

**BYLAWS OF THE
PROSPER YOUTH SPORTS COMMISSION
(Commission)**

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Version Log.

- *Version 1.0 – Town Council Approved dated XX/XX/XXXX*
- *Version 1.1 - Updates made to multiple sections to clean up wording, update the Membership organization, set criteria for new organizations, and update Member obligations.*

These are the Bylaws of PROSPER YOUTH SPORTS COMMISSION (the “Commission”), duly adopted on _____, 2014, as revised on _____, 2016 at an organizational meeting of its Members.

ARTICLE I - MISSION

To establish minimum criteria and provide congruency between all youth leagues and a quality experience to every league and participant.

To govern facility use to provide safe, equitable, and enjoyable sports opportunities for all participants.

To ensure Member leagues are recreational first and teach the basic skills and fundamentals of sports, to play in a safe and nurturing environment, where all children will have the opportunity to play, regardless of skill level.

To ensure that each child has a positive, rewarding experience while participating in youth sports, and that each child will learn the importance of sportsmanship, teamwork, honor, and integrity.

To provide guidance and recommendations for any newly formed leagues wishing to gain Membership.

ARTICLE II - OFFICES

The principal address of the Commission in the State of Texas shall be located in the Town of Prosper, County of Collin, Texas. The Commission may have such other addresses, either within or without the State of Texas, as the Members may determine or as the affairs of the Commission may require from time to time.

Registered Office and Agent Address

President, Prosper Youth Sports Commission
P.O. Box 99, Prosper, Texas 75078

ARTICLE III - MEMBERSHIP OF COMMISSION

The Commission is comprised of three elected individuals as more fully described in Article VII, the Presidents from each Member Association, one PISD At-Large Member, ~~and one town staff member~~, and the Commission's Past President (singularly a "Member" or collectively the "Members"). Subsequent Members may be added by application to and the approval of the Commission and who also shall adhere to the Constitution, Bylaws, and Rules and Regulations of the Commission. The Member Associations are those youth sports associations and organizations recognized by The Town of Prosper's Town Council, and upon adoption of these By-Laws consist of the Prosper Youth Sports Association, Prosper Area Soccer ~~Association~~ Organization and the ~~Prosper Little League~~ Prosper Baseball Softball Association. The elected Members are the President, Vice President and Secretary.

Any Member of the Commission may be expelled and his or her Membership canceled, forfeited or suspended unilaterally by the Commission with a two-thirds vote of the total Membership present for a violation of the Commission's Constitution, Bylaws, Rules and Regulations or for conduct prejudicial to the interests of the Commission and its Member Associations. Any Member expelled by the Commission may appeal the decision to the Town Council.

Each Member Association shall be responsible for submitting and keeping current their respective governing body's Members' names and contact information.

ARTICLE IV - GOVERNANCE OF COMMISSION

Governance of Commission

Each Member shall be entitled to one vote, and no Member shall be entitled to more than one vote, except the at-large PISD Member and the Past President are non-voting Members. Any Member may introduce anyone to speak provided he has the permission of the presiding officer at that meeting of the Commission. If a league President cannot attend a Commission meeting, his/her designee may attend, with written permission from the Member Association.

Territory of the Commission

The territory of this Commission is defined as being that part of Texas which includes:

- *Town of Prosper*
- *Prosper Independent School District*
- ~~League Boundaries~~

Each Member Association's boundary map reflecting the territory of the Commission shall be on file with Prosper Youth Sports Commission.

Jurisdiction

Each Member Association shall adhere to these Bylaws and shall be subject to the authority of the Commission. If the Commission is presented sufficient evidence that a Member Association is not adhering to these Bylaws, the Commission may form an *ad hoc* Ethics Committee to investigate the allegations and recommend appropriate action to the Commission. In the event of any dispute regarding the interpretation of these Bylaws, the Town Council shall have final authority regarding such interpretation.

Fiscal Year

The fiscal year of the Commission shall be from July 1 to June 30.

Resignation

Any Member may resign by giving written notice to the President and the Secretary. The resignation shall take effect at the time specified therein, or immediately if no time is specified. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. If within sixty (60) days of a resignation a Member Association delegate has not been identified to replace the resigning Commission Member, the Commission may vote to expel the Member Association from the Commission. The Commission President or Secretary shall be responsible for and give notice to all Commission Members when a Commission Member has tendered his or her resignation. No more than 10 business days from the date of receipt of a resignation, the President or Secretary shall notify Commission Members of the resignation via e-mail.

Amendments to Bylaws

These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted, at any meeting of the Commission by a two thirds (2/3) vote of the total present Membership; provided, however, that all Members shall be given ten (10) days written notice, including a written copy of any proposed changes. Amendments to the Bylaws may be made from the floor at the Annual Meeting in ~~June~~ October without advance notice. No changes to the By-Laws become effective until approved by the Town Council.

ARTICLE V - MEETINGS OF THE COMMISSION

Place of Meetings

All meetings of the Commission shall be held at such place as shall be designated by the President. All meetings of the Commission will be open to the Members unless otherwise planned or requested in writing. On an annual basis, a meeting will be designated as Open to the Public (in the month of June). Upon written request, a special meeting may be called to address specific issues or needs.

Annual Meeting

An **Annual Meeting** of the Commission shall be held each year during ~~June~~ October, on a day to be selected by the President, at which the Commission shall elect the elected Members in accordance with Article VIII hereof, and transact such other business as may properly be brought before the meeting. A quorum is not required for this meeting so long as notices of such meetings were properly given. The order of business for such meeting shall be:

- Roll Call and Vote Accreditation
- Approval and Minutes of Last Meeting
- Communications
- Unfinished Business
- Reports of Chairman of Standing Committees
- Reports of Officers
- New Business
- Election of Officers
- Adjournment

Special Meetings

Special meetings of the Commission for any purpose or purposes, unless otherwise proscribed by these Bylaws, may be called by the President or by petition of the designated delegate of Member Associations in good standing. Business transacted at all special meetings shall be confined to the purpose stated in the notice of the meeting. A quorum is not required for this meeting so long as notice of such meetings was properly given.

Commission Meetings

The meetings of Commission shall be held on a quarterly basis ~~the first or second Monday of each month~~. A quorum of fifty percent (50%) of the Members is required. If the date or time of the meeting is changed, then notice must be given.

Once a quorum is established, all actions taking place at the meeting shall be recognized as binding, regardless of the number present at the time of a vote, provided the meeting had not been previously legally adjourned. All Members may attend these meeting.

Emergency Actions

The President may take emergency action on matters demanding immediate attention when it is impractical or impossible to call a meeting and may vote via an email vote. The secretary of the Commission shall report their actions to all Members in writing within three (3) days of such meeting.

Notice of Meetings

Written or printed notice stating the place, day and hour, of a meeting, and the purpose or purposes for which the meeting was called, shall be delivered not less than ten (10) nor more than fifty (50) days before the meetings, either personally or by email or mail, by or at the direction of the President, to each Commission Member entitled to vote at the meeting unless otherwise provided in these Bylaws. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the Commission Member at the address as it appears on the records of the Commission, with postage thereon prepaid.

Proxy

~~There shall be no vote by proxy for any meetings.~~

ARTICLE VI – NOTICE

Manner of Giving Notice

Whenever, under these Bylaws, notice is required to be given to any Commission Member and no provisions are made as to how such notice shall be given, it shall be construed to mean personal notice, and shall be given in writing, by mail, postage paid, addressed to such Commission Member at the address appearing on the records of the Commission. Any notice required or permitted to be given by mail shall be deemed given at the time when the same is thus deposited in the United States mail as aforesaid. Additionally, personal notice may be given by e-mail to the e-mail address appearing on the records of the Commission.

Waiver of Notice

Whenever any notice is required to be given to any Commission Members, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated in such notice, shall be deemed equivalent to the giving of such notice. Attendance at a meeting shall constitute a waiver of notice of such meeting,

except where a person attends for the express purpose of objecting to the transaction of any business on the ground that the meeting is not properly called or convened.

ARTICLE VII - MEMBERS

Members

The business and affairs of the Commission shall be managed by Members. The Members shall transact all business of the Commission and shall have the power to enforce the Constitution, Bylaws, and Rules and Regulations of this Commission and Member Associations.

Election of the President, Vice-President and Secretary

The President, Vice-President and Secretary shall be elected for a term of two (2) years, and may succeed themselves in office. To be eligible, the candidates must reside within the Commission jurisdiction, not be bound by any other association in conflict with these By-Laws, must have previously served at least one (1) year on the board of one of the member leagues, not currently holding a position on the board of one of the member leagues, and pass a background check within the last year. Should any such duly elected position change residence outside said jurisdiction, the Member shall be allowed to serve until the end of the term of such position.

Elections shall be held at the Annual Meeting with the candidates being elected in the following manner:

A candidate must be appointed by two-thirds of the Commission for election to one of the President, Vice-President and Secretary positions.

The elected Members will be elected or appointed as follows:

- President (~~Elected even years~~) (Elected every two years)
- Vice President (~~Elected even years~~) (Elected every two years)
- Secretary (~~Elected even years~~) (Elected every two years)

Appointed Members

The appointed Members are:

- Presidents of Member Associations (Appointed annually by each association – voting Member)
- One Town At-Large Member (Appointed ~~annually from supporting organizations~~ at the discretion of Town of Prosper Director of Parks and Recreation – voting Member)
- One PISD At-Large Member (Appointed ~~annually from supporting organizations~~ at the discretion of PISD – non-voting Member)
- Immediate Past-President (ex officio Member) (Not elected-former President – non-voting Member)

Removal of President, Vice-President or Secretary

Any Member shall be required to resign following vote of no confidence in his ability to remain in office. Forty percent (40%) of Members may petition for such a vote. The petition must be submitted in writing to the President and Secretary which, in turn, will review the petition within fifteen (15) days of receipt of such petition. The vote of no confidence must be passed by a two-thirds (2/3) majority of all the Members. If a Member receives a vote of no confidence, he is automatically removed from the Commission.

Attendance at Meetings

A Member or delegate not attending three (3) consecutive scheduled meetings, including regular meetings, of this Commission meetings will have his/her office declared vacant unless such absences are excused by the Members. A vote of no confidence by the Members shall be taken upon the first Commission meeting following the Fourth consecutive absence. Should the vote of no confidence be approved, his/her office shall then be filled by an appointment approved by the two-thirds (2/3) of the Members until the next scheduled meeting. Member Association duly appointed designees shall count as in attendance on behalf of their Association when appointed representatives are not present at Commission meetings.

Vacancies

In the event of a vacancy, the Commission shall find a replacement candidate and present this person to the Secretary. A two-thirds (2/3) vote of the Commission Members is required for approval of the replacement candidate.

Compensation

Any Commission Members shall serve without compensation for their services. Any Commission Member may be reimbursed for expenses approved by the Members.

Minutes

The Directors shall keep regular minutes of the Commission's proceedings. The minutes shall be placed in the minute book of the Commission. Minutes shall be approved at the next Commission meeting.

Grievance Involving Members

In the event of any grievance involving such Member Association, that Member Association's delegate may discuss the issue surrounding the circumstances, but not be entitled to vote on the resolution of the grievance.

Conflicts of Interest

An elected Member can be a volunteer or official of a Member Association. It is the policy of the Commission that no Member, a Standing Committee, or any other committee or any officer or any employee of the Commission shall have any association with or interest in any business enterprise which would conflict with the proper performance of his duties or responsibilities as such or which might tend to affect his independence or judgment with respect to transactions between the Commission and any such business enterprise.

It is also the policy of the Commission that no Member of the Commission shall have, directly or indirectly, any material personal business or financial interest with, or in any business enterprise with which, the Commission does business, including, without limitation, the Member, or any person in the immediate family of the Member, holding a position with a supplier of goods and/or services to the Commission and/or Member Association, unless the material facts of the relationship or the interest in the business are disclosed to the Members and the Members authorizes the contract.

ARTICLE VIII – OFFICERS: Powers and Duties

President

The President of the Commission shall preside at all Commission meetings. He/she shall appoint any other Committees as deemed necessary by the Commission. He/she is an ex-officio voting Member of all Committees. He/she shall not vote, but may cast the deciding vote in the event of a tie, or he/she may waive the right to do so. He/she shall submit an annual report in writing at the Annual Meeting and said report shall become part of the

minutes of such meeting. He/she is empowered to take prudent and reasonable action in cases not covered in these Bylaws, and such authority is implicit in the office.

Vice President

The Vice President will fulfill the role of President in the event that office becomes vacant, until a new President is selected by the Commission.

Secretary

He/she shall keep minutes of all Commission meetings. The Members shall approve the minutes. The Secretary shall keep all approved minutes in a book and have this book available for review by all Members. He/she shall act as the Public Relations Director for the Commission as may be required.

Immediate Past President

He/she shall assist the President. The Immediate Past President will be a non-voting Member.

ARTICLE IX – DUTIES/CRITERIA OF LEAGUES

Non-Profit / League Transparency Status

Member Associations shall provide access to the most current tax filings, articles of incorporation and annual financials and demographics/residency at any time upon request from the Commission. Any and all Member Associations participant's personal information including but not limited to street address, email address and/or phone number(s) shall remain the possession of each Association submitting such information. The information provided may not be used by any other Member Association, municipality or outside agency for purposes of advertisements, political gain, or any other information which does not pertain to the association/organization providing such information.

Composition

Member Associations shall ensure ~~eighty percent (80%)~~ ninety percent (90%) or more of current participants per league are Town residents, or PISD students. ~~League or~~ Teams participating in club or select leagues will also be required to ensure that ~~eighty percent (80%)~~ ninety percent (90%) of participants are Town residents or PISD students.

Administrative Functions

Member Associations shall have the following responsibilities:

- a. Maintain adherence to Commission By-Laws
- b. Maintain 501 (c) (3) statuses
- c. Follow all league governing bodies' by-laws
- d. Organizational meetings
- e. League registrations
- f. Collecting and maintaining funds derived from registration fees or fundraising projects
- g. Drafting and communicating League schedules
- h. Contacting and scheduling officials for all League games
- i. Maintain insurance as follows: Comprehensive General, \$1,000,000 combined single limit coverage. Each Member Association shall list the Town as an additional insured.

Member Associations shall:

- a. Assure that all participants and officials conduct themselves in accordance with all Prosper ISD and Town policies, facility use agreements, Town ordinances, and state laws
- b. Maintain communications with the Commission pertaining to facility needs
- c. Schedule and use facilities according to applicable Town and PISD policies

Coach Training

Member Associations shall ensure that all coaches are properly trained for coaching per each association governing bodies and **shall maintain up-to-date background checks of all coaches and board members.** The training must include safety, sportsmanship and information on league rules.

Commented [DD1]: Background checks were already covered as a responsibility of the leagues, but we need to add board members as well.

Code of Conduct

Member Associations shall develop and submit a League Code of Conduct, which shall include an enforcement plan; communicate the League Code of Conduct to coaches, parents, participants, and spectators; and adopt and implement a grievance system whereby complaints and concerns will be heard and addressed by the Member Association.

Non-Discrimination Policy

Member Associations shall adopt a non-discrimination policy that ensures participation for all youth regardless of race, creed, sex, economic status, other legally protected status or athletic ability.

Books and Records

Each Member Association shall keep correct and complete books and records of accounts and shall keep minutes of all meetings of the Member Association. The books and records shall be kept by and in the possession of the Member Association and shall be made readily available to the Commission upon request. Each Member Association must submit to the Commission C.P.A. audited financial records annually. The Commission may make a recommendation to the Town to review the financial records.

Team Balance

Member Associations shall develop recreational leagues as per each league governing bodies. Member Associations must encourage team balance and fair playing time for participants (i.e., the fair playing time may be different at different levels of play).

Facility Use

The Commission will oversee and designate all Town facilities and fields to each sport as deemed on a fair usage basis at least sixty (60) days before the commencement of each season. Member Associations shall submit requests for facilities and fields to the Commission and the Commission shall endeavor that facilities and fields be assigned based on an equitable need and priority basis. All facilities and fields will be given first priority to recreational use, then competitive (e.g., club/association) within the Member Associations, and then to organizations outside of the Member Associations.

ARTICLE X – New Member Associations

Any organization may file for application to become a Member of this Commission.

The applying organization must submit the following information at least ninety (90) days in advance to the Commission:

- Present proof of all duties / criteria stated in ARTICLE IX – DUTIES/CRITERIA OF LEAGUES;
- Evidence of a recreational league first and teach the basic skills and fundamentals of sports, play in a safe and nurturing environment, where all children will have the opportunity to play, regardless of skill level;
- Provide name of the affiliated governing body / organization;
- A plan and other documentation for how the organization will:
 - Offer league play, not just tournament play;
 - Manage registrations and payments,
 - Ensure that every child registered is given an opportunity and placed on a team; and
 - Not present competition with an existing Member Association.
- The Commission will review all applicants at the next regularly scheduled meeting. If the Commission approves by two-thirds vote, the Commission will work with the applying organization to submit a proposal to the Town Council so that the applying organization may become recognized by the Town of Prosper. If the Town Council approves the applying organization, then the applying organization will become a Member.

ARTICLE XI –Member Association Changes

A Member Association must provide written notice to the Commission on any changes to its rules or regulations that are covered by these By-Laws, including, without limitation, the establishment of new divisions (e.g., competitive divisions), team formation changes, and playing time requirements.

Any Member Association that desires to add an additional sport or change its governing body must submit and adhere to Article X, New Member Association, for consideration by the Commission. Upon such vote by the Commission, the requesting Member Association must abstain from the vote.