnify them under applicable law.

Section 4. Non-Exclusivity

The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any agreement, vote of disinterested Directors, or otherwise, to the extent permitted by law.

Section 5. Limitation of Liability

To the fullest extent permitted by Texas law, a Director shall not be liable to the Association for monetary damages for acts or omissions performed in their capacity as Director, except for:

- Breach of loyalty to the Association;
- Acts or omissions not in good faith;
- Intentional misconduct or knowing violation of law;
- Transactions from which the Director received an improper personal benefit

Article XII

Appeals

Decisions of the Association may be appealed in accordance with applicable governing body requirements, including those of the North Texas State Soccer Association and the United States Soccer Federation, where applicable.

ARTICLE XIII

GOVERNING BODY COMPLIANCE

Section 1. Superseding Authority

The Association shall comply with the Constitution, Bylaws, policies, and rules of the North Texas State Soccer Association (NTSSA), the United States Soccer Federation (USSF), and any other governing body with jurisdiction. In the event of conflict between these Bylaws or the Operations Manual and governing body requirements, the governing body rules shall control.

Section 2. Recognition of Discipline

The Association shall recognize and enforce all suspensions and disciplinary actions issued by NTSSA, USSF, or other recognized governing authorities.

Section 3. Due Process

All disciplinary proceedings conducted by the Association shall provide fair notice, opportunity to respond, and an impartial decision-making body. Appeal rights shall be preserved in accordance with governing body requirements.

Written decisions shall be issued where required, and records shall be maintained consistent with governing body requirements.

HENDERSON SOCCER ASSOCIATION

OPERATIONS MANUAL

Adopted by Board Resolution: _____

Last Amended: _____

This Operations Manual is binding pursuant to Article X of the Bylaws. All officers, directors, coaches, volunteers, members, and participants shall comply.

SECTION 1 – GOVERNANCE & MEETINGS

1.1 General Meetings

1.1.1 Quarterly Meetings

The Association shall hold Quarterly General Meetings during the first, third, and fourth calendar quarters at a location designated by the President.

Notice shall be provided publicly via email, website, or social media at least seven (7) days prior.

1.1.2 Annual General Meeting

Held in April or May at a location designated by the President.

Order of business:

1. **Roll Call and Delegate Accreditation**
2. **Approval of Minutes**
3. **Communications**
4. **Unfinished Business**

5. **Officer & Committee Reports**
6. **Amendments**
7. **Election of Officers**
8. **New Business**
9. **Adjournment**

1.1.3 Special Meetings

May be called by:

- **The President, or**
- **One-fifth (1/5) of Voting Members in writing**

President must schedule within ten (10) days of valid request.

1.2 Parliamentary Procedure

Meetings shall be conducted in a professional manner consistent with Robert's Rules of Order unless otherwise determined by Board majority.

The President (or presiding officer) may:

- **Impose reasonable time limits**
- **Close portions of meetings when necessary for personnel, discipline, or legal matters**

SECTION 2 – BOARD OPERATIONS

2.1 Quorum

A simple majority of Directors constitutes a quorum for Board meetings.

2.2 Executive Authority

The Board manages all affairs of the Association.

The President may take reasonable action in urgent matters not otherwise covered, subject to Board review.

SECTION 3 – DISCIPLINE, RULES & APPEALS

3.1 Rules, Appeals & Discipline (RA&D)

The Board may establish a Rules, Appeals & Discipline Committee as needed.

3.1.1 Composition (if formed)

- Chair appointed by Board
- Minimum three members
- May include coaches, members-at-large, and referee liaison

3.1.2 Authority

Responsible for:

- Rules disputes
- Protests
- Discipline matters
- Appeals of commissioner decisions

The committee shall issue decisions within five (5) days of receiving complete information.

3.2 Protest Procedure

1. Protest must be submitted in writing within 48 hours of incident.
2. Must include:
 - Game date
 - Teams involved
 - Description of issue
3. Committee reviews and issues ruling.

4. Decision may be appealed per Section 3.4.

3.3 Discipline

Board may impose:

- **Warning**
- **Suspension**
- **Removal from coaching or volunteer role**
- **Game forfeiture**
- **Other reasonable corrective action**

Due process requires:

- **Written notice**
- **Opportunity to respond**
- **Majority vote for disciplinary action**
- **Individuals with a material conflict of interest shall not participate in disciplinary deliberations.**

3.4 Appeals

Decisions may be appealed to:

- **North Texas State Soccer Association (NTSSA)**
- **United States Soccer Federation (if applicable)**

Appeals must follow governing body rules.

SECTION 4 – REGISTRATION & TEAM FORMATION

4.1 Player Registration

Registrar shall:

- **Open and manage registration system**
- **Verify required documentation**
- **Maintain master roster list**
- **Submit rosters to governing body**

4.1.1 Governing Body Registration Compliance

All players, coaches, administrators, and teams must be properly registered with the North Texas State Soccer Association (NTSSA) and any other required governing body prior to participation in Association activities.

Coaches and applicable volunteers must complete all required background checks, eligibility requirements, and certifications prior to participation.

The Registrar shall ensure timely submission of required registration data, rosters, and applicable fees to NTSSA in order to maintain the Association's good standing.

4.2 In-Person Registration

Two (2) in-person registration days may be scheduled prior to season start.

Volunteers shall assist with:

- **Document verification**
- **Fee collection (if applicable)**
- **Uniform sizing (if applicable)**

4.3 Team Formation

All teams shall be formed through Board-supervised draft process.

1. **All eligible players included.**
2. **Draft meeting held after registration closes.**

3. Once teams are full, additional players:
 - May create new team if numbers allow
 - Otherwise refunded.

No independent team drafts permitted.

SECTION 5 – SCHEDULING & GAME OPERATIONS

5.1 Game Scheduling

VP Coaching shall:

- Develop seasonal schedule
- Coordinate with Commissioners
- Ensure competitive balance

5.2 Weather Cancellations

President (or designee) has final authority on cancellations due to weather.

Notice shall be posted via official communication channels.

5.3 Field Assignments

VP Operations oversees:

- Field preparation
- Equipment placement
- Concessions readiness

Fields remain assembled throughout season unless otherwise determined.

5.4 Governing Game Rules

All matches and on-field activities conducted by the Association shall be governed by the Game Rules & Competition Regulations section of this Operations Manual.

Such rules are binding on all players, coaches, referees, volunteers, and participants.

The Association reserves the authority to interpret and apply such rules consistent with NTSSA requirements and in the best interest of player safety and fair play.

SECTION 6 – COMMISSIONERS

Commissioners:

- **Organize divisions**
- **Manage age group affairs**
- **Report to VP Coaching**
- **Assist with scheduling and disputes**

Appointed by VP Coaching and approved by Board.

SECTION 7 – FINANCIAL PROCEDURES

7.1 Treasurer Responsibilities

- **Maintain financial records**
- **Reconcile monthly bank statements**
- **Present financial report Monthly during the Season**
- **Oversee deposits and reimbursements**

7.2 Check Authority

Two authorized signatures required for expenditures exceeding \$5000.

Capital expenditures exceeding \$10,000 require approval by a two-thirds (2/3) vote of Directors then in office.

7.3 Audit

Board may:

- Engage CPA for annual review
- Or conduct internal review

SECTION 8 – FUNDRAISING

All fundraising efforts must be approved by Board.

Individual teams may not represent themselves as fundraising for the Association without prior approval.

SECTION 9 – TOURNAMENT OPERATIONS

Tournament Director shall:

- Chair Tournament Committee
- Publish tournament information
- Coordinate with VP Field Operations for logistics
- Coordinate with Treasurer for financial reporting

All Board members may be required to assist during tournament weekends.

SECTION 10 – VOLUNTEERS

Volunteer Coordinator (if appointed):

- **Maintains volunteer schedule**
- **Coordinates with high school contact**
- **Ensures concession coverage**

SECTION 11 – AMENDMENTS

This Operations Manual may be amended by majority vote of the Board.

Changes take effect immediately unless otherwise specified.

SECTION 12 – GAME RULES & COMPETITION REGULATIONS

1. GOVERNING AUTHORITY

All games shall be governed by:

- **FIFA Laws of the Game**
- **United States Soccer Federation (USSF) modifications**
- **North Texas State Soccer Association (NTSSA) Bylaws and Rules**

In the event of conflict, NTSSA rules shall control.

2. AGE DIVISIONS

HSA may offer the following divisions:

- Under 5
- Under 6
- Under 8
- Under 10
- Under 11
- Under 12
- Under 13
- Under 14
- Under 15
- Under 16
- Under 19

For purposes of modified play, “U-8 and Under” includes U-5 through U-8 divisions.

No competitive league play shall be conducted for U-10 and younger age groups in compliance with NTSSA regulations.

3. PLAYER & COACH ELIGIBILITY

- All players and coaches must be properly registered through NTSSA prior to participation.
- All coaches must complete required background checks.
- Head coaches must be at least 18 years of age.
- Suspended individuals may not participate in any HSA activity.
- HSA shall honor all NTSSA and USSF suspensions.

4. FIELD & SIDELINE CONDUCT

- Spectators must remain in designated areas.
- No spectators behind goal lines.
- Teams shall occupy opposite sides when possible.
- Coaches must remain within designated technical areas.
- Only rostered coaches may provide instruction.

5. EQUIPMENT

Ball Size

- U-8 and Under – Size 3
- U-10 & U-12 – Size 4
- U-14 and Older – Size 5

Uniforms

- Matching team jerseys required.
- Home team resolves color conflicts.
- Shin guards mandatory.
- Player numbers required (minimum 4 inches).

6. NUMBER OF PLAYERS

Players on Field

- U-8 and Under – 4 players (no goalkeeper)
- U-10 – 7 players
- U-12 – 9 players
- U-13 and Older – 11 players

Roster Limits

- U-8 and Under – Max 8 players
- U-10 – Max 12 players
- U-12 – Max 16 players
- U-13 and Older – Max 18 players

7. GAME LENGTH

- U-8 and Under – Four 10-minute quarters
- U-10 – Two 25-minute halves
- U-12 – Two 30-minute halves
- U-14 – Two 35-minute halves
- U-16 – Two 40-minute halves
- U-19 – Two 45-minute halves

Halftime shall not exceed five (5) minutes.

8. SUBSTITUTIONS

Free substitution allowed with referee consent:

- Throw-ins (team in possession)
- Goal kicks
- After goals
- Halftime
- Injury stoppage
- Caution (yellow card)

U-8 and Under

Referee shall stop play at the end of the 1st and 3rd quarters for substitutions.

Re-substitution permitted.

9. MODIFIED RULES – U-8 AND UNDER

The following apply:

- No offside.
- No direct free kicks (all free kicks indirect).
- No penalty kicks.
- No slide tackling.
- No goalkeeper.
- Scores and standings are not recorded.
- Referee may briefly explain infractions.
- Coaches may serve as referees if necessary.

10. WEATHER & GAME SUSPENSION

- President or designee determines field playability.
- The referee may suspend the match for unsafe conditions.
- Match disposition shall be determined by the Association in compliance with NTSSA rules.

11. STANDINGS (U-10 AND OLDER ONLY)

League standings may be maintained for U-12 and older divisions.

Point system:

- Win – 5 points
- Tie – 2 points
- Loss – 0 points

Tie breakers:

1. Head-to-head
2. Goal differential
3. Goals allowed
4. Coin toss if necessary

(No standings for U-8 and younger.)

12. FORFEITS

Forfeit may occur for:

- Illegal player participation
- Suspended individual participation

- Failure to field minimum players
- Refusal to continue play
- Failure to meet minimum play requirements

Forfeit score: 3-0.

13. PROTEST & DISCIPLINE

- Written protest required within 48 hours (excluding Sunday).
- Must state facts clearly.
- \$25 protest fee required (refunded if upheld).
- Discipline procedures shall comply with NTSSA due process requirements.
- Written decisions shall be issued when required.
- Appeals shall follow NTSSA rules.

14. SPORTSMANSHIP

Coaches, players, and spectators shall conduct themselves in accordance with:

- NTSSA Code of Ethics
- USSF standards of conduct
- HSA disciplinary policies

Unsportsmanlike behavior may result in suspension or removal.

The Association reserves the right to interpret and apply these rules consistent with NTSSA requirements and in the best interest of player safety and fair play.