

BYLAWS
OF
NORTH DAKOTA SOCCER ASSOCIATION

ARTICLE I. Name: The name of the Organization shall be the North Dakota Soccer Association (NDSA). Hereafter referred to the Association.

ARTICLE II. Purpose: The Association is organized as an educational and charitable organization formed to advance and foster the game, sportsmanship and development of soccer among youth players, adult players, coaches and member club affiliates within the state of North Dakota.

ARTICLE III. Colors. The representative colors of the association shall be a combination of green, white, and black.

ARTICLE IV. Membership.

1. The membership of the Association and the member club affiliates of NDSA shall be open to any soccer players, coaches, assistant coaches, managers, administrators, referees, and volunteers not subject to suspension under USSF Bylaw and to any soccer organization in the State of North Dakota which meets the Associations Member Club or Member League requirements.

2. The Association will provide equitable and timely hearing and appeal procedures to guarantee the rights of individuals to participate and compete. Those procedures shall include that all grievances involving the right to participate and compete in activities by the United States Soccer Federation (USSF). The Association and its members may appeal to the USSF that has jurisdiction to approve, modify, or reverse a decision.

3. The Association shall register all of its players, coaches, and referees with the USSF , the United States Amateur Soccer Association (USASA) and the United States Youth Soccer Association as required.

4. There will be three classes of members: Affiliate Member Club; Youth Player/Youth Coach/Asst Coach, and Adult Player/Coach/Asst Coach.

a. Affiliate Member Club-Youth.

(1) Application for Affiliate Member Club to the Association must be made in writing accompanied by the appropriate Member Club with Annual Fee and sent to the State Office of the Association. The application and fees are set by the Board of Directors in separate policy and schedules.

(2) Once a completed application has been received by the State Office, the President will appoint a three person committee to review the application and recommend or not recommend membership to the Association at the next scheduled Quarterly Board Meeting.

(3) Each Affiliate Member Club shall be apportioned votes based on the number of players each Affiliate Member Club registers with the Association. The number of votes per Affiliate Member Club will be based on the number of players registered during the prior seasonal year.

<u>NUMBER OF PLAYERS</u>	<u>NUMBER OF VOTES</u>
New Affiliate Member Club-No prior year registered players	1
1-100	1
101-500	2
501-1000	3
1001-2000	4
2000 and above	5

(4) Voting shall be restricted to those Affiliate Member Clubs which have been registered during the current fiscal registration year. Each Affiliate Member Club must be in good standing and an active, paid member of the Association to vote on matters that come before the members at the Annual Meeting.

(5) Each Affiliate Member Club will be allowed to vote at the annual meeting and at other times when a vote of the membership is called. Voting by proxy shall be allowed. Affiliate Member Club Presidents wishing to vote by proxy must extend their intent to vote as such giving the name of the person holding the proxy vote(s) to the State Office no later the (5) days prior to the meeting.

(6) All matters requiring a vote at the Annual General Meeting shall be approved by majority vote of the eligible Affiliate Member Clubs present at the meeting.

(7) The Board of Directors shall annually recommend to the membership the procedures, rules and regulations for Affiliate Member Clubs for ratification at the Annual General Meeting.

b. Youth Players, Coaches, and Assistant Coaches.

(1) Affiliate Member Clubs must register a minimum of five team with a minimum number of players per team as determined by the Board of Directors.

(2) The Board of Directors shall annually set registration fees for players, coaches, and assistant coaches.

(3) All members shall abide by the Bylaws of the Association, all Rules and Procedures, and Policies set for by the Board of Directors and all Bylaws, Rules and Procedures, and Policies of any organization which NDSA is affiliated.

(4) No person shall be denied membership or participation in the activities of the Association because of race, color, age, sex, religion, or national origin.

c. Adult Players, Coaches, and Assistant Coaches.

(1) Adult members shall be registered through organized Amateur teams and leagues.

(2) b(2)-(4) shall apply to adult players, coaches, and assistant coaches.

(3) Adult Players shall elect the Vice President, Adults through their team structures. Each team shall have one (1) vote.

(4) The designated coach of the team shall have the right to vote at the Annual General Meeting at other times where required. The designated coach may designate a proxy that shall be sent to the State Office in writing with the name of the person designated the proxy vote no less that five (5) days prior to the meeting.

ARTICLE V. Bad Standing and Removal of Members

1. Any member may be put into bad standing or removed for knowingly violating any USSF, USYSA, and/or NDSA Bylaws, rules, or policies, or for non- payment of fees owed to NDSA. Members may be put into bad standing or removed by a 2/3 majority vote by those voting members present at a meeting where the bad standing or removal is on the agenda.

2. Bad standing may included one or more of the following actions: Reprimand, suspension, restitution, fine and/ or removal.

ARTICLE VI. Disputes and Grievances

1. Any complaint by NDSA against an Affiliate Member Club or one Affiliate Member Club against another, or any complaint by an individual or an Affiliate Member Club which alleges that (A) an Affiliate Member Club has failed to comply with its membership requirements in the Association or (B) the Association has failed to comply with its membership requirements in the USSF or USYSA shall be in writing and signed oath by the individual or the chief executive of NDSA or the Affiliate Member making the complaint. The complaint shall be filed with the State Office by certified mail with a copy served on the other party by certified mail at the same time. The complaint shall set forth the factual allegations in numbered paragraphs with each paragraph containing factual allegation. The complaint shall contain also, at a minimum:

Names and addresses of the parties

The alleged grounds of noncompliance with referenced Bylaw, Rule or Policy

Supporting evidence or documentation forming the basis of the complaint; and

The relief sought

2. An answer to the complaint shall be filed by the respondent with the State Office by certified mail within 30 days after the filing of the complaint. If the respondent is without sufficient knowledge or information to admit or deny a given factual allegation, the respondent may so reply. Failure to file an answer within the requisite time period shall serve as a default, except upon showing of good cause.

3. The State Office shall:

a. Once the complaint and response have been received it shall be referred to the President. The President shall determine if a hearing is warranted and then appoint a three person committee to conduct a hearing. Any member of the Board of Directors having a direct interest, either personally or by virtue of an Affiliate Member Club affiliation in the outcome of the proceeding, shall be disqualified from being appointed to the committee adjudicating the complaint. The decision shall be rendered within thirty (30) days after hearing the complaint.

b. The appointed committee shall convene as expeditiously as possible; shall hear evidence presented by the parties in accordance with the hearing procedures set forth in the USSF Bylaws; and shall prepare and submit a full written report summarizing the evidence and forwarding any written materials requested by the parties.

4. The parties will have the right to appeal the decision of the Association to the National Appeals Committee as specified in USSF Bylaw.

ARTICLE VII. Board of Directors.

1. Officers. The Officers of the Association with the exception of the Vice President, Adults shall be elected every two years by the majority vote of the Affiliated Member Clubs at the Annual General Meeting and shall consist of President, Vice President, Secretary, and Finance Officer. The Vice President, Adults shall be elected by a majority vote of the Adult members present at the Annual General Meeting. President of a Member Club cannot hold that office and the office of President of NDSA at the same time. Any President of a Member Club elected to the office of President of NDSA must resign as their Member Club President prior to taking office as President of NDSA. Officers are allowed to serve consecutive terms. Each shall have equal voting rights at Board and Annual General Meetings, except the President shall only vote ties. These five positions will also be known as the Executive Committee.

2. District Directors. There shall be (3) District Directors –Eastern, Western, and At-large. Eastern and Western District Directors will be elected by Affiliate Member Clubs within their

district who are in attendance at the AGM. The At-Large District Director will be elected by all Affiliate Member Clubs in attendance at the AGM. Beginning in November 2011, the At Large District Director will be elected to a one year term and three year terms thereafter. Beginning in November 2011, the Eastern District Director shall be elected to a two year term and three year terms thereafter. Beginning in November 2011, The Western District Director shall be elected to a three year term and three year terms thereafter. District Directors are allowed to serve consecutive terms. US Highway 281 is the North and South boundary separating the Eastern District and Western Districts. NOTE: For any Affiliate Member Club from a city that is on US Highway 281 that Affiliate Member Club will be in the Western District. Affiliate Member Clubs within their designated District will use the same voting strength number for their club as designated in Article IV4a(3) to elect their District Director with the exception that all Affiliate Member Clubs may vote for the At Large District Director. In the event that Affiliated Member Clubs cannot or are unable to select a District Director, then the Board of Directors will accept nominations and elect the District Director(s) at a Quarterly Board of Directors Meeting. Each District Director shall have one vote at all Quarterly Board and Annual General Meetings.

3. Committee Chairs and Program Coordinators. NDSA Committee Chairs and Program Coordinators will be members of the Board of Directors. Committees/Programs will be: Coaching, Competitive, Olympic Development, Recreational, Referee, and Top Soccer. Committee Chairs will be selected on a bi-annual basis by the respective committees and approved biannually at the Annual General Meeting. Committee Chairs are allowed to serve consecutive terms.

4. State Referee Administrator (SRA) and the State Youth Referee Administrator (SYRA) shall be appointed to two year terms by the Board of Directors with the advice of the Referee Committee. SRA and the SYRA may serve consecutive terms. Each shall have voting rights at all Board and Annual Meetings.

5. Any vacancy occurring from any Officer, District Director, or Committee Chair during a term may be filled for the balance of the term by appointment of another person for the duration of the term by the Board of Directors at any Quarterly Board Meeting.

6. Officer, District Directors, or Committee Chairs may be removed from office for just cause, or may resign.

7. All members of the Board of Directors are expected to attend all meetings.

8. All candidates for Officer, District director, or Committee/Program Chair need to announce their intentions to the State Office, at Quarterly Board Meetings, or at the AGM. Nominations will be taken from the floor at a Quarterly Board Meeting or at the AGM as necessary.

ARTICLE VI. Duties of Board of Directors.

1. Officers.

a. President.

- (1) Serve as liaison between the Region and NDSA
- (2) Serve as the Chair of all meetings of the Executive Committee, Board of Directors, and the Annual General Meeting.
- (3) Establish committees and appoint committee chairpersons for those committees not established with the Bylaws.
- (4) Shall see that all decisions and resolutions of the Board of Directors are carried out.
- (5) Provide direction to paid staff

b. Vice President.

- (1) Shall, in the absence or disability of the President, perform the duties and exercise the powers of the President
- (2) Shall be responsible for the Association appeals and appeals process

c. Vice President, Adults.

- (1) Shall be responsible for adult soccer activity including but not limited to establishing and committees, amateur play, assigning of referees, and formulation of teams and leagues.
- (2) Shall perform duties as may be prescribed by the Board of Directors or its Officers.

d. Secretary.

- (1) Shall record the minutes and all proceedings of the meetings of the Executive Committee, Board of Directors or Annual General Meeting.
- (2) Shall perform like duties for committees when required
- (3) Shall perform duties as may be prescribed by the Board of Directors or its Officers.

e. Finance Officer.

- (1) Shall be responsible for the Associations funds, financial instruments, and shall insure complete and accurate accounts of receipts and disbursements.
- (2) Shall be one of two individuals that insures all monies are deposited in the name and credited to the Association
- (3) Shall oversee the disbursement of the funds for the Association
- (4) Shall render to the Board of Directors and at the Annual General Meeting an account of all transactions and of financial condition of the Association
- (5) Shall perform duties as may be prescribed by the Board of Directors or its Officers.

2. Duties of the District Directors.

- a. District Directors shall represent his/her district of the Association at all regularly scheduled meetings of the Association.
- b. Shall perform duties as may be prescribed by the Board of Directors or its Officers.
- c. Work with all Member Clubs in their District to improve all soccer programs.

3. Committees and Programs:

- a. Coaching Committee. Each Affiliated Member Club is allowed to have a representative on this committee. The Committee is:

- (1) Responsible for the search, interview, and recommended selection of a Director of Coaching (DOC) to the Board of Directors.
- (2) Works with all Affiliated Member Clubs to determine how best to meet the development of coaches for the Affiliated Member Clubs and the Association.
- (3) Recommends to the Board of Directors the salary and benefit package of the DOC on an annual basis.
- (4) Prepares a Coaching Committee Budget
- (5) Oversees the DOCs scheduling and conduct of all Coaching Development Courses

(6) Recommends to the Board of Directors a coaching candidate fee schedule for those attending Association Coaching Courses

(7) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.

b. Competitive Committee. Each Affiliated Member Club which registers Competitive teams is allowed to have a representative on this committee. The Committee:

(1) Works with Affiliated Member Clubs who register Competitive Players with the Association to address issues of importance to them.

(2) Develops the process for and recommends to the Board of Directors the location of the State Cup and State Tournament.

(3) Prepares a Competitive Committee Budget

(4) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.

c. Olympic Development Program (ODP) Coordinator.

(1) Works closely with Affiliated Member Clubs to offer state wide training, coaching and selection of players participating in ODP.

(2) Works with the Region II ODP Administrator(s)

(3) Prepares a Program Budget

(4) Program Director shall perform duties as may be prescribed by the Board of Directors or its Officers.

d. Recreation Committee. Each Affiliated Member Club which registers Recreation teams is allowed to have a representative on this committee. The Committee:

(1) Works with Affiliated Member Clubs who register Recreation Players with the Association to address issues of importance to them.

(2) Selects dates and sites for statewide recreation events such as Kohl's Cup

(3) Prepares a Recreation Committee Budget

(4) Works with the Region II Recreation Committee and attends their meetings.

(5) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.

e. Referee Committee: Made up of the State Referee Administrator (SRA), State Youth Referee Administrator (SYRA), State Director of Instruction (SDI), State Director of Assessment (SDA), and other members as required or requested by the committee.

(1) Ensures appropriate initial and recurring USSF Referee Courses are offered and conducted statewide.

(2) Ensures that assessment needs of North Dakota USSF Referees is met.

(3) SRA and SYRA serve as members of the Board of Directors

(4) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.

f. Top Soccer Committee. Each Affiliated Member Club which registers Top Soccer players is allowed to have a representative on this committee. The Committee:

(1) Works with Affiliated Member Clubs who register Top Soccer Players with the Association to address issues of importance to them

(2) Works with the Region II Top Soccer Committee and attends their meetings.

(3) Committee Chair shall perform duties as may be prescribed by the Board of Directors or its Officers.

ARTICLE VII. Meetings.

1. Annual General Meeting.

a. The Board of Directors shall set the date and location for the Annual Meeting.

b. A quorum will be a majority of those individual presents at the meeting.

c. Attendance at the Annual Meeting is limited to the Elected Officers, District Directors, Committee Chairs/Program Directors, SRA, SYRA, and the allowed number of members of Affiliated Member Clubs as described in Article IV, 4,a (3).

2. Board of Directors Meetings.

- a. Regular meetings of the Board of Directors may be held at such time and place as shall be determined by the Board.
- b. A quorum will be a majority of those members present at any given meeting.
- c. Attendance at Board of Director meetings is limited to Elected Officers, District Directors, Committee Chairs/Program Directors, SRA, and SYRA.
- d. The DOC and the Executive Director may also attend regularly scheduled meetings. They shall not vote.
- e. Board of Director Meetings can be conducted using electronic media.

3. Executive Committee Meetings.

- a. The President can call an Executive Committee Meetings at a time and location as determined by the President.
- b. All four Elected Officers must attend.
- c. Meetings may be conducted using electronic media.
- d. All business conducted by the Executive Committee will be recorded by the Secretary
- e. All business conducted at Executive Committee Meetings will be reported at the next Board of Director Meeting. Business from an Executive Committee Meeting must be approved at the next Board Directors Meeting.

ARTICLE VIII. Special Programs

- 1. The Association shall adopt policies prohibiting sexual and physical abuse that meet the criteria established by the USSF subject to any contrary requirement contained in state or local law applicable to the Association.
- 2. The Association and its members will abide by USSF and USYS articles, bylaws, policies, and requirements on interplay.

ARTICLE IX. Policies.

- 1. The Association shall adopt policies addressing subjects such as but not limited to:

- a. Non-payment of funds/financial obligation of the Association or its Affiliated Member Clubs
- b. Risk Management.
- c. Affiliate Member Club membership
- d. Affiliate League membership and structure

ARTICLE X. Rules and Procedures.

- 1. The Association shall Rules and Procedures for but not limited to:
 - a. Youth and Adult playing rules and procedures
 - b. State Cup Rules
 - c. State Tournament for Youth
 - d. State Tournament for Adult

ARTICLE XI. Parliamentary Authority.

- 1. Robert Rules of Order shall govern all activities of the Association.

ARTICLE XII. Fiscal Year.

- 1. The Fiscal Year of the Association shall be September 1-Aug 31 unless otherwise established by the Board of Directors.

ARTICLE XIII. Authority.

- 1. Unless specifically stated herein, any circumstances, rule, administration procedure, or any other matter not covered by the Association Bylaws, Rules, Procedures, or Policies, shall then follow the rules, procedures, or policies of USYS, United States Amateur Soccer Association, and the USSF.

ARTICLE XIV. Amendments.

- 1. Amendments to these Bylaws may be made at the Annual General Meeting of the membership, or at any meeting of the Board of Directors, provided that notice of the amendment has been mailed/emailed to all directors not later than 10 days in advance of the Board or Directors meeting. Amendments to Rules, Procedures, or Policies may be made at any regular meeting of the Board of Directors.

2. An amendment to the Bylaws shall be deemed adopted by an affirmative vote of a simple majority of the members present at the meeting. An Amendment to the Rules, Procedures, or Policies shall be deemed adopted by an affirmative vote of a majority of the members present at any regular meeting of the Board of Directors.

Adopted at a meeting of North Dakota Soccer Association on the 5th Day of November, In the Year 2011.