



# **LEAVENWORTH SOCCER ASSOCIATION**

## **BYLAWS**

APPROVED ON 7/16/2022 AT ANNUAL MEMBERSHIP MEETING

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## ARTICLE I: NAME

The name of the organization shall be Leavenworth Soccer Association.

## ARTICLE II: PURPOSE

Leavenworth Soccer Association is an all-volunteer, non-profit 501(c) that uses soccer to instill the qualities of leadership, teamwork, respect, and service to others. Our players learn to handle success and failure in competition and to exhibit good sportsmanship in victory and defeat and will understand that athletic competition is preparing them for life.

## ARTICLE III: MEMBERSHIP

### Section 1: General

LSA is a member of Kansas State Youth Soccer Association (KSYSYA), a State Association that is an Organization Member of the United States Soccer Development Academy (USSD) and United States Youth Soccer (USYS). The KSYSYA, Federation and USYS articles of incorporation, bylaws, policies, and requirements take precedence over and supersede the governing documents and decisions of the LSA and its members to the extent applicable under state law, and the LSA and its members will abide by those articles, bylaws, policies, and requirements.

### Section 2: Eligibility

Membership in the LSA shall be as provided in these rules and as approved by the general membership at the Annual General Meeting. Prospective members include soccer players, coaches, trainers, managers, administrators, and officials not subject to suspension under section 4 of United States Soccer Federation (USSF) Bylaw 241.

#### Section 2.a: New Members

When considering prospective members, the following criteria will be used to determine an organization's acceptance into LSA:

- 1) The prospective member 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, sex, national origin, sexual orientation, or gender identity to participate.
- 2) The prospective member or any individual within the prospective member family may not have been subject to disciplinary action within the last twelve months from the date of the application.
- 3) The prospective member must be in good standing with LSA and KSYSYA.

#### Section 2.b: Eligibility of existing LSA Members

When determining the eligibility of existing Youth Player/Family, Adult Player, Coaches, and Volunteers the Board of Directors will confirm:

- 1) The existing member has all current fees paid to LSA.
- 2) The existing member meets the criteria for their specific type of membership as outlined in Section 4 of this Article.

- 3) The existing member has submitted all required documentation for the program they plan to participate in.

### Section 3: Registration

LSA shall register all its players, coaches, teams, referees, and administrators with the Federation and USYS at least once each year and timely pay all dues and fees of the Federation and USYS. Individuals registered with KSYSA shall be members of the Federation and USYS with the rights afforded to them under USSF Bylaws.

### Section 4: Members

All members of LSA must be in good standing with LSA, KSYSA, the USSF and USYS.

#### Section 4.a: Board Members

The Board Members shall consist of President, Vice President, Secretary, Treasurer, Recreational Program Director, Director of Coaching and Development, and Members-at-Large.

#### Section 4.b: Voting Members

The Voting Members shall consist of the current Members of the Board of Directors and all Head Coaches, Recreational and Competitive Programs from the previous year.

#### Section 4.c: General Members

The General Members shall consist of any youth player and their parent(s)/guardian(s), and adult volunteers.

### Section 5: Registration

Each individual desiring to play for LSA must complete the required registration/enrollment prior to the due date and provide all required documentation and pay dues in full.

### Section 6: Dues

- A. All General Members affiliated with LSA shall pay required dues as determined by the Board of Directors. Dues will be collected at the beginning of each season. The Board of Directors shall have the power to make and from time to time alter the required dues to cover operating expenses. These changes must be made with the intent of the organizations Mission Statement and to remain as affordable as possible.
- B. The failure of any member to pay fees within 30 days of posting to their account will cause a warning. Failure to pay within 60 days of posing to account may cause immediate forfeiture of membership without legislative formality and will result loss of play, up to including expulsion from the organization.

### Section 7: Members Duties to Retain Good Standing

- A. All coaches, club administrators, and volunteers must meet KSYSA Risk Management guidelines. In addition to KSYSA guidelines, individuals must pass a background check, and comply with any policies adopted by the organization.
- B. All Board Members, Voting Members, and General Members which accepts membership in LSA agrees to recognize the administrative jurisdiction of this association and to adhere to the bylaws and rules of USSF, USYS, KSYSA, and LSA.
- C. Members must pay annual dues as prescribed in Section 6 of this Article.

## Section 8: Term of Membership

- A. Player and coach membership fees shall be determined by the Board of Directors with approval of the membership.
- B. Failure to pay invoice within the allotted time will result in loss of membership with LSA.

## Section 9: Reciprocity

Members of LSA shall not register or admit to membership any clubs, leagues, players, coaches, referees, or administrators who are under suspension by or receiving disciplinary action by another member of KSYSA, USYSA or USSF.

## Section 10: Seasonal Year

The seasonal year of this Association shall begin on August 1 and end on July 31 of the following calendar year.

# ARTICLE IV: Officers

## Section 1: Officers

The Board of Directors shall consist of the elected officers (President, Vice President, Secretary, Recreation Program Director, Director of Coaching and Development, and three Members-At-Large) and the appointed position (By Board of Director vote) of Treasurer.

## Section 2: Term of Office

All officers shall serve for a term of two (2) years or until their successors are elected or appointed. Each officer may serve in his/her elected position for no more than 3 consecutive terms (filing another position at any other term is acceptable as it will not be the same position consecutively). An officer cannot hold more than one position. Each officer shall hold office until the end of the following month after his successor has been chosen and notified or until his death or until he shall resign or shall be removed in the manner hereinafter provided.

## Section 3: Election

Elections will be held in the spring of each year. All positions (other than appointed positions) will be voted on and elected on even or odd years as follows:

- |   |      |
|---|------|
| 1) The President                        | even |
| 2) Vice President                       | odd  |
| 3) Secretary                            | even |
| 4) Member-at-Large 1                    | odd  |
| 5) Member-at-Large 2                    | even |
| 6) Member-at-Large 3                    | odd  |
| 7) Director of Coaching and Development | even |
| 8) Recreation Program Director          | odd  |

The Treasurer is appointed by the President.

## Section 4: Authority of Officers

- A. The President, Vice President, Secretary, Recreation Program Director, and Director of Coaching and Development will serve as the Executive Board of Directors and will administer the business and operational affairs of LSA between Board of Directors meetings. Nothing in this article or these bylaws shall allow the Executive Committee or the Board of Directors to override a vote of the membership. Directors shall not receive any stated salary or monetary compensation for their service on the Board of Directors.
- B. Special meetings of the Board of Directors may occur as deemed necessary by any member of the Executive Board. However, a meeting cannot occur for the executive board without all executive board members being present. Meetings of the executive board to discuss soccer board matters may be called at any time to review, suggest, or view presentations for the soccer board's benefit. However, no decisions may be voted upon or implemented by the executive board without the vote appearing before the entire Board of Directors. Meetings of the Executive Board are meant to speed the process and not burden the entire Board with ideas, presentations, budgets, agendas for future meetings, etc. that the entire board may not have a need to be part of. No votes or final decisions can be made without a final vote by the entire Board of Directors.

## Section 5: Duties of the Officers

The officers shall perform the duties provided in this section and such other duties as are prescribed for the office in these bylaws, by the Board of Directors, by the president, or in the adopted parliamentary authority.

### A. Duties of the President

The President shall:

- 1) preside at all meetings of the LSA Board of Directors, the Annual General Meeting, and other meetings deemed necessary by the president;
- 2) appoint all committees, subject to the approval of the Board of Directors;
- 3) act as chairman of the Board of Directors;
- 4) enforce the rules and regulations of this association;
- 5) be a signatory on all financial accounts;
- 6) co-sign all contracts and documents with the Secretary of the Association;
- 7) head the Scholarship Committee and oversee scholarship approvals;
- 8) perform duties as the Board of Directors may from time to time direct.

### B. Duties of the Vice President

The Vice President shall:

- 1) succeed to the office of President in the event that office becomes vacant;
- 2) perform all the duties and exercise all the powers of the president during his absence or incapacity;
- 3) assist the President in all necessary matters;
- 4) serve as the chairperson of the Appeals and Protest Committee;



- 5) sit on the Scholarship Committee and help with approval of scholarships
- 6) serve as the LSA Risk Management Coordinator
- 7) perform duties as the Board of Directors may from time to time direct.

### **C. Duties of the Secretary**

The Secretary shall:

- 1) keep a record of all proceedings of this Association;
- 2) keep and maintain minutes of each meeting held by the Board of Directors;
- 3) keep and maintain calendar of events, meetings, soccer related business;
- 4) maintain records of proceedings, bylaws, policy, procedures, and rules and regulations for the association;
- 5) submit business filing report to Kansas Secretary of State of the new Board Members;
- 6) co-sign with the President all contracts and other documents of this association that are approved by the Board of Directors;
- 7) attend to any correspondence deemed necessary by the Board of Directors;
- 8) perform duties as the Board of Directors may from time to time direct.

### **D. Duties of the Treasurer**

The Treasurer shall:

- 1) direct the keeping of full and accurate accounts of receipts and disbursements of the Association, in accordance with the financial policies of LSA;
- 2) create and report on a monthly basis current financial activity in comparison to the Association's budget, in accordance with the financial policies of LSA;
- 3) be responsible for adhering to the budget as adopted at the Annual General Meeting, as defined in the LSA Financial Policies and Procedures;
- 4) act as chairman of the Budget Committee;
- 5) liquidate all bills against the organization after the Board of Directors has approved them;
- 6) act as a signatory on all financial accounts;
- 7) provide financial report at the Annual General Meeting;
- 8) oversee the concession stand operations;
- 9) be responsible for adhering to the budget as adopted at the Annual General Meeting, as defined in the LSA Financial Policies and Procedures;
- 10) be responsible for filling taxes to the IRS on a yearly basis;
- 11) perform duties as the Board of Directors may from time to time direct.

### **E. Duties of the Recreational Program Director**

The Recreational Program Director shall:

- 1) be in charge of all recreational programs;
- 2) head and participate on the recreation committee;
- 3) execute the program budget as allocated in the LSA budget approved by the Board of Directors;

- 4) provide records of all expenses in support of that budget to the Treasurer;
- 5) conduct all fall and spring recreational soccer registration;
- 6) liaison for referee assignor
- 7) liaison for city
- 8) assign players to teams;
- 9) keep a complete list of all registered players, teams, and coaches (act as registrar)
- 10) assign and approve each coach;
- 11) assign field representation for each game (Field Marshals, Board Representative, etc.);
- 12) sit on the Scholarship Committee;
- 13) provide financial report at annual general meeting of the members
- 14) perform duties as the Board of Directors may from time to time direct.

#### **F. Duties of the Director of Coaching and Development**

The Director of Coaching and Development shall:

- 1) oversee all coach and player development
- 2) recruit skills coaches and mentors
- 3) develop and maintain player and coach evaluations
- 4) conduct tryouts;
- 5) assign and approve each coach;
- 6) keep a complete list of all registered players, teams, and coaches (act as registrar)
- 7) sit on the Scholarship Committee;
- 8) perform duties as the Board of Directors may from time to time direct.

#### **G. Duties of the Members-At-Large**

The Members-At-Large shall:

- 1) be a liaison between the parents and the Board of Directors;
- 2) serve on committees as requested by the board;
- 3) perform duties assigned by the board per Job Description document;
- 4) support the soccer program as required;
- 5) perform duties as the board of directors need from time to time.

#### [Section 6: Removal from Office](#)

Officers may be removed, with cause, by a two-thirds (2/3) vote of the full member organizations at the Annual General Meeting or a Special Meeting called for that purpose.

## **ARTICLE V: NOMINATIONS AND ELECTIONS**

### [Section 1: Nominations and Qualifications](#)

- A. At the beginning of the spring soccer season, Members-At-Large will advertise and begin accepting nominations for open future board member positions. The Nominating

Committee will inform anyone nominated for Board approval of the elected positions duties and responsibilities, and time obligations of Board Members. The Nominating Committee will then determine that the nominees are in good standing by

- 1) verifying the candidate is in good standing with LSA and current on all dues;
- 2) verify they are not currently under suspension by or receiving any disciplinary action by any government, public or another soccer association;
- 3) verifying the candidate can pass the background check to work with youth;
- 4) verify there are no conflicts of interest;
- 5) verify the person being nominated is aware of the requirements of the office they are seeking and agree to attend the meetings required as such and office and fulfill the duties of the office;
- 6) verify the candidate is willing to pass any required training required by LSA, KSYSA, or any other soccer association required;
- 7) and that they will be willing to serve if elected.

- B. Persons chosen to run for President must have served on the LSA Board of Directors for at least one year (at any time in the past, whether it be 10 years before, or the previous year).
- C. It is advised that no more than one family member serve on the Board of Directors at any given time, except for a lack of interest or when nominees do not pass background checks or are not found to be in good standing.
- D. The following procedures shall then be followed: The nominating committee shall report its recommendations to the Board of Directors. A two-thirds (2/3) majority vote of those directors' present shall be required to approve the recommendations. A secret ballot must be used if any one Director requests it. The Board of Directors shall then notify each nominee that their name will appear on the ballot for a nominated position. Elections will be held at the end of the spring soccer season.
- E. Names of the interested candidates will be distributed to the general membership no later than 14 days prior to the Annual General Meeting. If no candidates have submitted their names, the general membership will be notified no later than 14 days prior to the Annual General Meeting.
- F. Only in the event that no candidate files for a position before the Annual General Meeting will nominations be accepted from the floor at the Annual General Meeting.

## Section 2: Election of Officers

Ballots will be prepared with all open positions and nominated person shall be listed. Ballots shall be handed out 14 days before Annual General Meeting. Ballots will be collected and

counted by all Board Members in opposite year of elections (with positions not involved in elections that year). Those candidates who have the greatest total number of votes in their favor for the position they are running shall be elected to the Board of Directors. The number of votes received by each candidate shall not be published but all ballots shall be retained for a period of three months and shall be available for inspection by any candidate requesting to inspect them during that time. If positions are not filled or that elected member is removed, the president may appoint a replacement to continue the positions term. This appointment must be confirmed by the remaining Board Members in a simple majority vote. A secret ballot must be used if anyone requests it.

### Section 3: Compensation of Officers

Directors shall not receive any stated salary or monetary compensation for their service on the Board of Directors.

### Section 4: Appointment of Risk Management Officer

Risk Management compliance with KSYSA regulations is the responsibility of the Vice President. Director of Coaching and Development and Recreational Directors are to report to Vice President any SafeSport or background check issues within their programs. Coaches and all volunteers are mandatory reporters in youth organizations and must report incidents to appropriate program Directors.

## ARTICLE VI: BOARD OF DIRECTORS

### Section 1: Composition

- A. The board of directors shall be composed of the following 9 positions:
  - 1) the President;
  - 2) the Vice President;
  - 3) the Secretary;
  - 4) the Treasurer;
  - 5) the Recreational Program Director;
  - 6) the Director of Coaching and Development
  - 7) the Member-At-Large 1;
  - 8) the Member-At-Large 2;
  - 9) the Member-At-Large 3

### Section 2: Terms

- A. Each member of the board of directors may hold only one position on the board at a time.
- B. The term of an individual elected to a position referred to in these bylaws begins that term immediately after the adjournment of the meeting at which the individual was elected or appointed. An individual elected or appointed to fill a vacancy takes office immediately on the election or appointment.

- C. Their term of office shall be two (2) years. Each officer may serve in his/her elected position for no more than 3 consecutive terms (filing another position at any other term is acceptable as it will not be the same position consecutively). No person shall hold more than one office. Each officer shall hold office until the end of the following month after his successor has been chosen and notified, or until his death or until he shall resign or shall be removed in the manner hereinafter provided.

### Section 3: Duties

- A. Board of Directors. Except as otherwise provided in these bylaws, the board of directors shall:
  - 1) manage the affairs of LSA;
  - 2) enforce and amend the rules, policies, and procedures of LSA;
  - 3) adopt, and amend as needed, the Risk Management/Background Check Policy as adopted by the Board of Directors;
  - 4) have all powers granted by Kansas law and statutes, subject to limitations of the bylaws, and of the Kansas Corporation Code as to action which shall be authorized or approved by the members, and subject to the duties of directors as prescribed by the bylaws.

### Section 4: Meetings

- A. **Date and Time.** The Board of Directors shall hold at least six (6) meetings per year, the time and place to be announced by the President. Written notice of each meeting of the Board stating the place, date, and hour of the meeting and in the case of a special meeting, the purpose or purposes thereof shall be given not less than seven (7) days nor more than thirty (30) days prior to the date of the meeting, either personally, by mail or by email by direction of the board of directors or the officer calling the meeting.
- B. **Waiver of Irregularity.** If any meeting of the Board of Directors be irregular for want of call or notice, provided a quorum was present at such meeting, the proceedings of said meeting may be ratified and approved and rendered likewise valid, and the irregularity or defect therein waived, by a writing signed by all persons having the right to vote at such meeting.
- C. **Board Action.** Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors.
- D. **Informal Action by Directors.** Any action required or permitted to be taken at any annual or special meeting of the Board of Directors or committee thereof may be taken without a meeting, without prior notice and without a vote if a consent in writing, setting forth the action so taken, shall be signed by ALL the members of the Board or committee, as the case may be such written consents, which shall have the same effect as a unanimous vote of the members at a meeting duly held, shall be provided to the secretary to be filed with the minutes of the meetings of the Board or committee.
- E. **Voting.** In all matters which are properly presented to the Board of Directors, each member present shall have the right to cast one vote. Proxy voting shall not be permitted. The individual who is chairing a meeting of the Board of Directors may vote only when the vote is by ballot or, in all other cases, to affect the result of the vote. Email votes are only acceptable when a regularly scheduled meeting is not possible and must only be presented by the president. Other

Board members who would like to place an item of consideration for an email vote must present it to the president who would then present to the entire Board for a vote.

- F. **Quorum.** A majority (2/3) of the total number of directors, then in office, shall be necessary to constitute a quorum for the transaction of business, except to adjourn as hereinafter provided. The directors present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough directors to leave less than a quorum. Whenever a quorum no longer exists, no action may be taken at such a meeting other than an adjournment until a quorum is again achieved.
- G. **Order of Business for Board of Directors Meeting**
  - 1) Roll Call
  - 2) Read and approve minutes from last meeting
  - 3) Board of Director Reports (if any)
  - 4) Unfinished Business
  - 5) New Business
  - 6) Adjournment

## Section 5: Removal of Office and Vacancies

- A. **Absence.** Any officer or board member who is absent without an excusable cause for three (3) consecutive meetings of the Board of Directors shall forfeit his/her right to continue in that office.
- B. **Resignation.** An officer can resign from office at any time by providing each current Board Member written notice of intent to resign (email is not considered acceptable for this purpose); at which time the vacant office shall be filled by presidential appointment, with approval of the Board of Directors, for the remainder of the term. Items that are required to maintain LSA operations must be transitioned to the Secretary or assigned Board member to include: keys, passwords, key contacts, website and software usernames and passwords to business accounts, files, property, inventory, or any other LSA relevant information to ensure continuity of operations during transition.
- C. **Removal from Office.**
  - 1) An officer can be removed from office by a 2/3 majority vote of the Board of Directors.
  - 2) Officers that are removed or resign from the Board may not be reinstated as a board member for a minimum of 4 years or two terms whichever is greater; however, they may serve on committees as designated by the Board of Directors.
  - 3) Items that are required to maintain LSA operations must be transitioned to the Secretary or assigned Board member to include: keys, passwords, website and software usernames and passwords to business accounts, files, property, inventory, or any other LSA relevant information to ensure continuity of operations during transition.
- D. **Vacancies.** Should a vacancy occur, the vacant office shall be filled by presidential appointment, with approval of the Board of Directors, for the remainder of the term.

## ARTICLE VII: COMMITTEES

### Section 1: Standing Committees

No Committee or Special Group may exist in benefit of the LSA except with a passing vote of the Board of Directors. Any Committee or Special Group formed will act as its own group to review policies, ideas, actions as were originally planned by the Board when the committee or special group was first formed. Chairman of any Committee or Special Group will be held by a current Board Member, or someone appointed by the Board. The committee or special group may make no actions unless agreed and voted on by the Board of Directors. The Board of Directors will have all final voting powers and say in any committee or special group suggestions. The Board of Directors may remove or dissolve any committee or special group at any time. Only Board Members will have voting rights for decisions being voted upon as a result of committee or special group work, ideas, etc.

The following committees of this Association shall be recognized as LSA Standing Committees:

- 1) Scholarship Committee
- 2) Recreation Committee
- 3) Nomination Committee
- 4) Tournament/Camp Committee
- 5) Risk Management Committee
- 6) Appeals and Protests Committee

### Section 2.a: Duties of Scholarship Committee

- A. The Scholarship Committee shall:
  - 1) discuss and maintain criteria to be eligible for scholarships;
  - 2) maintain scholarship form;
  - 3) discuss and approve scholarship approval;
  - 4) perform duties as the Board of Directors or Committee Chairman may from time to time direct.

### Section 2.b: Duties of the Recreation Committee

- A. The Recreation Committee shall:
  - 1) discuss and advise the Recreational Program Director on improvements or changes related to the recreation program;
  - 2) perform duties as the Board of Directors or Committee Chairman may from time to time direct.

### Section 2.c: Duties of the Nomination Committee

- A. The Nomination Committee shall:
  - 1) discuss, advise, and assist the Members-At-Large the on improvements or changes regarding the nomination procedures;
  - 2) perform duties as the Board of Directors or Committee Chairman may from time to time direct.

### Section 2.d: Duties of the Tournament /Camp Committee

- A. The Tournament/Camp Committee shall:

- 1) discuss, advise, and assist the Members-At-Large the on improvements or changes regarding the tournament/camp procedures;
- 2) perform duties as the Board of Directors or Committee Chairman may from time to time direct.

#### Section 2.e: Duties of the Risk Management Committee

- A. Risk Management Committee shall be Chaired by the Vice President, per his assignment as Risk Management officer for the Association. Members of the committee will include the Director of Coaching and Development, and Recreational Program Director.
- B. The committee will make all initial decisions pertaining to an individual's eligibility to participate with LSA.
- C. The committee shall have the authority to immediately disqualify an individual based on the results of any criminal history background check(s).
- D. The committee shall have the authority to obtain more information on questionable or serious offenses and convictions based on the results of any criminal history background check(s).
- E. The committee shall enforce the Risk Management/Background Check Policy as adopted by the board of directors.

#### Section 2.f: Duties of the Appeals and Protests Committee

- A. The Appeals and Protests Committee shall arbitrate all claims, which arise from within the structure of LSA and shall judge all matters pertaining to player and/or league infractions. The committee may delegate its authority in some, or all matters to the grievance committees of the various affiliated subordinate organizations of LSA, exclusive of matters related to referees, recruitment of registered players, or to matters arising between or among the affiliated subordinate organizations.
- B. All decisions rendered by the various grievance committees of the affiliated subordinate authorities shall be within the framework of these bylaws. All decisions by these subordinate authorities shall be subject to review by the LSA Appeals and Protests Committee. The LSA Appeals and Protests Committee may revise such decisions if such action is deemed necessary.
- C. The Appeals and Protests Committee has the authority to penalize all programs, and teams affiliated with LSA and the individual officers, coaches, members, and players thereof. Penalties shall include but not be limited to letters of censure and temporary or permanent suspension from the activities of the LSA or its programs.
- D. All grievances involving the right to participate and compete in activities sponsored by the USSF and KSYSA and LSA and its programs may be appealed to the State Association's Appeals Committee that shall have jurisdiction to approve, modify or reverse a decision.
- E. Any hearing of a protest, appeal, or allegation of misconduct must be as the result of a properly submitted written cause of action. No hearing or other administrative action shall result from circumstances or charges, which are only communicated verbally.
- F. All matters concerning appeals and protests shall be handled in accordance with LSA Appeals and Protests Rules, Policies and Procedures.
- G. Nothing stated herein shall conflict with the rules or regulations of the USSF or the United States Youth Soccer Association (USYSA) or the Kansas State Youth Soccer Association (KSYSA) whose rules and regulations in these matters shall always take precedence.



## ARTICLE VIII: ANNUAL GENERAL MEETING

### Section 1: Annual General Meeting

- A. The Annual General Meeting of the public for announcement of elected officers, reports from the directors, and the transaction of such other business shall be held each year within 60 days prior to the beginning of the fiscal year, August 1<sup>st</sup>. Notification will be given not more than twenty-one (21) nor less than fourteen (14) days before the meeting.
- B. Order of Business for Annual General Meeting:
  - 1) Roll Call (Board Members)
  - 2) Board of Director Reports
  - 3) Consideration of proposed changes to the Rules
  - 4) Elections
  - 5) New Business
  - 6) Adjournment
- C. Any topics related to New Business must be presented to the Secretary 30 days in advance.

### Section 2: Voting Membership

- A. The legislative and judicial powers of LSA shall be vested in the voting membership. Voting Membership will consist of the current members of the Board of Directors and Voting Members addressed in Article III, Section 4.b.
- B. The voting membership shall have the power to ratify, alter or reject decisions and policies of the Board of Directors.
- C. The voting membership shall elect the officers of this association, make changes to the bylaws, and approve the annual budget.
- D. All officers shall be elected by majority vote of the electorate.

### Section 3: Member Voting Rights

- A. Voting strength will be based on number of teams coached and board positions held prior to the start of the Annual General Meeting.
- B. The following formula shall be used to determine the number of votes that each member, in good standing, shall be entitled to cast at the Annual General Meeting:
- C. Every head coach, assistant coach, team manager and every Board Member will receive one ballot;
- D. In no case shall the total number of votes cast be more than the number to which that voting member is entitled.
- E. Proxy voting shall not be allowed at any LSA meeting.

### Section 4: Board of Directors Voting at Annual General Meeting

Board of Directors Voting at Annual General Meeting. Each voting member of the LSA Board of Directors shall have one (1) vote at all meetings of the general membership (Annual General Meeting or Special General Meeting).

### Section 5: Special Meetings of General Membership

Special meetings of the general membership shall be called by (1) the President at any time, (2) by a majority of the LSA Board of Directors, or (3) at the written request of at least twenty-five percent (25%)

of the General Members. Within fourteen (14) days from receipt of said request, the membership shall be notified of the meeting, which shall be held within sixty (60) days after receipt of the request.

#### Section 6: Quorum

The quorum at an Annual General Meeting or Special General Meeting shall be one-fifth (1/5) of the Voting Members, but no less than one-third (1/3) of the total number of directors, per Kansas State Law.

### ARTICLE X: WAIVER OF NOTICE

Whenever notice is required to be given under any provisions of these Bylaws, or of the Constitution or the law of the State of Kansas, a written waiver thereof, signed by the person entitled to notice, whether before or after the time stated therein, shall be the equivalent of notice. Attendance of a person at a meeting, including attendance by proxy at a member's meeting, shall constitute a waiver of notice of such meeting, except when a person attends such a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of any regular or special meeting of the members, directors, or members of a committee of directors need not be specified in any written waiver of notice.

### ARTICLE XI: ADMINISTRATION

#### Section 1: Affiliation

The LSA is a member of and shall comply with the authority of the applicable affiliated entities. The LSA may make modifications of the Laws of the Game as long as they are confined to competition within the LSA. When a team enters any competition outside its home association, affiliated organization, USYSA, USSF, and Fédération Internationale de Football Association (FIFA) rules will apply. The LSA will comply with the following entities in all matters related to rules and play of the game, interstate, national, Olympic, and international programs, and activities. They are:

- 1) Recreational Soccer: Kansas State Youth Soccer Association (KSYSYA), United States Youth Soccer Association (USYSA), the United States Soccer Federation (USSF), and Federation Internationale de Football Association (FIFA)
- 2) Competitive Soccer: Kansas State Youth Soccer Association (KSYSYA), United States Youth Soccer Association (USYSA), the United States Soccer Federation (USSF), and Federation Internationale de Football Association (FIFA)

Throughout these Bylaws, and Policies and Procedures these associated organizations shall be called the LSA "affiliates".

#### Section 2: Organization

1. Incorporation: Leavenworth Soccer Association, (the "Corporation") is a duly organized corporation authorized to do business in the State of Kansas by the filing of Articles of [Organization] [Incorporation] on 25 May, 1995. The LSA shall operate under the laws of the state of Kansas and shall have and may exercise all the powers conferred by the laws pursuant to and under which this corporation is formed.

2. State law: The Corporation is organized under Chapter 17, Corporations, of the Kansas State Statutes and except as otherwise provided herein, the Statutes shall apply to the governance of the Corporation

3. Registered Office and Registered Agent: The registered office of the Corporation in the State of Kansas, shall be 3300 South 14<sup>th</sup> Street, Leavenworth, KS 66048.
4. The LSA is organized as a charitable organization described in Section 501(c) (3) of the Tax Code, determined by the IRS in July 1995.
5. The organization shall be governed by its bylaws as presently constituted or as amended by the Board of Directors.

### Section 3: Headquarters

The headquarters of this association shall be within the boundaries of the state of Kansas where all general meetings shall be held. Local headquarters shall be determined by the Board of Directors.

### Section 4: Non-discrimination

LSA will not discriminate against any individual on the basis of race, color, religion, age, sex, national origin, sexual orientation, or gender identity to participate.

### Section 5: Colors

The representative colors of the association shall be Green and White.

### Section 6: Matters Not Provided For

Any matters not provided for in these rules will revert to the affiliated organization rules. In the event that there is no provision in the affiliated organization rules, the matter will be determined by the LSA Board of Directors.

## ARTICLE XII: ELECTRONIC COMMUNICATION

### Section 1: Meetings

Members of the Board of Directors of LSA, or any committee designated by the Board, may participate in a meeting by means of conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear one another, and such participation in a meeting shall constitute presence in person at the meeting. All other persons attending via conference telephone or similar means must seek and obtain prior authorization from the Board of Directors to appear as a guest.

### Section 2: Communication

Unless members indicate otherwise to KSYSA Headquarters, all communication required in these bylaws, including meeting notices, may be sent electronically.

## ARTICLE XIII: INDEMNIFICATION

LSA may, to the fullest extent permitted by K.S.A. Section 17-6305, as amended, indemnify any and all persons whom it shall have the power to indemnify from and against any and all of the liabilities and expenses or other matters referred to or covered in said Section. LSA may, but shall not be obligated to, maintain insurance at its expenses, or protect it and any such persons against such expenses or liabilities.

## ARTICLE XIV: DISSOLUTION

Upon dissolution of LSA, the governing board shall, after paying or making provision for the payment of all the liabilities of the corporation, divide the remaining assets among the member associations. These assets shall be divided by a committee composed of representatives from the member associations in accordance with the provisions of the Articles of Incorporation for Leavenworth Soccer Association.

## ARTICLE XV: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order that LSA may adopt. The parliamentary authority adopted by LSA shall be adopted by each member organization.

## ARTICLE XVI: AMENDMENTS

### Section 1: Action

The bylaws may be amended by a two-thirds vote of the entire voting power at the annual general meeting, provided that the proposed amendment:

- 1) has been submitted by a member of the board of directors;
- 2) has been received in writing to the secretary of the association at least sixty (30) days in advance of the annual general meeting; and
- 3) has been mailed or sent by electronic communication to every member league or association no later than (14) days prior to the annual general meeting.

The Board of Directors shall have the power to make and from time to time alter and repeal the Bylaws of the corporation. However, the paramount power to make, alter and repeal shall always be vested in the members, which power may be exercised at any Annual General Meeting; provided that thereafter the directors shall have the power to suspend, repeal, alter or otherwise amend any Bylaw or portion thereof so enacted by the members.

### Section 2: Effective Date of Amendments

Amendments become effective after the adjournment of the annual general meeting, providing there was no other date specified for the effective date of the amendment.