



# **2024 BYLAW AMENDMENTS REVIEW**

**February 19, 2024**

# REASON FOR BYLAW CHANGES

1

## LEGAL COUNSEL

Review of Bylaws by the law firm of Foley & Lardner, LLP indicates there are ambiguous areas that need better definition.

2

## CLARIFICATION

Better define members, roles of board members, and procedures for joining the board.

3

## CONSISTANCY

Ensure wording is consistent across Bylaws.

4

## IMPROVED GOVERNANCE

Provide mechanism to ensure the board is able to provide consistent governance of the organization.



# ARTICLE II, SECTION 2, SUBSECTION A, SUB- SUBSECTION 2

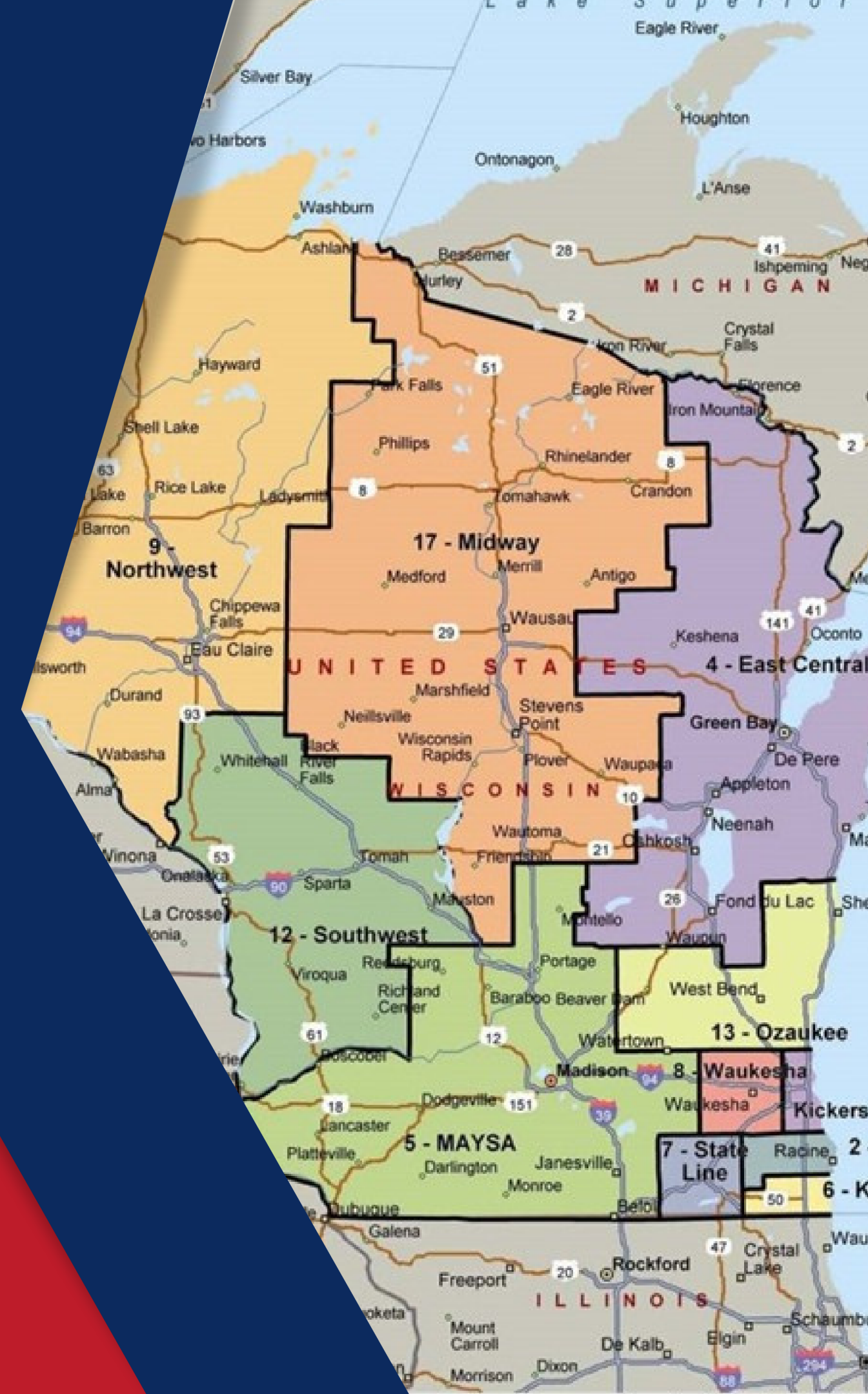
Define what a district is, and specify how a district gets created.

Explicitly state how many districts there are.

Reference how the number of districts may change.

State how affiliate members (clubs) are assigned to a district.

Specify a means of reviewing boundaries to best serve membership.





# ARTICLE V

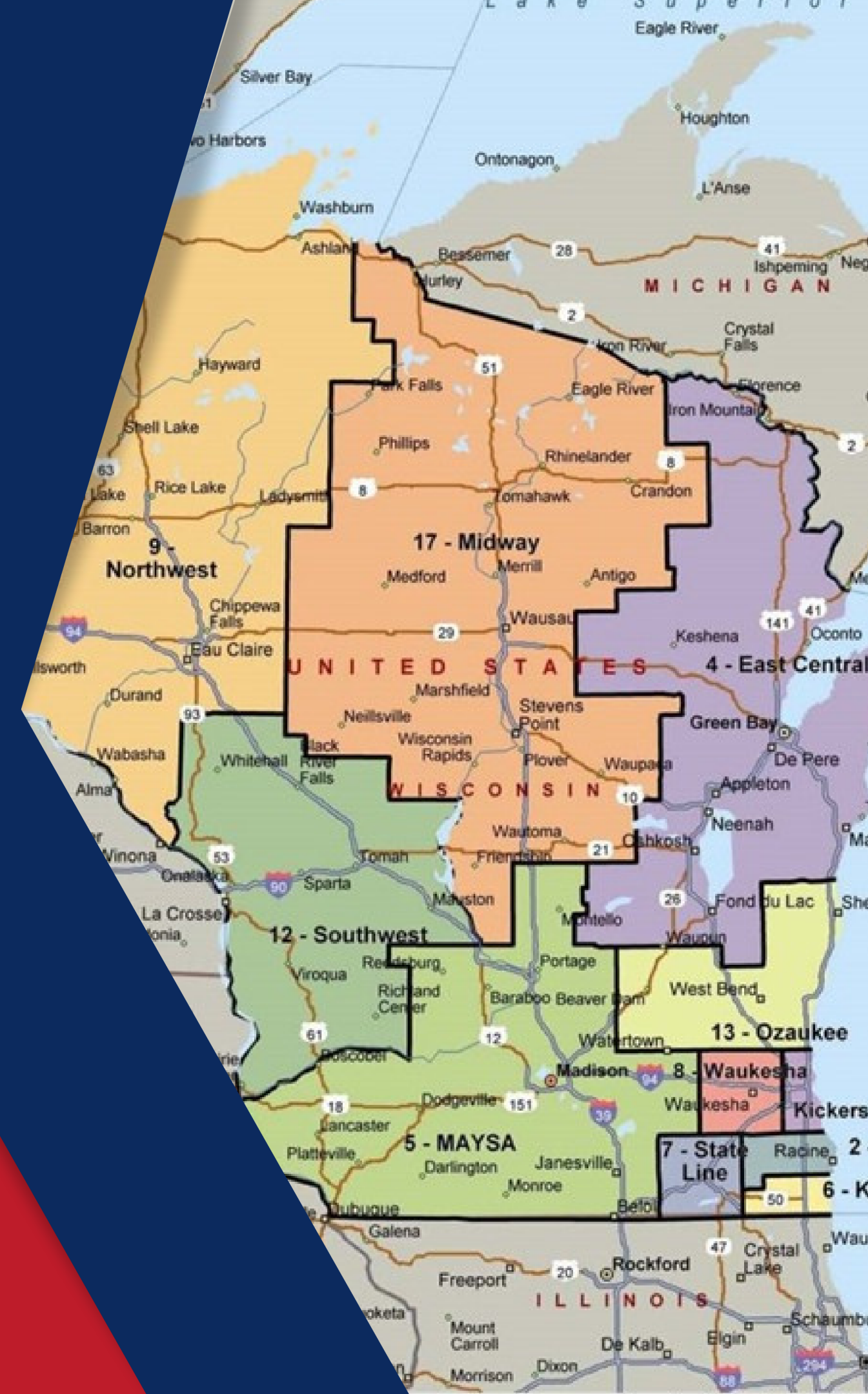
Clarify Article title and description

Existing text mixes duties of Districts and Affiliate members. Segregate and clarify which duties are the responsibility of each organizational member.

Provide a minimum level of responsibility for each District and Affiliate (club) member.

Establish a policy which further defines district responsibilities.

Clean up language in Risk Management section to make it consistent with USSF and USYS bylaws and policies.





# ARTICLE VI: OFFICERS

Clarify and expand on the requirements and qualifications to run for an officer position.

Explicitly state the nomination procedures to run for office.

Explicitly state how officers are elected - matching the existing procedures used.

Clarify acceptable money received from WYSA to be reimbursement for expenses for activities undertaken as a board member, money received serving as a coach for WYSA (ODP), or money received as a referee.

Clean up number to remain consistent with other changes.





# ARTICLE VIII, SECTION 1, SUBSECTION B

Fix mistakes made during the last Bylaw updates.

Remove the reference to a subsection (C) of this Article that was removed during the last Bylaw update.

Add missing punctuation at the end of the subsection.





# ARTICLE IX: BOARD OF DIRECTORS

Specify the exact number of At-Large Directors.

Explicitly tie the At-Large Directors to the District Members.

Fully define the role of the Independent Director.

Specify Qualification, Selection, Terms, Vacancy rules and Restrictions for both the At-Large and Independent Directors.

Add language to codify existing practices.

Eliminate the role of Immediate Past Chair on the board.



# ARTICLE X: COMMITTEES

Best practices typically utilize several standing committees to carry out various board functions.

Use the USSF bylaws to model the creation of a section related to standing committees.

Renumber the other section to keep it consistent.

Still retain the ability to have ad-hoc committees to address specific needs of the state organization.

Create four (4) standing committees: Governance and Nominating, Finance, Appeals, and Disciplinary.

These committees are used every year already.







# THANK YOU!

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