

# **North Dakota Soccer Association, Inc. Corporate Bylaws 2026**

## **ARTICLE I - GENERAL CORPORATE MATTERS**

### **A. Name**

- Name of the Organization shall be the North Dakota Soccer Association (NDSA). Hereafter, referred to as NDSA or the Association

### **B. Purpose of the Association**

- 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.

### **C. Headquarters**

- The headquarters of the Association shall be located in the city where the corporate office exists. However, member meetings and Board meetings may be held at various locations in North Dakota or remotely.

### **D. Corporate Seal**

- The Board may adopt a seal which shall have inscribed thereon the name of the Association and the Words "Seal" and "North Dakota", which when adopted shall constitute the corporate seal of the Association.

### **E. Fiscal Year**

- The Board, by resolution, may adopt a fiscal year for the Association.

### **F. North Dakota Nonprofit**

- The Association hereby elects to be subject to the provisions established by the North Dakota Secretary of States office for Nonprofit Associations.

### **G. Tax-exempt Status**

- The Association will maintain its tax-exempt status under the Internal Revenue Code.

### **H. Non-discrimination Mandate**

- The NDSA will not discriminate against any individual on the basis of race, color, religion, age, gender, sex or national origin.

### **I. Geographic Division of the State**

- For logistical and administrative efficiency, the North Dakota will be divided into two areas: East and West, using the center of the state as the boundary. The "At Large" designation shall be the State of North Dakota as a whole.

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## **ARTICLE II - RELATIONSHIP WITH USSF**

### **A. Priority of USSF Rules**

- The United States Soccer Federation articles of incorporation, bylaws, policies and requirements take precedence over and supersede the governing documents and decisions of the Association and its members to the extent applicable under state law and the Association and its members will abide by those articles, bylaws, policies and requirements.

### **B. Prohibition on Joining Conflicting Organization(s)**

- The Association will not join any organization that has requirements that conflict with the USSF's articles, bylaws, policies and requirements.

### **C. Registration of Players & Payment of Fees**

- The Association shall register all of its players, coaches, teams and administrators with the USSF at least once each year and timely pay all dues and fees of the USSF.

### **D. Interplay Requirements**

- The Association and its members will abide by the USSF's articles, bylaws, policies and requirements on interplay.

### **E. Review by USSF**

- The Association will allow the USSF to review the documents and procedures of the Association, on request of the USSF not less than once every four (4) years, to determine compliance with USSF's Bylaws.

## **ARTICLE III - BOARD OF DIRECTORS**

### **A. Duties and Powers of the Board**

- The Board shall be responsible for the transaction of all business of the Association.
- The Board shall have the power to enforce the "Laws of the Game", the rulings of the "USSF", the rulings of the "US Futsal Federation", and the rulings of the "US Youth Soccer."
- The Board shall have the power to settle disputes, protests or appeals from decisions of affiliated subordinate organizations, and its decisions shall be final, subject only to appeal to the US Youth Soccer, "US Futsal", or "USSF".
- The Board may elect the necessary number of delegates and alternates to the "US Youth Soccer" Council at the proper time of year. Financial assistance to such delegate(s) is dependent upon the condition of the Treasury.
- At the AGM, the Board shall give a full report of its actions, policies and procedures adopted during the preceding year.
- The Board has the power to defray the expenses of individuals incurred while performing or traveling to perform the business of the Association, using the funds of the Association.

- Members of the board of directors shall not receive any compensation from NDSA for services rendered for their role as a member of the Board.

**B. Rule and Regulation Making Authority**

- The Board shall adopt Rules and Regulations governing soccer and futsal within the territory
- The Board shall have the authority to amend such Rules and Regulations from time to time as it deems necessary.
- The Board shall give at least fifteen (15) days notice to all Members of any meeting to adopt or amend such Rules and Regulations, which notice shall include copies of the proposed Rules and Regulations or amendments thereto.
- Adopted Rules, Regulations and Policies shall be communicated to each member of the Board of Directors, Members and Associate Members, at their last known address within sixty (60) days after adoption.

**C. Regular Meetings of the Board**

- Regular meetings of the Board shall be held no less than six (6), nor more than 12 (12) times during the year.
- The Board shall conduct its business and make its decisions in accordance with the provisions of these bylaws.
- Notice for the Regular Meetings shall be sent to all Board Members and each affiliate at their last recorded physical or electronic address at least fifteen (15) days in advance of the Regular Meeting.

**D. Special Meetings of the Board**

- The President may, on his/her own accord, or shall at the request of a majority of the Officers and District Commissioners, call a Special Meeting of the Board.
- Notice and the voting rules for such Meetings shall be as described for the Regular Meetings of the Board.
- Such Meetings need not be open to the Members of the Association.
- Such Meetings may be held by telephone conference, if necessary, with the Notice and voting rules to be the same as for any other Meeting.

**E. Quorum**

- A quorum for any regular or special meeting of the Board is four (4) board members, two (2) of whom must be executive committee members

#### **F. Voting Rules for Board Members**

- Each member of the Board shall have one (1) vote. In addition, a member may also vote the proxy of another member of the Board as provided herein.
- A simple voting majority of affirmative votes are needed to decide any issue that comes before the board. A Board Member may cast his or her vote by telephone during any Special Meeting held by telephone conference call.
- An Elected General Officer, who is unable to attend a Board meeting, may give his or her written proxy to either another member of the Board or to another member of the Association. The person holding the written proxy must file it with the Secretary or President before exercising the proxy.

#### **G. Membership of the Board**

- No two members of the same household may serve as Officers on the Board at the same time.
- No more than two members of one member club may serve on the Board at the same time

### **ARTICLE IV - NDSA OFFICERS**

#### **A. NDSA Officers Defined**

- The elected Directors and Officers of the Association shall consist of the **President, Vice President, Secretary, Financial Officer**, West Director, East Director, At-Large Director, and State Referee Administrator. Directors and Officers shall attend scheduled board meetings and complete other duties as assigned.
- Each individual shall have equal voting rights at Board and Annual General Meetings, except the President who shall only vote to break ties.

#### **B. Officers**

- **President**
  - o Be the chief executive officer of the association and serve as liaison between the Region and NDSA
  - o Shall preside at all meetings.
  - o The President of a Member Club or a full-time paid staff member of a Member Club cannot hold that office/position 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.
  - o Serve as the Chair of all meetings of the Executive Committee, Board of Directors, and the Annual General Meeting.

- Shall be entitled to one (1) vote at any Board meeting, but only in the event a tie-breaking vote is needed.
  - Establish committees and appoint committee chairpersons for those committees not established with the Bylaws, subject to board approval.
  - May be an ex-officio member of all committees.
  - Shall see that all decisions and resolutions of the Board of Directors are carried out.
  - Provide direction to paid staff and hold regular meetings as necessary to address outstanding issues and provide direction.
  - May pass upon all bills and claims against the Association and may countersign all checks.
- **Vice President**
- Shall, in the absence or disability of the President, perform the duties and exercise the powers of the President.
  - Shall perform duties as may be prescribed by the Board of Directors or its Officers.
- **Secretary**
- Shall record the minutes and all proceedings of the meetings of the Executive Committee, Board of Directors or Annual General Meeting.
  - Shall be responsible for keeping all correspondence of the Association and will keep all necessary records, including minutes of the meetings of the Board, AGM and SMM.
  - Shall perform like duties for committees when required
  - Shall perform duties as may be prescribed by the Board of Directors or its Officers
- **Finance Officer**
- Shall be responsible for the Associations funds, financial instruments, and shall insure complete and accurate accounts of receipts and disbursements.
  - 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
  - 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
  - Shall perform duties as may be prescribed by the Board of Directors or its Officers
  - Shall have charge over all property of the Association.
  - Shall work with the Executive Director to present a proposed annual budget for approval by the membership.

- **Members at large**

o There shall be the following At-Large positions, elected by all Affiliate Member Clubs in attendance at the Annual General Meeting: These Members-At-Large will provide communication between the local associations and leagues in his or her district and the state association. Members-at-large will attend scheduled board meetings and perform other duties as assigned from time to time by the Board or the President.

- **East Director:** Shall be a representative member clubs on the Eastern half of the State
- **West Director:** Shall be a representative of member clubs on the Western half of the State
- **At-Large Director:** Shall be a general representative of Member clubs throughout the State

- **Referee Administration**

o 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.

**C. Executive Committee:**

- The positions of President, Vice President, Secretary, and Financial Officer will also be known as the Executive Committee.
- The Executive Committee shall have full authority to transact any and all business of the Board of Directors when the Board of Directors is not in session, provided the actions are in accordance with the policies established in these bylaws as well as any instructions expressly declared by the Board of Directors. In general, the Executive Committee shall be immediately responsible for oversight of the regular operations of the Association, while the Board of Directors shall attend to the strategic direction and policies under which the Association operates. The Executive Committee shall meet as needed on behalf of the Association and action taken by the Executive Committee must be reported to the Board of Directors at the next scheduled meeting. Three voting members shall constitute a quorum.

#### **D. Recruitment for positions of Officers.**

- The President or Executive Director will appoint a Recruitment Committee of 3 to 5 persons, with not more than one person from any one affiliated organization. The Recruitment Committee will recruit candidates and accept nominations and/or applications for all open positions for the upcoming Annual General Meeting election.
  - o Candidates must submit their intent to run to the Recruitment Committee no later than 30 days prior to the Annual Meeting.
  - o The Recruitment Committee will submit to each member affiliate, at least 15 days prior to the election, a list of all candidates for a position along with any supporting documents provided by the candidates.
  - o Nominations from the floor
    - Nominations from the floor are not allowed, unless there are no candidates for an office to be elected.
  - o Election of General Officers
    - The General Officers shall be elected by majority vote of the members of the NDSA present, or by proxy, at the Annual General Meeting of the Association. The vote shall be by secret ballot.
- Terms of Office
  - o Each Officer will be elected for a term of two (2) years. The President, Secretary, West Director, and At-Large Director will have terms ending in odd years and the Vice President, Financial Officer, and East Director would have terms ending in even years.
- When Terms of Office Begin
  - o The term of office for each association officer selected at the AGM or a SMM, shall commence at the conclusion of that meeting.

#### **E. Indemnification of Officers**

- Each Officer of the Association, as defined in these bylaws, shall be indemnified by the Association against all expenses, penalties and liabilities, including attorney's fees reasonably incurred by or imposed upon him/her in connection with any claim, demand, action, or proceeding, whether civil or criminal, or in connection with any settlement thereof, to which he/she may be made a party, or in which he/she may become involved, by reason of his/her being or having been an Officer of the Association, whether or not he/she is an Officer at the time of such expenses, penalties or liabilities are incurred, except in cases where he/she shall be finally adjudged in such action or proceeding to be liable for willful misconduct in the performance of his/her duties as an Officer. The right of indemnification herein provided shall be in addition to, and not exclusive of, all other right to which such Officer may be entitled to and

the right to indemnification herein provided shall inure to the benefit of the personal representatives of deceased Officer.

**F. Vacancies: Filling Vacancies by Board Action**

- In the event an Elected General Office, other than the President, becomes vacant due to resignation, death or otherwise, the Board shall, by majority vote, elect a successor to the office. The vacancy shall be filled with a person who resides in the same area as the person vacating the office resided. The person elected shall serve until the next AGM. At the next AGM, the vacancy shall be filled by election for the remainder of the term of office, if any, in the same manner as if the term of office had expired.
- If the office of President becomes vacant due to resignation, death or otherwise, the Vice President will become President until the next AGM.

**G. Removal:**

- Officers or Directors may be removed from office for just cause, resignation or failure to attend meetings at any time during their term.
- At any meeting of the Board called especially for that purpose, a Board Member is expected to attend. A board member may miss no more than 25% of all meetings without just cause, or he/she may be removed from office by majority vote of the Board and his/her position be declared vacant, provided the officer or commissioner in question is given due notice and an opportunity to be heard.

**ARTICLE V – MEMBERS OF NDSA**

**A. Membership Eligibility**

- The North Dakota Soccer Association is a member of the United States Youth Soccer Association (US Youth Soccer), and a member of the United State Soccer Federation (USSF). The NDSA and its members are open to all soccer organizations. The NDSA and its member organizations shall provide an equal opportunity to all soccer players, coaches, trainers, managers, administrators and officials, without discrimination on the basis of race, color, religion, age, gender, sex or national origin to participate. An organization or individual subject to suspension under Section 4 of USSF Bylaw 241 is ineligible.
- Any league/club association including any amateur soccer organization within North Dakota or an individual who is a player, coach, trainer, manager or administrator not subject to suspension under section 4 of Bylaw 241 of the USSF is a member of NDSA through that individual's membership or association with a league/club as an elected officer or member of the board of directors or if the individual occupies an unpaid administrative position. These members must

be willing to play or conduct the game of soccer football under the "Laws of the Game" as promulgated by the USSF and the USYSA with headquarters within the territory as defined in the "Articles of InAssociation" and abide by the Bylaws and Rules and Regulations of the Association.

#### **B. Affiliated Member Organizations**

- An Affiliated Member Organization is an organization which is:
  - o A youth soccer organization headquartered in North Dakota with a minimum of Four (4) or more teams (of any type)
  - o A charitable organization; recognized by the IRS as being a 501.c.3 organization
  - o Registered and in good standing with North Dakota Soccer Association
  - o Supportive of and actively promoting the purpose and activities of the NDSA by having soccer playing and educational opportunities for its members.
- Subject to adherence to all other NDSA guidelines, organizations not recognized as IRS 501.c.3 organizations or organizations of three (3) or fewer teams may be considered for membership with approval of the NDSA Board of Directors.

#### **C. Good Standing**

- A member in good standing is one whose current NDSA fees are paid and who complies with the provisions of the USSF Articles of InAssociation, Bylaws, policies and NDSA Bylaws and standing rules. The Board of Directors may review the status of any affiliated member organization. If any affiliated member organization fails to meet member organization qualifications, the board of directors may recommend deactivation of its membership.

#### **D. Member Responsibilities**

- Each NDSA Affiliated Member Organization will annually submit its membership fee, membership reports, and copies of current bylaws, policies and procedures. It will have a board of directors of at least four (4) officers who are distinct and different individuals.

#### **E. New Member Organizations**

- Any Application for Membership into the North Dakota Soccer Association requires completion of the "Application for a New Club" and submission of all documentation required by "NDSA New Club or Renewal Process" which at minimum includes:
  - o A letter outlining the general purpose of the organization, the area it will serve, and a request to be considered for membership.
  - o Articles of Incorporation
  - o Constitution and/or Bylaws
  - o Operating Rules
  - o A list of organization officers

- A check made payable to "North Dakota Soccer Association" in the amount as established by the board.
- The new club must declare its affiliation to the North Dakota Soccer Association, the United States Youth Soccer Association, the United States Soccer Federation and FIFA.
- The application and approval process may take 4-6 weeks. Once the application has been approved, a letter of notification will be sent to the listed club president. Applications for new clubs are accepted at any time during the year however clubs will only be granted a franchise status to begin operations no earlier than August 1 of the coming registration year. The new club/organization will be provisionally recognized for a one (1) year probationary period. After one year, a second year probationary period may be put in place. No later than two years after the initial acceptance of the application, with evidence the organization has adhered to North Dakota Soccer Association bylaws and rules, the organization will be submitted for final approval and full membership status.

**F. Membership Fees:** Members of the Association may be required to pay affiliation/member fees to NDSA in an amount determined by the Board.

**G. Authority of the Board Over NDSA Members**

- The Board shall have the sole authority and right:
  - To determine if qualifications for membership are met.
  - To require Affiliated Member Organizations to meet all of the requirements of this Article
  - To determine the length and conditions of any trial period or suspension, if any.
  - To enforce any other deadlines or requirements as may be defined in the "Articles of InAssociation," these Bylaws or the Rules and Regulations of the Association.
  - After affording due process, to impose sanctions on any member Association that habitually violates the provisions of this Article.

**H. Membership Voting Provisions**

- The Association Membership shall be divided into two classes, Voting and non-Voting.
  - Voting members are defined as those Members who fulfill the criteria for membership outlined in these bylaws
  - Member Associations are entitled to cast votes at the Annual General Meeting or any Special Meeting of the Membership based on the number of their registered players as provided in these bylaws.
  - For each AGM or SMM, each Member Association shall appoint, in writing, a delegate(s) and assign to that delegate(s) the number of votes he or she can exercise up to the total allowed the Member Association in these bylaws. A Delegate's appointment must be filed with the President or Secretary before the start of the meeting.

## ARTICLE VI - ANNUAL GENERAL MEETING

### A. Time of Meeting

- The Annual General Meeting of Members of the Association (**AGM**) shall be held annually at which meeting the election of Officers and appointment of District Commissioners shall be held.

### B. Written Notice of Meeting

- Written notice of the **AGM** shall:
  - o Be sent to each Officer and to each Member Association or League at the last reported address. Notice shall also be sent electronically to each officer and to each Member Association for which the NDSA has email addresses on file.
  - o Be sent twenty-one (21) days in advance of the AGM.
  - o Include a proposed agenda for the meeting.
  - o Include a proposed annual budget for the NDSA.

### C. Representation

- A majority vote of the Members present (or by proxy) at the AGM or a Special Membership Meeting (SMM), shall decide all questions, including the election of Board of Directors and Officers. The number of votes cast by member associations on behalf of their local members shall be based on the number of registered players since the last AGM, according to the following schedule:
  - o 0 - 99 players = 1 vote
  - o 100 - 499 players = 2 votes
  - o 500 - 999 players = 3 votes
  - o 1,000 – 1,999 players = 4 votes
  - o 2,000 + players = 5 votes

### D. Voting

- 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, member of the Association to vote on matters that come before the members at the Annual Meeting.
- 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.
- 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.

- 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.

#### **E. Proxy Vote**

- Proxy, as used in reference to the AGM or a SMM, shall be defined as a written and signed notice from the local association's Board of Directors assigning their voting rights to a person from their association for that specific meeting. Each attending individual at the AGM or a SMM may carry votes for only one Association.

#### **F. Special Membership Meetings**

- The President may on his/her own accord or, at the request of a majority of the Board of Directors, or at a request of the majority of the Members of the Association, call a Special Meeting of the Members of the Association (SMM).
- Notice and the voting rules for such Meetings shall be as described for the AGM.

#### **G. Procedural Rules Applicable to all Meetings**

- The following rules shall apply to all meetings of the general membership including the AGM and a SMM, all meetings of the Board of Directors, and all meetings of association committees:
  - o Meetings shall be conducted in accordance with "Robert's Rules of Order."
  - o Individuals, representing themselves or a nonaffiliated group, may at the discretion of the Board be granted the privilege of being present and speaking at Meetings.
  - o Quorum and voting rules shall be consistent with and shall be governed by the Articles in these Bylaws.
  - o Presiding Officers: The President, or his/her successor in accordance with these bylaws, shall preside at all meetings of the General Membership and the Board of Directors. Committee chairpersons shall preside at their respective committee meetings.
  - o Each presiding officer has the responsibility of maintaining order at the meeting over which he or she presides. If a disruptive situation develops, the presiding officer may close the meeting to all but those members of the AGM, SSM, Board or committee in question (members) and to those individuals the presiding officer or members wish to invite to remain at the meeting.

## **ARTICLE VII - REGISTRATION OF PLAYERS**

### **A. General Requirements**

- Written copies of the registration/rosters for each season must comply with the Registration Rules and must be filed with the State Registrar by the registration deadline established by the Board.

### **B. Permanent / Yearly Deadline May Be Set by Board**

- The Board may either establish a permanent spring and fall registration deadline date, to apply to all future seasons, or the Board may establish, on a yearly basis, deadlines for that year only.

### **C. Deadline for Board to Act**

- If the Board elects to establish registration deadlines on a yearly basis, the Board must decide the spring deadline by March 1, and the fall deadline by July 1, for the year in question.

### **D. Default Deadline if Board Fails to Act**

- If the Board fails to set a registration deadline by the date set forth above (either on a permanent or yearly basis), the registration deadline, by default, will be the second Monday in April for the spring season and the second Monday in September for the fall season.

### **E. Notification of Deadline Set**

- All Associations will be promptly notified of the deadlines set, whether by action of the Board or by default.

### **F. How Rosters Filed**

- Registration/rosters will be deemed filed with the Registrar when they are actually received by the Registrar or postmarked by the US Postal Service, whichever is earlier. The Registrar will promptly acknowledge receipt of all registration/rosters.

### **G. Roster Changes After Filing**

- Any roster changes or additions, made after the filing date, must be filed with the Registrar within seven (7) days of the change.

### **H. Failure to File**

- If any Member Association fails to file its registrations/rosters by the established deadline (for all players intended to be registered with NDSA), that Member Association will be automatically considered in bad standing. An Association will automatically return to good standing once its registration/rosters have been filed, provided this is done before any final deadline set by the Board as provided herein.

### **I. Bad Standing**

- No member, player or team of an Association in bad standing may participate in any soccer game, practice or other activity sanctioned by NDSA. No Member Association, no NDSA

registered player, and no NDSA rostered team may participate in any sanctioned activity with any player or team from an Association in bad standing.

**J. Final Deadline**

- At the time the registration deadlines are set, the Board may also set a final deadline after which no further changes or additions to registrations/rosters will be accepted and no late filing of registrations/rosters by Associations in bad standing will be allowed.

**K. Notification of Associations in Bad Standing**

- The President will promptly notify all Member Associations of any Association considered in bad standing under these rules and of any Association which has returned to good standing by compliance with these rules.

**L. Emergency Extension of Time**

- Under extraordinary circumstances, the President may extend an Association's registration deadline beyond that set by the Board of by these bylaws.

**M. Mailing List Based on Registrations**

- The mailing list comprised of such roster/registration information will be the property of the Association.

**N. Dispute Resolution**

- Any dispute arising under this section will be resolved under Dispute Resolution provisions of these bylaws and the procedures adopted by the Board thereunder.

**ARTICLE VIII - DISPUTE RESOLUTION**

**A. Dispute Resolution Procedure Required**

- The Board of Directors will adopt an appeal and protest procedure that is consistent and not contrary to the policies and procedures required by the USSF and USYSA. All USSF's policies and procedures will take precedent over USYSA's requirements. The NDSA will provide equitable and prompt hearing and appeal procedures to guarantee the rights of individuals to participate and compete. These policies and procedures shall include a statement that all grievances involving the right to participate and compete in activities sponsored by the USSF and NDSA and its members may be appealed to the USSF's Appeals Committee that shall have jurisdiction to approve, modify or reverse a decision.

**B. Exhaustion of Remedies Before Legal Action**

- No league, club or other association, official, team, coach, player or any other member of the NDSA or their representative, may invoke the aid of the Courts of any State or of the United States without first exhausting all available remedies within the appropriate soccer organizations as required by their bylaws, policies and procedures as well as the NDSA. For violation of this

bylaw, the offending party shall be liable to the NDSA and the applicable local league/club for all expenses incurred by the NDSA and its officers, and the applicable league/club and its officers, as appropriate, in defending each court action, including but not limited to the following: court costs, attorneys fees, reasonable compensation for time spent by NDSA and the applicable league/club and employees in responding to and defending against allegations in the action, including responses to discovery and court appearances, travel expenses and expenses for holding special board of directors meetings necessitated by court action.

## **ARTICLE IX - AMENDMENTS**

### **A. Requirements to Amend Bylaws**

- These Bylaws may be amended at any AGM or SMM by a two-thirds (2/3) majority vote of the members present.

### **B. Notice of Proposed Amendments**

- Copies of proposed amendments shall be communicated to each member of the Board of Directors, Member and Associate Member, at last known email at least twenty-one (21) days in advance of the meeting date.

### **C. Notice of Adopted Amendments**

- Adopted amendments shall be distributed to each member of the Board of Directors, Member and Associate Member, at last known address or electronic contact, within sixty (60) days after adoption.

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### **Appendix 1: Disputes and Grievances process**

A complaint is defined as:

- NDSA against and affiliate member club
- Affiliate member club against another affiliate member club
- Affiliate member club against NDSA
- Failure to comply with NDSA membership requirements
- Failure to comply with USSF or USYSA membership requirements

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
- The relief sought
- Any Grievance or Dispute Filing Fee Set by NDSA Board of Directors

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.

The State Office shall:

- 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.
- 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.

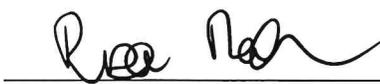
The parties will have the right to appeal the decision of the Association to the National Appeals Committee as specified in USSF Bylaw.

**Certificate of Adoption of Bylaws**

The undersigned hereby certify that they are the duly elected and acting President and Secretary of North Dakota Soccer Association, a North Dakota non-profit corporation, and that the foregoing Bylaws comprise the Bylaws of said Association as adopted by a Majority vote of the General Membership at a meeting held on the 28th day of February, 2026.

  
 \_\_\_\_\_  
 President NDSA

3/4/26  
 \_\_\_\_\_  
 Date

  
 \_\_\_\_\_  
 Secretary NDSA

3/4/26  
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 Date