

# BYLAWS OF THE LOUISIANA SOCCER ASSOCIATION

## Article 1 INCORPORATION AND NAME

This organization is incorporated under the laws of Louisiana as a 501 (c) 3 non-profit, charitable corporation. The name of this Association shall be The Louisiana Soccer Association ("LSA").

## Article 2 MISSION

The Louisiana Soccer Association ("LSA") is a non-profit, statewide soccer organization established to foster the physical, mental, and emotional growth of Louisiana's residents through Soccer at all levels of age and competition.

## Article 3 AFFILIATION WITH NATIONAL BODIES

The Association shall be affiliated with the United States Soccer Federation, Inc. (US Soccer), the United States Youth Soccer Association, Inc. (US Youth Soccer) and the United States Amateur Soccer Association, Inc. (USASA). The Association shall be subject to the Constitution, Rules, and Standing Orders of the US Soccer, US Youth Soccer and USASA, insofar as they affect the game of Soccer and prescribes the function of the Louisiana Soccer Association, Inc. The Association shall be governed by its Constitution and Rules except when these provisions are superseded by the governing authority of the US Soccer, US Youth Soccer or USASA. Should there be a conflict between the provisions of US Soccer and either US Youth Soccer or USASA, the provisions of US Soccer shall govern.

## Article 4 MEMBERSHIP

- 4.1 Membership in the Association shall consist of properly constituted Soccer clubs within the State of Louisiana.
- 4.2 Each member club shall retain its own autonomy, but will adhere to the Bylaws and Policies of this Association in all matters pertaining to intrastate competition, and will adhere to the Constitution, Bylaws and Policies of the US Soccer, US Youth Soccer, and/or USASA in all matters pertaining to interstate, regional, national and international competition.
- 4.3 This Association shall admit to full membership, upon request, Soccer clubs within the State of Louisiana who have met all requirements of this Association as outlined in these Bylaws and the LSA Policy Manual. Such full membership will be entitled to full benefits of LSA and a voice within this Council. When approved by the General Council, voting rights become effective. An affiliated club is defined as an organization, club, or association recognized by the Association which pays dues to, receives benefits or services from, and participates in the policy-making processes of the Louisiana Soccer Association, Inc.
- 4.4 An affiliated club has the responsibility to provide opportunities for every interested player to play affiliated soccer at the developmental, intermediate, or advanced level. All clubs affiliated with this Association must properly register every soccer player and every soccer team that is sponsored, financed, coached or administered by the club.

## Article 5 OFFICERS

### 5.1 The Executive Committee Officers of the Association

- 5.1.1 President
- 5.1.2 Vice President
- 5.1.3 Treasurer
- 5.1.4 Secretary (Non-Voting)
- 5.1.5 Youth Soccer Coordinator
- 5.1.6 Adult Soccer Coordinator
- 5.1.7 Member-at-Large (Large Club)
- 5.1.8 Member-at-Large (Small Club)
- 5.1.9 Member-at-Large (Odd)
- 5.1.10 Member-at-Large (Even)
- 5.1.11 Immediate Past President
- 5.1.12 Chairman of the State Referee Committee (Non-Voting)

### 5.2 Duties of Executive Committee Officers

#### 5.2.1 The President

- 5.2.1.1 The President is the Chairman of the Executive Committee and shall have the following responsibilities:
- 5.2.1.2 Serve as Chairman of all meetings of the Executive Committee and of the General Council
- 5.2.1.3 Oversee and direct all activities of LSA and coordinate all matters pertaining to soccer in the State of Louisiana
- 5.2.1.4 Represent LSA and be head of the delegation to national and regional meetings of the US Soccer, US Youth Soccer, or USASA.
- 5.2.1.5 Appoint, with the majority consent of the Executive Committee, chairpersons and/or members of standing committees
- 5.2.1.6 Supervise and manage the Executive Director and the Technical Director
- 5.2.1.7 Appoint, designate or hire other persons to assist him/her in performing his/her duties
- 5.2.1.8 Cast the deciding vote if it affects the outcome of the vote
- 5.2.1.9 Set, in conjunction with the Treasurer, all salaries, compensations, and benefits for LSA employees.
- 5.2.1.10 Oversee the amendment of LSA Policies and Bylaws.

#### 5.2.2 The Vice President

The Vice President shall:

- 5.2.2.1 Succeed to the duties and authority of the President in the absence, incapacity, or resignation of the President
- 5.2.2.2 Represent LSA to regional and national meetings of US Soccer or US Youth Soccer as required
- 5.2.2.3 Promote the interest of soccer within the State of Louisiana
- 5.2.2.4 Assist the President as necessary
- 5.2.2.5 Assist the Executive Director as necessary
- 5.2.2.6 Assist both the Youth Coordinator and the Adult Coordinator in all of their endeavors.

#### 5.2.3 The Treasurer

The Treasurer shall:

- 5.2.3.1 Maintain all financial accounts of LSA.
- 5.2.3.2 Prepare financial statements

- 5.2.3.3 Present the proposed budget for the next fiscal year (August 1st through July 31st) at the Annual General Meeting.
- 5.2.3.4 is responsible for the oversight of proper accounting procedures and policies as adopted by the Executive Committee regarding expenditures as required by the Internal Revenue Service.
- 5.2.3.5 Maintain financial records for the State Referee Committee if so requested by the President.
- 5.2.3.6 Set, in conjunction with the President, all salaries, compensations, and benefits for LSA employees.
- 5.2.3.7 Report to the Executive Committee and to the General State Council on all matters pertaining to the financial accounts of LSA
- 5.2.4 The Secretary
  - The Executive Director shall serve as the Secretary and as a non-voting member of the Executive Committee and shall, as the Secretary:
  - 5.2.4.1 Record, publish, and distribute minutes of all meetings of the Executive Committee and General Council.
  - 5.2.4.2 Provide proper notice of all meetings of the General Council, and the Executive Committee in compliance with Article 7.
  - 5.2.4.3 Insure that all meetings described in 6.2.5.3 are conducted in accordance with *Robert's Rules of Order*, latest edition.
  - 5.2.4.4 be responsible for keeping the Bylaws and Policies of LSA current
- 5.2.5 The Youth Soccer Coordinator
  - The Youth Soccer Coordinator shall:
  - 5.2.5.1 Assist the President, Vice President ~~Youth~~ and Executive Director as necessary with all youth soccer matters.
  - 5.2.5.2 Assume the duties of the Vice President in his/her absence or incapacity.
  - 5.2.5.3 Assist affiliated clubs in developing competitive youth soccer programs
  - 5.2.5.4 Promote intrastate and interstate competition for classic teams
  - 5.2.5.5 Promote recreational soccer across the State of Louisiana
  - 5.2.5.6 Promote the affiliation of all types of clubs and youth organizations with LSA to expand participation in the game of soccer at the youth level
  - 5.2.5.7 Report to the Executive Committee and the General Council on all matters pertaining to youth soccer
- 5.2.6 Adult Soccer Coordinator
  - The Adult Soccer Coordinator shall:
  - 5.2.6.1 Assist the President, Vice President and Executive Director as necessary with adult soccer matters.
  - 5.2.6.2 Represent LSA at regional and national meetings of US Soccer or USASA.
  - 5.2.6.3 Assist affiliated clubs in developing soccer programs for adults.
  - 5.2.6.4 Promote intrastate and interstate competition for adult teams.
  - 5.2.6.5 Promote recreational soccer programs for adults
  - 5.2.6.6 Promote the affiliation of all types of clubs and youth organizations with LSA to expand participation in the game of soccer at the adult level
  - 5.2.6.7 Report to the Executive Committee and the General Council on all



fails to attend three (3) meetings of the Executive Committee in any single LSA fiscal year, whether excused or not, shall be deemed to have resigned. In the event of the death, resignation, or incapacity of the President, the order of succession shall be: Vice President then Treasurer.

- 5.4.4 The President shall appoint, with majority consent from the Executive Committee, replacements to fill any vacancies that arise on the Executive Committee resulting from the death, incapacity, resignation, or removal of the incumbent. After approval by the Executive Committee, the nominee shall fill the position with full voting rights until the next meeting of the General Council or, if applicable, Youth or Adult Council, at which time a replacement will be elected to fill the remainder of the unexpired term if necessary.

## Article 6 EXECUTIVE COMMITTEE

- 6.1 The Executive Committee of LSA consists of those listed in Article 5.1

### 6.2 Powers

- 6.2.1 The sole authority of this Corporation, except that which is herein otherwise delegated, shall be vested in the Executive Committee.
- 6.2.2 The Executive Committee shall have full authority to act for the Corporation in all matters of administration, and shall make a report to membership at the Annual General Meeting and Midyear Meetings of the business that has been conducted by the Executive Committee.
- 6.2.3 The Executive Committee shall have power to incur financial liabilities on behalf of the Corporation.
- 6.2.4 The Executive Committee is responsible for enacting, reviewing, and publishing policies to enable LSA to attain its goals.
- 6.2.5 The Executive Committee will select and employ an Executive Director to administer the affairs and administrative functions of LSA.
- 6.2.6 The Executive Committee will select and employ a Technical Director to administer the affairs of LSA's Technical Department.
- 6.2.7 The Executive Director may select and employ necessary employees to administer the affairs of LSA's daily business as approved by the Executive Committee. The Executive Committee will approve the salary and duties of all employees. These employees will be responsible to the Executive Director.

### 6.3 Executive Committee Meetings

- 6.3.1 The Executive Committee of LSA shall meet at least four (4) times per seasonal year.
- 6.3.2 Special meetings of the Executive Committee may be called as required by the President or any three (3) other Executive Committee voting members.

### 6.4 Electronic and Phone Conference Meetings

- 6.4.1 All committees and subcommittees are authorized to meet by telephone conference or through other electronic communications media so long as all the members can simultaneously hear each other and participate during the meeting in accordance with Louisiana law.
- 6.4.2 Members of the Executive Committee shall be encouraged to attend all Executive Committee meetings in-person and to utilize electronic communications as a method of attending such meetings only as a last resort.

### 6.5 Quorum

- 6.5.1 The presence of a majority of the voting members of the Executive Committee then in office shall constitute a quorum to transact business at any duly called Executive Committee meeting of LSA.

## Article 7 ELECTIONS

- 7.1 The officers of LSA shall be elected at the Annual General Meeting by the General Council and will hold office for two (2) years to begin on September 1st of the year elected.
- 7.2 Any elected or appointed officer of LSA or its paid employees shall not hold an elected or paid position with an affiliated club or organization below the State Level unless elected to one of the Member-at-Large positions.
- 7.3 The President, the Adult Soccer Coordinator, the Member-at-Large (Large Club), and the Member-at-Large (Odd) shall be elected in odd numbered years.
- 7.4 The Vice President, the Treasurer, the Youth Soccer Coordinator, the Member-at-Large (Small Club) and the Member-at-Large (Even) shall be elected in even-numbered years
- 7.5 Any person seeking election to any of the positions described in Article 5 must submit a declaration of candidacy to the Executive Director no later than thirty (30) days prior to the AGM.
  - 7.5.1 Names of the declared candidates will be distributed to the membership no later than 25 days prior to the AGM. If no candidates have submitted a declaration of candidacy for any position on the Executive Committee, the membership will be notified no later than twenty-five (25) days prior to the AGM. Such notifications of declared candidates and vacancies in declared candidates to the membership shall be made by publication on the LSA website.
  - 7.5.2 Only in the event that no candidate files for a position before the 30-day deadline will nominations be accepted from the floor at the AGM.

## Article 8 MEETINGS

- 8.1 General Membership Meetings
  - 8.1.1 The General Council, which is comprised of the Executive Committee and representatives from member clubs, shall meet twice annually.
  - 8.1.2 The Annual General Meeting shall be held during July, August or September.
  - 8.1.3 The Mid-Year Meeting shall be held during January, February or March.
- 8.2 Special Meetings

Any special meetings of the General Council may be called by the President or by 25% of the voting members of the General Council.
- 8.3 Notice of Meetings
  - 8.3.1 Notice of the regularly scheduled meetings of the General Council shall be provided to the member clubs and members of the Executive Committee at least thirty (30) days in advance of the date of the meeting.
  - 8.3.2 Notice of any special meeting of the General Council shall be provided to member clubs and members of the Executive Committee at least fifteen (15) days in advance of the date of the meeting.
  - 8.3.3 Notice of a special meeting of the Executive Committee shall be given at least five (5) days in advance of the date of the meeting.
  - 8.3.4 Unless a member club indicates otherwise, communication regarding these meetings will be sent electronically.
- 8.4 Quorum
  - 8.4.1 For all meetings of the General Council, any clubs in good standing collectively representing a majority of the membership shall constitute a quorum.
  - 8.4.2 When a quorum is present at any meeting, the vote of the majority present at such meeting shall decide any question brought before such meeting, except those involving amendments to the Bylaws, for which a two-thirds vote is required. In which case, such express provision shall govern and control the decision of such question. The members present at a duly organized meeting

may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

8.5 Member Voting Representation

Voting representation at the Annual General Meeting and Midyear Meeting shall be established as follows:

8.5.1 The determination of votes will be established fourteen (14) days prior to the LSA meetings. As used herein, the term "players" shall be defined to include only those players who have been duly registered with LSA and for whom the registration fees have been paid to LSA on or before the date upon which the determination of votes is made. Voting strengths shall be allocated using ~~and shall use~~ the following criteria:

1-499	youth players	1 vote
500-999	youth players	2 votes
1,000-1,499	youth players	3 votes
1,500-1,999	youth players	4 votes
2,000 or more	youth players	5 votes
1-199	adult players	1 vote
200-399	adult players	2 votes
400-799	adult players	3 votes
800 or more	adult players	4 votes

8.5.2 The votes assigned to each club by the above standards may be cast in any vote of the General Council.

8.5.3 Each officer of LSA described in Article 5 shall be accorded one (1) vote in the General Council, except the President, who shall cast a vote only if it affects the outcome of the vote. The Chairman of the State Referee Committee and any paid employee of this Association shall have no vote but are members of the General Council.

8.5.4 An affiliated club or association that sponsors an adult program may have its vote cast by proxy. The proxy must be in writing, dated and signed by the club/association president, specifying the date(s) for which the proxy is effective. The proxy must be presented to the LSA Executive Director before a vote may be cast no later than noon on the last business day prior to the meeting. Proxy votes may not be cast for a member of the LSA Executive Committee, but they may be cast by a member of the LSA Executive Committee.

Article 9 COMMITTEES

9.1 Committees

9.1.1 All standing committees shall be annual appointments unless otherwise stated and are effective for the seasonal year of September 1st through August 31st.

9.1.2 All standing committee appointments shall take place at the first meeting of the Executive Committee for a new seasonal year.

9.1.3 Special committees may be established with the goal of completing the task within seasonal year. If the task is not completed, the special committee may be retained for a new seasonal year at the discretion of the President.

9.2 Standing Committees

9.2.1 Youth Soccer Committee

9.2.1.1 Each club that registers youth soccer players may appoint one (1) member.

- 9.2.1.2 Additional members appointed by the Youth Soccer Coordinator with approval from the LSA Executive Committee.
- 9.2.1.3 Each club will have the number of votes based on voting strengths as it has for the General Council meetings.
- 9.2.1.4 The committee members will recommend rule and/or Policy changes for approval by the Executive Committee and the General Council.
- 9.2.2 Discipline and Appeals Committee
  - 9.2.2.1 The committee shall be comprised of a chairman and a pool of members appointed by the President and approved by the Executive Committee.
  - 9.2.2.2 No two (2) members may be from the same member club.
  - 9.2.2.3 Three (3) members are required to be present in order for a quorum to be reached.
  - 9.2.2.4 The State Referee Committee shall appoint a representative to serve as an advisor to this committee.
  - 9.2.2.5 Should it be impossible for a quorum to be reached in order for the committee to make a ruling within a required time period, the chair (or his/her designee), may appoint an impartial person(s) to serve temporarily on the committee provided that the criteria in 9.2.3.2 is followed. In such an event, the President shall approve the interim appointment(s).
  - 9.2.2.6 The Chairman shall notify the Executive Director immediately, in writing, of the findings and rulings of this committee for distribution to the parties.
  - 9.2.2.7 This committee shall have jurisdiction over all appeals from member clubs.
- 9.2.4 Risk Management Committee
  - 9.2.4.1 The Risk Management Committee (RMC) shall promote the welfare of youth players and work to protect coaches, volunteers, and program administrators and the affiliated clubs of LSA.
  - 9.2.4.2 The RMC shall be chaired by the Vice President.
  - 9.2.4.3 The RMC shall make all initial decisions pertaining to an individual's eligibility to participate with LSA.
  - 9.2.4.4 The RMC has the authority to immediately disqualify an individual based on the results of information provided by the individual or through a third party under contract to LSA.
  - 9.2.4.5 Membership of the RMC shall include, in addition to the Vice President, the Adult Soccer Coordinator, the Youth Soccer Coordinator, a Member-at-Large, and LSA legal counsel (if appointed).
- 9.2.5 Rules Committee
  - 9.2.5.1 The Rules Committee shall be comprised of a minimum of three (3) and a maximum of five (5) members appointed by the President.
  - 9.2.5.2 The Rules Committee shall review all proposals involving any amendments to the Bylaws and provide due and careful consideration to same before submitting said proposals to the General Council with their recommendations.
  - 9.2.5.3 The Rules Committee shall examine all applications for membership in LSA and make recommendations to the Executive Committee and General Council. The committee

- shall insure that all rules and Bylaws of submitting organizations abide by the Bylaws and Policies of the US Soccer, US Youth Soccer, or USASA as they may apply and conform to the spirit and intent of Chapter 2205 of Title 36 of the United States Code.
- 9.2.5.4 The Rules Committee shall review proposed new or amended policies and procedures before adoption by the Executive Committee to determine their consistency with the Bylaws of LSA and make a report on its review with comments and recommendations.
- 9.2.5.5 The Rules Committee shall provide advisory opinions interpreting the Bylaws of LSA on written request from a member of the Executive Committee, the Executive Director, or from a member of an affiliated club.
- 9.2.6 State Referee Committee
- 9.2.6.1 The State Referee Committee is composed of the following members, who are appointed by the President:  
 State Referee Committee Chairman (SRC)  
 State Referee Administrator (SRA)  
 State Director of Instruction (SDI)  
 State Director of Assessment (SDA)  
 State Coordinator of Assignors (SAC)  
 State Games & Cup Assignor  
 State Coordinator of Referee Development  
 LSA President or Executive Director
- 9.2.6.2 The State Referee Committee responsibilities include the following:
- 9.2.6.2.1 Planning and developing the referee program within LSA.
- 9.2.6.2.2 Developing the referee program budget.
- 9.2.6.2.3 Preparing an annual report of referee program expenditures.
- 9.2.6.2.4 Establishing standards for each referee program area.
- 9.2.6.2.5 Establishing a referee program that shall consist of the following program areas: recruiting, certification, instruction, assessment, assignment, mentoring, and coaching.
- 9.2.7 Special Committees
- 9.2.7.1 The President may establish special committees with the approval of the Executive Committee to accomplish a special purpose.
- 9.2.8 Ex-Officio Members
- 9.2.8.1 The President shall be an ex-officio, non-voting member of all committees.
- 9.2.8.2 The Vice President shall be a non-voting member of all youth-specific committees.

## Article 10 HEARINGS, GRIEVANCES, DISPUTES AND APPEALS

- 10.1 All hearings must be conducted under the rules and procedures set forth under US Soccer Bylaw 701 and Policy 701-1 – Hearings, Grievances, Disputes and Appeals. LSA will have specific policies following US Soccer on the Disciplinary and Appeals Committee, Hearing Procedures and Appeals Procedures.

- 10.2 All affiliated clubs are required to have a Bylaw or Policy for handling disputes and conducting hearings and appeals. Clubs must have written procedures for resolving internal disputes or violations of their individual club Bylaws or Policies to include established lines of protest/appeal for individuals who may wish to appeal a club ruling or imposition of a disciplinary action.
- 10.3 Any further appeals shall be in accordance with procedures set forth in the Bylaws and Policies of US Soccer, US Youth Soccer, or USASA.

#### Article 11 AMENDMENTS TO THE BYLAWS

- 11.1 The Executive Committee is hereby authorized to make any additional technical changes to the Bylaws of LSA as may be required by a review of said Bylaws by US Soccer, US Youth Soccer Association, or USASA as long as two-thirds of the Executive Board agrees that said changes are required by the restructuring.
- 11.2 The Executive Committee may, by a two-third vote, renumber existing Articles or section of the Bylaws and/or correct typographical errors or omissions.
- 11.3 Any other modifications affecting the Articles of LSA must be carried by a two-thirds affirmative vote of the voting delegates attending a regularly scheduled meeting of the General Council.
- 11.4 Proposed amendments to the Bylaws or Policies may be proposed by members of the Executive Committee or by affiliated clubs.
- 11.5 Proposed amendments to the Bylaws must be received in writing by LSA at least sixty (60) days prior to regularly called meeting of the General Council. LSA must distribute proposed changes to member clubs at least thirty (30) days prior to the meeting.
- 11.6 Proposed amendments to the LSA Bylaws not on the meeting agenda may be considered at the meeting only if those present at the meeting vote unanimously to consider the changes.

#### Article 12 DISSOLUTION

- 12.1 In the event LSA disbands, after liabilities and obligations are satisfied in accordance with government regulations, any remaining monies in the LSA treasury shall be dispersed as determined by the Executive Committee in accordance with the Articles of Incorporation of LSA. None of the funds may be used for the benefit of individual members.