



Bylaws of Georgia State Soccer Association

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NAME

The name of this association shall be Georgia State Soccer Association Inc. (GSSA).

OBJECT

To coordinate the development of activities relating to the sport of soccer within the state of Georgia in a fair, effective and cost-efficient manner.

To promote the sport of soccer at all levels within the state of Georgia, to resolve questions and controversies not addressed under the rules, regulations, and bylaws of the relevant affiliated associations, and to exercise the authority and interest of the United States Soccer Federation in the state.

To educate the general public concerning all aspects of the sport of soccer and to foster statewide, national and international amateur competition of said sport.

To solicit, receive, and maintain a fund of real or personal property or both, and subject to restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principle thereof exclusively for charitable, religious, scientific, literary, or educational purposes, either directly or by contributions to organization that qualify as exempt organization under section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future law of the United States governing of the internal revenue service (IRS), and

In general, to transact or carry on any other business in connection and consistent with the foregoing.

AFFILIATIONS

This association shall be a member of US Youth Soccer Association, US Adult Soccer Association, and the United States Soccer Federation (USSF). To the extent permissible under all applicable Georgia laws or statutes, US Adult Soccer Association, US Youth Soccer Association, and USSF articles of incorporation, bylaws, policies, and requirements take precedence over and supersede the governing documents and decisions of GSSA. GSSA shall not join any organization that has requirements that conflict with USSF or its articles, bylaws, policies, and requirements.

DEFINITIONS

The following terms shall be interpreted as defined, unless the context clearly indicates otherwise:

Adult Council – the assembly of adult affiliate Representatives

affiliate – any organization affiliated with GSSA, which has an identifiable membership of players, on whose behalf the organization conducts or engages in soccer activities in a manner consistent with the provisions of Article II. An affiliate shall be further defined as the club, league, or association that serves as the basic administrative unit of GSSA. In order to satisfy the requirements of US Soccer, every player, coach, trainer, manager, administrator and official shall be registered with either GSSA or another member organization of US Soccer.

associate member – any organization or group representing an interest in soccer who wishes to become a member of GSSA. Associate members shall be non-voting members, but with all other meeting privileges at General Meetings.

authorized votes – total of eligible votes in attendance at membership meetings

coaches organization – a group of coaches organized for the purpose of affiliation with GSSA. Each Organization is required to have a minimum of ten individual members and no more than one organization within a playing affiliate.

director – a voting member of the board of directors who is not an officer

eligible votes – total number of votes of those members in good standing

non-voting member – a member of a committee, the board, or other position within the association who serves without a vote

Federation –the United States Soccer Federation, Inc, (USSF)

FIFA – Federation International de Football Association of which the Federation is the national association member for the United States.

FIPFA –Federation of International Powerchair Football Association, the world governing body of power soccer.

fiscal year – the twelve-month accounting period beginning July 1 and ending June 30 or as determined by the board.

GSSA member – an individual member of an organization that has applied for and/or been approved for affiliated membership with Georgia State Soccer Association. Membership in GSSA through each defined affiliate is open to all players, coaches, trainers, managers, administrators, officials, referees, and honorary members.

Hall of Fame member – a person who is recognized either for outstanding achievement or lifetime achievement,” by the board

life member – a person that has been awarded the status of life member based on the criteria of having held an office in the Georgia State Soccer Association for at least five years. Life members shall not be required to pay dues

player — a person who is registered and actively playing in an adult or youth affiliate during the current seasonal year

adult player – any player registered with an adult affiliate during the current seasonal year.

athlete player-director – an elected member of the board, who shall be at least eighteen years old and currently registered and playing with an affiliate

youth player – a youth member as defined by US Youth Soccer and registered with GSSA

referee organization – a group of referees organized for the purpose of affiliation with GSSA. Each organization is required to have a minimum of ten individual members and no more than one organization within a playing affiliate

regulation – a rule or a type of rule

seasonal year – the twelve-month period defined by USSF

shall - must

state registrar - the designee of the executive director, responsible for duties assigned in these bylaws

team – a recognized entity sponsored by any GSSA affiliate and organized for the purpose of playing the sport of soccer

the association – the Georgia State Soccer Association

the board – the board of directors of GSSA

USASA – the United States Adult Soccer Association

US Youth Soccer – the United States Youth Soccer Association

USSF or **US Soccer** – the United States Soccer Federation

USPSA – U.S. Power Soccer Association, the governing body of power soccer in the United States and voting members of USSF

Youth Council – the assembly of youth affiliate Representatives

MEMBERS

Voting members shall include youth council members, adult council members, life members and members of the board, as detailed in this article.

Non-voting members shall include Hall of Fame members, associate members, and others that may be designated by the board.

Terms of Membership

Qualification and Eligibility

Each applicant for GSSA membership shall submit their annual application on a form approved by the board, accompanied by the appropriate fees. Any application received that is incomplete or lacks the required supporting documentation shall be returned to the applicant.

Applications shall be filed with the secretary of the association. Applications for new associate memberships and affiliate memberships shall be presented to the membership at the next general membership meeting. That meeting may approve new memberships.

Fees / Dues

All fees assessed shall be determined by the board and shall be approved by the membership. All dues and fees shall be listed in the standing rules.

All current fee schedules shall be available at the offices of the GSSA.

Resignation

Any affiliate desiring to resign from the association shall submit its resignation in writing to the executive director, who shall present it to the board for action. No affiliate's resignation shall be accepted until all obligations to GSSA are met.

OFFICERS and DIRECTORS

Officers

The officers of the association shall be a president, a vice-president-adult, a vice-president-youth, a treasurer, and a secretary. 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, or in the adopted

parliamentary authority., The vice-president who has held a position on the board the longest shall be the senior vice-president and shall assume the duties of the president detailed in the adopted parliamentary authority during the president's absence from a meeting The remaining vice-president shall be referred to as the junior vice-president and shall assume the duties of the president detailed in the adopted parliamentary authority during the absence of the president and the senior vice-president. The executive director shall serve as secretary.

Directors

The directors of the association shall be a director of adult competition, a director of youth recreation, a director of youth select, a director-player athlete, a director at-large (GSSA), a director at-large (youth), and a director-at-large (adult).

Duties of Officers

President

The president shall be chairman of the board and chief executive officer of the association and as such, supervise and direct the activities of GSSA, and effect the acts of the board.

Represent the association, or designate a representative, in all matters that require representation to another body.

Submit a report at the annual general meeting.

Appoint committees and appointive positions (unless otherwise provided for) with approval by the board.

Vice-president-adult

The vice-president-adult shall:

Promoting the interest of adult soccer within the association

Be the Adult Council chair

Be an advisor on all adult related committees

Represent the association at USASA meetings and events and at the USSF AGM

Recommend or appoint committee chairs that supervise adult activities

Act as coordinator in the assignment and conduct of adult activities and programs

Coordinate the management and release of adult players with the state registrar

Administer the suspension of membership within the Adult Council

Assist in the organization and appoint the state Scout of the Adult Elite Player Program

Assist in the organization of any state adult tournament and competitions

Submit an annual report to the association at the annual general meeting.

Vice-president-youth

The vice-president-youth shall:

Promote the interest of youth soccer within the association

Be the youth council chair

Be an advisor on all youth related committees

Represent GSSA at US Youth Soccer Regional and National meetings/events and at the USSF AGM, or designate representatives to those events.

Recommend committee chairs that supervise youth activities

Act as coordinator in the assignment and conduct of youth activities and programs

Coordinate the management and release of youth players with the state registrar

Administer the suspension of membership within the youth council

Assist in the organization of all state-run youth tournaments

Submit an annual report to the association at the annual general meeting.

Treasurer

The treasurer shall:

Direct the keeping of full and accurate accounts of receipt and disbursements of the association in accordance with the established financial policies

Be the chair of the finance committee

Prepare and submit an annual budget for approval by the voting membership at the SAGM.

Ensure that an independent annual audit is performed, and a formal report be submitted to the membership at the AGM.

Submit a statement of financial condition at all board meetings.

Report the value of all association-owned inventories, as directed by the board.

Prepare and submit documentation as necessary to meet federal, state and local laws and regulations, including those related to GSSA's Articles of Incorporation and tax-exempt status.

Secretary

The executive director shall serve as the secretary and as a non-voting member of the board and shall be responsible for the following, delegating to GSSA staff as necessary and appropriate:

Taking and keeping minutes of all board and association meetings.

Receiving all annual affiliate applications for GSSA membership

Notifying the membership thirty days prior to an AGM and SAGM and providing copies of all proposed changes to GSSA rules, regulations, policies, and bylaws.

Providing written notice of a called meeting of the association to all affiliates at least thirty days in advance of the meeting date, and the purpose of the meeting shall be stated in the call.

Duties of Directors

Director of Adult Competition

The Director of Adult Competition shall:

Promote the interests of adult soccer within the association

Assist in the assignment and conduct of all adult activities

Assist in the organization of all adult competitions

Act as Commissioner for the adult National Cup competition.

Director of Youth Recreation

The Director of Youth Recreation shall:

Promote the interest of youth recreational soccer within the association

Act as coordinator in the assignment and conduct of youth recreation activities

Chair the youth recreation committee

Coordinate the management of youth recreational players with the state registrar

Assist in the organization of youth recreational competition and tournaments.

Director of Youth Select

The Director of Youth Select shall:

Promote the interests of youth select soccer within the association

Coordinate the assignment and conduct of activities of youth select play

Chair the youth select committee

Coordinate the management and release of players with the vice-president-youth and state registrar

Assist in the organization of youth select competition and tournaments.

Director-playing athlete

The director-playing athlete shall do the following:

Promote the interests of all athletes currently playing soccer within the association all other duties as assigned by the board.

Director-At Large Representative (GSSA)

The director-at large representative (GSSA) shall:

promote the interests of all soccer within the association and shall assist the Playing division's directors-at-large where needed.

Director-At Large Representative (Youth)

The director-at large representative (youth) shall:

Promote the interests of all soccer within the association and assist the youth council as needed.

Director-At Large Representative (Adult)

The Director-At Large Representative (Adult) shall:

Promote the interests of all soccer within the association and assist the adult Council as needed.

Nominations

The nominating committee shall nominate at least one candidate for each office to be filled at the annual general meeting. The nominating committee shall submit its list of candidates to the secretary at least forty days prior to the annual general meeting. No person shall be nominated without their consent.

Ballot Election, Terms of Office

The officers and directors shall be elected by ballot (paper or electronic). Election may be by acclamation if there is only one nominee for an office. Officers and directors shall be elected at the annual general meeting for two- year terms of with the exception of the director-player athlete, who shall be elected for a one-year term. Terms of office shall begin at the next meeting of the board following the annual general meeting at which officers and directors are elected.

Elections shall be by designated GSSA groups as follows:

<u>Position</u>	<u>Elected in</u>	<u>Elected by</u>
President	Odd-numbered years	General membership
Treasurer	Even-numbered years	General membership
Vice-president-Adult	Even-numbered years	Adult affiliates
Vice-president-Youth	Odd-numbered years	Youth affiliates
Director of Adult Competition umbered	Odd-numbered years	Adult affiliates
Director of Youth Recreation umbered	Odd-numbered years	Youth affiliates
Director of Youth Select	Even-numbered years	Youth affiliates
Director At-Large (GSSA)	Odd-numbered years	General membership
Director-Player Athlete	Annual	Adult affiliates
Director At-Large (Adult)	Even-numbered years	Adult affiliates
Director At-Large (Youth)	Even-numbered years	Youth membership

No elected officer or director shall be a paid employee of GSSA except as these bylaws may provide.

No person shall serve simultaneously in more than one elected office.

No person shall be eligible to serve more than two consecutive terms in the same elected office.

Officers, directors and holders of appointed positions shall assume office at the close of the annual general meeting at which they are elected. Officers shall serve until the close of the annual general meeting at which their term ends. The holders of appointed positions shall serve until they have made their annual reports to the Annual General Meeting.

Removal from Office

Members of the board may be removed from office for cause, in accordance with the disciplinary procedure set forth in the adopted parliamentary authority. The disciplinary procedure shall be conducted by the board. A two-thirds vote of the board shall be required for removal.

Any officer absent from two consecutive meetings or four meetings in a year without an excuse acceptable to the board is removed from office, without necessity of further proceedings.

BOARD OF DIRECTORS

Composition

The board of directors shall comprise eleven voting members: the president, vice-president-Adult, vice-president-youth, Treasurer, seven directors elected at the annual general Meeting.

The chair of the state Referee committee shall be a non-voting member of the board

The board of directors may appoint additional non-voting members to the board.

Powers and Duties

The sole authority of this association, except that which is otherwise delegated in these bylaws, shall be vested in a board of directors.

The board of directors shall have full authority to act for the association in all matters of administration and shall make a report to the membership at the AGM and SAGM of the business conducted by the board.

The board of directors shall have power to incur pecuniary liabilities on behalf of the association.

The board of directors shall be responsible for enacting, reviewing, and publishing policies to enable the association to attain its stated goals. However, the board of directors shall not enact or

publish policies that conflict with or change any published rules that have been previously enacted by vote of the youth or adult councils or both.

The board of directors shall select and employ an executive director to administer the affairs and administrative functions of the association. The board of directors shall set the salary and establish the duties. The executive director shall be directly responsible to the board.

The executive director shall select and employ all necessary employees to administer the affairs of the association's business, with at least one of the employees a director of coaching, with approval of the board of directors. The board shall approve the budget from which the executive director shall include all salaries and benefits for the coming year. Employees shall be responsible to the board through the executive director.

The board of directors shall set all salaries, compensations and benefits in the GSSA Financial Policies Manual.

The board of directors shall appoint committee and subcommittee chairs as defined in Article IX: Committees.

The board of directors shall provide annually to the Federation copies of its bylaws and other governing documents.

Meetings

The board shall meet monthly on the fourth Monday of each month, unless the board directs otherwise, and at other times at the call of the president or a majority of the voting members of the board of directors. The agenda shall be as determined by the president in consultation with the secretary, after adoption by the board.

Electronic Meetings

The board shall be 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.

Action Without a Meeting

The board of directors may act on any matter within its authorization, without a meeting, with the written consent of every board member.

Proxy Voting

Voting by proxy shall not be allowed.

Restrictions

No board member shall serve simultaneously in more than one elected position.

No board member, appointed official, or committee member shall be a paid employee of GSSA except as noted otherwise herein.

Vacancies

The president shall nominate replacements to fill vacancies on the board arising from removal, resignation, or departure of the incumbent for any other reason. Upon approval by the board of Directors, the nominee shall fill the remainder of the term with full voting rights. Any such vacancies that arise during a general membership meeting shall be filled by election during that same meeting, provided the appropriate council session has not already adjourned.

Budget

The annual budget shall be determined by the board of directors and shall be approved by the general membership at the semi-annual meeting.

Reporting

The actions of the board of directors shall be presented to the membership at any general meeting.

MEETINGS

General Membership Meetings

There shall be a semi-annual meeting of the membership.

The winter meeting shall be designated the annual general meeting (AGM).

The AGM shall be held during the first quarter of each year at a time and place to be determined by the board at their October meeting.

The summer meeting of the association shall be designated the semi-annual general meeting (SAGM). The SAGM shall be held in June, July or August as designated by the Board of Directors at their April Meeting. The meeting may be held in person, virtual platform, or a combination of the two.

It shall be mandatory for each affiliate to have in attendance at all AGM, SAGM meetings, and all applicable adult council and youth council meetings, a minimum of one member to represent each of its affiliate's interests.

Special Meetings

Special meetings of the association may be called by the president with the approval of the board.

The president, at the request of a minimum of thirty-three percent of the eligible votes of affiliates shall call a special meeting. The meeting shall be called within fourteen days and be held within sixty days.

The secretary shall provide written notice of a called meeting of the association to all affiliates at least thirty days in advance of the meeting date and the purpose of the meeting shall be stated in the call.

Quorum

The quorum for the AGM and SAGM shall be sufficient members to cast a majority of the votes eligible to be cast at any meeting of the affiliated membership. Votes eligible to be cast by life members shall not be counted in determining the number required for a quorum.

Call for the Meeting

The secretary shall notify the affiliated members thirty days prior to an AGM and SAGM and shall provide copies of all proposed changes to GSSA bylaws, rules, regulations, and policies.

Voting Representation

Voting Representation at the AGM and the SAGM shall be as follows:

The voting shall be weighted based on the eligible votes. The total votes present shall be the authorized votes.

The weighting of the eligible GSSA vote shall be as follows:

Youth Council: 50%

Adult Council: 50%

Life Members: 1 vote for each member present

Board of directors: 1 vote for each member present

The eligible votes shall be weighted wherein each council's eligible votes shall total fifty percent of the total votes. The highest number shall be divided by each of the individual Council's total votes to determine a council multiplier. Each vote cast by a council is then multiplied by the appropriate council multiplier to determine a weight for that vote.

Prior to the start of the GSSA membership meeting, credentials shall be established to determine the Authorized votes. For any issue before the GSSA membership to be determined by vote, the Authorized votes shall be used.

For purposes of voting, GSSA membership shall be classified by four groups of membership: youth council, adult council, life members and members of the board. An individual may only vote representing one group.

The determination of the eligible votes shall be established 14 days prior to the GSSA council meetings and shall use the following criteria:

Affiliate Type Votes
Youth affiliate with 50-499 players - 1
Youth affiliate with 500 to 999 players - 2
Youth affiliate with 1,000 to 1,499 players - 3
Youth affiliate with 1,500 or more players - 4
Adult affiliate with 25-99 players - 1
Adult affiliate with 100 to 250 players - 2
Adult affiliate with 251 to 400 players - 3

Adult affiliate with 401 or more players - 4
Life members (each) - 1
Board of directors (each) - 1

Seven days prior to each annual general meeting and semi-annual general meeting, the secretary shall inform the affiliates of the number of votes each shall be entitled to at the AGM or SAGM.

Credentials

The state registrar shall determine the number of players that an affiliate has properly registered and for which it has submitted the appropriate payment. One or more representatives designated in writing by the governing authority of the affiliate may cast votes for an affiliate. These written credentials shall be presented to the board at the AGM and the SAGM. The board shall resolve any conflicts over credentials prior to conducting any other business.

Voting for adult council positions shall be determined by ballots specific to the adult council members.

Voting for youth council positions shall be determined by ballots specific to the youth council members.

COMMITTEES

Committees

Committee appointments shall be approved by the board of directors, unless otherwise indicated.

No person shall hold the office of committee chair of a single committee for more than five years.

Committee appointments shall take place at the first board meeting following the annual general meeting and shall terminate when the committee gives its report at the AGM. The board shall fill vacancies as they arise.

The president may remove the members of non-functioning committees with the approval of the board.

Standing Committees

Bylaws and Policy Committee

The committee shall be composed of four adult members appointed by the vice-president-adult, four youth members appointed by the vice-president-youth, and a chair appointed by the president. This committee shall be responsible for reviewing the bylaws and policies and procedures of GSSA.

Proposed changes shall be presented in accordance with Article XIII of the GSSA bylaws. This committee shall review all proposed changes properly submitted in accordance with Article XIII of the GSSA bylaws prior to their distribution to the affiliated members, standing committee chairs and the GSSA board. This committee shall be prepared to discuss all proposed changes at the annual general meeting (AGM) or at the semi-annual general meeting (SAGM). This committee shall also be responsible for ensuring that bylaws and policies and procedures are all consistent with and in compliance with those of US Youth Soccer, US Adult Soccer and USSF.

Rules Committee

Adult Rules Sub-Committee

The four adult members shall be the members of the adult rules sub-committee of the bylaws and policy committee and shall be responsible for reviewing the adult procedures and rules. The vice-president-adult shall designate one member as the Subcommittee chair. Proposed rules shall be presented in accordance with Article XIII of the GSSA bylaws. This committee shall review all proposed changes properly submitted in accordance with Article XIII of the GSSA bylaws prior to their distribution to the affiliates, standing committee chairs and the GSSA board. This committee shall be responsible for ensuring that the adult procedures and specific rules are all consistent with and in compliance with those of GSSA, US Adult Soccer Association and USSF.

Youth Rules Sub-Committee

The four Youth members shall be the members of the youth rules sub-committee of the bylaws and policy committee and shall be responsible for reviewing the youth procedures and rules. The vice-president-youth shall designate one member as the subcommittee chair. Proposed rules shall be presented in accordance with Article XIII of the GSSA bylaws. This committee shall

review all proposed changes properly submitted in accordance with Article XIII of the GSSA bylaws prior to their distribution to the affiliated members, standing committee chairs and the GSSA board. This committee shall be responsible for ensuring that the youth procedures and specific rules are all consistent with and in compliance with those of GSSA, US Youth Soccer Association and USSF.

Appeals Committee

This committee shall hear appeals of the rulings of the discipline and protest committees and ethics and grievance committees in matters pertaining to the association and rule on such appeals in accordance with GSSA bylaws, US Youth Soccer, USASA and USSF. The chair of this committee shall be responsible for notifying, in writing, the board of any committee rulings. This committee's ruling may be appealed. The appeals committee shall be composed of the chair and a minimum of three other members, not to exceed five members, appointed by the chair for each hearing, of whom, no more than one member can be from the same affiliate and who shall be selected from a pool of prospective volunteers maintained by GSSA. Any member of the appeals committee who was involved at a lower level of the current matter being appealed shall recuse themselves from consideration of the current matter.

Discipline & Protest Committees – Adult & Youth

These committees or any constituent sub-committee(s) or designee(s) of the chair(s) of these committees shall hear appeals and protests that are directly related to game incidents and rule on such matters in accordance with the bylaws, general procedures of GSSA, US Youth Soccer, US Adult Soccer and USSF. They shall meet as necessary to address allegations of misconduct and the protest of games within their appropriate jurisdiction. The chair of these committees shall provide, in writing, the rulings of the committee to the executive director for appropriate record keeping. The hearings conducted by these committees shall be composed of a chair and at least three other members, not to exceed five members, appointed by the chair for each hearing, of whom not more than one can be from the same affiliate, and who shall be selected from a pool of prospective volunteers maintained by GSSA. This committee shall adhere to and comply with all the requirements of, as appropriate, GSSA, US Youth Soccer, US Adult Soccer and USSF. The chair of the committee shall be appointed by the president from nominees provided by the appropriate vice-president and as approved by the board of directors.

Ethics and Grievance Committees – Adult and Youth

These committees shall hear all grievances and questions of an ethical nature. These committees shall meet upon a grievance being submitted if such grievance meets the definition required as outlined, respectively, in the youth and adult council policies and/or rules and regulations. The

chair of these committees shall provide, in writing, the rulings of the committee to the executive director for appropriate record keeping. This committee shall adhere to and comply with all the requirements, as appropriate, of GSSA, US Youth Soccer, US Adult Soccer and USSF. Each ethics and grievance committee shall be composed of a chair and a minimum of two other members not to exceed five members for each hearing, of whom no more than one member can be from the same affiliate, and who shall be selected from a pool of prospective volunteers maintained by GSSA. The chair and members of the committee shall be appointed by the president from nominees provided by the appropriate vice-president and as approved by the board.

Finance Committee

The finance committee shall be chaired by the treasurer and shall be composed of the treasurer, an appointment by the vice-president-youth and an appointment by the vice president-adult. This committee shall meet at least thirty days prior to the AGM and SAGM and as needed to review and recommend the budget for approval. The committee shall review and make recommendations regarding the financial policies and procedures of the association to the board.

Nominating Committee

The nominating committee shall consist of five members. No later than November 15th, the vice-president-adult shall appoint two members and the vice-president-youth shall appoint two members, and the Board shall appoint one member.

State Referee Committee

The state referee committee shall supervise the administration of the Federation Referee Program within its respective state association including the training, development, instruction, assignment, and assessment of referees for all forms of competition supervised by the Federation. The state referee committee shall develop the appropriate procedures and policies for oversight of referees, instructors, assessors, and assignors that perform their respective functions in competitions supervised by the state associations. Such procedures and policies shall not conflict with the policies of the Federation Referee Program.

The president, based on a recommendation of the state referee committee (SRC), shall appoint the chair of the committee with the approval of the board. The SRC chair shall be appointed for a specified two-year term and may be reappointed. A specific SRC chair may be a member of the board for only four consecutive years.

The vice-president-adult and the vice-president-youth, based on a recommendation of the SRC, shall jointly appoint, with the approval of the board, the state Referee Administrator (SRA) to the committee. The SRA shall be appointed for a specified two-year term and may be reappointed.

The SRA may be a member of the state Board but shall not be the president or Executive Director of the state Association. A specific SRA may serve as a member of the board for only four (4) consecutive years.

The vice-president-youth, based on a recommendation of the SRC, shall appoint, with the approval of the board, the state youth referee administrator (SYRA) to the committee. The SYRA shall be appointed for a specified two-year term and may be reappointed. The SYRA may be a member of the board but shall not be the president or executive director of the state association. No SYRA may be a member of the board for more than four years.

The state Referee Administrator and state Youth Referee Administrator shall be members of this committee and with the state referee committee chair shall nominate candidates for the state director of assessment, state director of instruction and state director of assignment, all of whom shall become members of this committee after approval by the board. They shall be appointed for a specified two-year term and may be reappointed.

The vice-president-adult shall be a committee member or shall appoint a representative with approval by the board.

The vice-president-youth shall be a committee member or shall appoint a representative with approval by the board.

The SRC will meet quarterly or as needed.

SRC appointments shall take place at the first board meeting following the annual general meeting. The SRA is appointed in odd years while the SYRA is appointed in even years.

Youth Recreation Committee

The director of youth recreation shall serve as chair of this committee.

The chair of the committee shall appoint committee members with the approval of the vice-president-youth.

A sub-committee for special programs designed for disadvantaged and disabled players shall exist within this committee.

The committee shall supervise all youth recreation activities and make recommendations on policies and rules to the vice-president-youth.

Youth Select Committee

The director of youth select shall be chair of this committee.

The chair of the committee shall appoint members with the approval of the vice president-Youth.

The committee shall supervise youth select program activities and make recommendations to the vice-president-youth and the youth council on policies and rules and regulations.

The youth select committee shall meet at least two times per year.

Special committees

The president may establish special committees with the approval of the board.

Ex-Officio Members

The president shall be an ex-officio member of all committees except the nominating committee.

Non-Voting Members

The vice-president-adult shall be a non-voting member of all adult member-specific committees.

The vice-president-youth shall be a non-voting member of all youth member-specific committees.

Electronic Meetings

Committees and subcommittees shall be 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.

DISCIPLINE

Expulsion or Suspension

An affiliate may be expelled or suspended for cause. Cause shall include but not limited to the following:

- Failure to pay registration fees

- Failure to pay fees or fines assessed against the affiliate

- Other violations of bylaws or policies.

A suspended affiliate shall receive neither privileges nor benefits of membership.

The vice-president-adult shall be responsible for administering the suspension of membership within the adult council.

The vice-president-youth shall be responsible for administering the suspension of membership within the youth council.

Any suspension or expulsion of an affiliate shall be subject to appeal to the appropriate appellate authority

LITIGATION

Litigation

No GSSA affiliate, or member, official, league, club, team, player, coach, administrator, or referee of a GSSA affiliate may invoke the aid of the courts in the United States or of any state if any potential remedy is or was available through any hearing, appeal, or grievances process of any US Soccer Federation member or the Federation. This Article does not apply to the commencement of an arbitration proceeding under these bylaws, the Federation bylaws, the USOC bylaws or court action taken to enforce a decision of the Federation, USOC, CAS, or FIFA.

For a violation of this Article, the offending party shall be subject to suspension and fines, and shall be liable to GSSA or the responding party for all expenses incurred by GSSA or the responding party and their officers in defending each court action, including but not limited to the following:

- (1) court costs
- (2) attorneys' fees
- (3) reasonable compensation for time spent by officials and employees in defending the action, including the preparation of responses to discovery and court appearances
- (4) travel expenses, and
- (5) expenses for holding special meetings necessitated by the court action.

PARLIAMENTARY AUTHORITY

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the association may adopt.

AMENDMENT OF BYLAWS

Amendment of Bylaws

The bylaws may be amended by a two-thirds vote at the AGM or SAGM or at a membership meeting properly called for the purpose, provided notice has been given as follows: Proposals for amendment of the bylaws shall be made in writing and submitted to the secretary to allow thirty days' notice to all affiliates prior to consideration of such proposals at any meeting. Affiliates, board members and life members may propose bylaw changes.

The board may, by a two-thirds vote, renumber existing articles or sections of these bylaws and correct typographical errors.

The GSSA shall submit changes to those documents to the USSF, United States Adult Soccer Association and US Youth Soccer Association for approval no later than ninety days after adoption.

Upon reasonable request make copies of those documents available to affiliates.

Rules and Special Regulation Changes

Proposals for changes shall be made on the proper form to the appropriate rules sub-committee chair to allow thirty days' notice to all affiliates prior to consideration. Affiliates, committee chairs, and members of the board may make proposals for changes.

The board may by a two-thirds vote amend either the adult or youth rules and policies at the request of the adult or youth rules sub-committee to provide clarification and administrative corrections, provided the amendment is submitted in writing in time to notify the Board not less than ten days prior to a regular meeting or special meeting called for that purpose.

INDEMNIFICATIONS

Indemnifications

The Association shall indemnify to the fullest extent permitted by law its officers, directors, employees and other representatives against any loss, liability, costs, or expense including

attorney fees in any way arising out of any act or omission taken by or omitted in good faith belief that such act or omission was lawful and in furtherance of the association's purpose.

DISSOLUTION

Dissolution

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