

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 as the Association.

ARTICLE II .

Purpose: The Association is 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/Assistant Coach, Adult Player/Coach/Assistant Coach.

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 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 is not allowed.

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 provide to the membership the procedures, rules and regulations for Affiliate Member Clubs for ratification at the Annual General Meeting.

Youth Players, Coaches, and Assistant Coaches:

1. Affiliate Member Clubs must register a required minimum number of players per team as determined by the Board of Directors and identified in North Dakota Soccer Association Players and Playing Rules Part I I affiliated club and league membership.
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.

Adult Players, Coaches, and Assistant Coaches:

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

ARTICLE V.

I. Bad Standing and Removal of Members:

Any member may be put into bad standing or removed for 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 include one or more of the following actions: Reprimand, suspension, restitution, fine and/ or removal.

ARTICLE VI.

Disputes and Grievances

I. A complaint is defined as:

1. NDSA against and affiliate member club
 2. Affiliate member club against another affiliate member club
 3. Affiliate member club against NDSA
 4. Failure to comply with NDSA membership requirements
 5. Failure to comply with USSF or USYSA membership requirements
2. 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:
 1. Names and addresses of the parties
 2. The alleged grounds of noncompliance with referenced Bylaw, Rule or Policy
 3. Supporting evidence or documentation forming the basis of the complaint
 4. The relief sought
 5. Any Grievance or Dispute Filing Fee Set by NDSA Board of Directors
 3. 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. Failure to file an answer within the requisite time period shall serve as a default, except upon showing of good cause.
 4. The State Office shall:
 1. 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.

2. 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.
5. 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 and Officers

1. Board of Directors & Officers:

The members of the Board of Directors and Officers shall be elected to three-year terms by the majority vote of the Affiliated Member Clubs at the Annual General Meeting. The number of Directors shall be seven. The current Board of Directors transitional terms of office will be as follows:

- a. President (3 year term)
- b. Vice President (2 year term)
- c. Secretary (1 year term)
- d. Financial Officer (3 year term)
- e. West Director (3 year term)
- f. East Director (2 Year term)
- g. At Large Director (1 Year term)
- h. State Referee Administrator (Ex Officio)

The 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. Each shall have equal voting rights at Board and Annual General Meetings, except the President shall only vote ties. These four positions will also be known as the Executive Committee.

2. Members at large:

There shall be one At-Large Director, an East Director, and a West Director. They will be elected by all Affiliate Member Clubs in attendance at the Annual General Meeting.

Referee Administration: State Referee Administrator (SRA) and the State Youth Referee Administrator (SYRA) shall be appointed to a two-year term by the Board of Directors with the advice of the Referee Committee following each AGM at the next scheduled Board of Directors meeting. The SRA and the SYRA may serve consecutive terms. The SRA shall serve on the Board of Directors and not have voting rights at any meetings.

3. Vacancy:

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

4. Removal:

Officers or Directors may be removed from office for just cause, resignation or failure to attend meetings at any time during their term.

5. Requirements:

New candidates for the Board of Directors need to announce their intentions to the State Office by application 7 days prior to the start of the scheduled AGM. Existing board members must give notice to re-run at the Board Meeting prior to the end of term in advance of the AGM. Notice, in all cases, must be provided prior to the start of the scheduled AGM. Nominations will not be taken from the floor at the AGM unless there are no applicants prior to the AGM.

ARTICLE VI.

Duties of Board of Directors:

I. Officers:

a. President

- i. Serve as liaison between the Region and NDSA
- ii. Serve as the Chair of all meetings of the Executive Committee, Board of Directors, and the Annual General Meeting.
- iii. Establish committees and appoint committee chairpersons for those committees not established with the Bylaws.

- iv. Shall see that all decisions and resolutions of the Board of Directors are carried out.
- v. Provide direction to paid staff and hold weekly/bi-monthly/monthly meetings as necessary to address outstanding issues and provide direction.

b. Vice President

Shall, in the absence or disability of the President, perform the duties and exercise the powers of the President.

ii. Shall perform duties as may be prescribed by the Board of Directors or its Officers.

c. Secretary

i. Shall record the minutes and all proceedings of the meetings of the Executive Committee, Board of Directors or Annual General Meeting.

ii. Shall perform like duties for committees when required

iii. Shall perform duties as may be prescribed by the Board of Directors or its Officers.

d. Finance Officer

i. Shall be responsible for the Associations funds, financial instruments, and shall insure complete and accurate accounts of receipts and disbursements.

ii. Shall be one of two individuals that insures all monies are deposited in the name and credited to the Association iii. Shall oversee the disbursement of the funds for the Association

iv. 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

v. Shall perform duties as may be prescribed by the Board of Directors or its Officers

e. Directors :

i. Attend scheduled board meetings and other duties as assigned by the Executive Committee.

ARTICLE VI I. Meetings:

I. 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 individuals present at the meeting.

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. The Executive Director, Executive Admin, and Technical Director may also attend regularly scheduled meetings. They shall not cast a vote.

d. Board of Director Meetings can be conducted using electronic media.

3. Executive Committee Meetings.

a. The President or Vice President in absence of President can call an Executive Committee Meetings at a time and location as to be determined.

b. All 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:

I. 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:

- I. The Association shall have Rules and Procedures for but not limited to:
 - a. Youth recreational and competitive playing rules and procedure
 - b. Adult recreational and complete playing rules and procedures
 - c. State Cup playing rules and regulations
 - d. State Tournaments for Youth
 - e. State Tournaments for Adults

ARTICLE XI.

Parliamentary Authority.

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

ARTICLE XII.

Fiscal Year

- I. The Fiscal Year of the Association shall be September, 1 — August, 31 unless otherwise established by the Board of Directors.

ARTICLE XIII.

Authority

- I. 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 of 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.