

BYLAWS
OF THE
MINNESOTA SOCCER ASSOCIATION

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Definitions

The following definitions apply to these bylaws and all policies of the Minnesota Soccer Association:

- ⊙ FIFA means the Federation Internationale de Football Association, of which the United States Soccer Federation is the national association member for the United States
- ⊙ USSF means the United States Soccer Federation, Inc.
- ⊙ USASA means the United States Adult Soccer Association, Inc. which is a national association member of the USSF.
- ⊙ MSA means the Minnesota Soccer Association, which is the state association member of USASA for the state of Minnesota
- ⊙ MYSA means the Minnesota Youth Soccer Association, which is a member of United States Youth Soccer Association and which is the counterpart for MSA for players under 18.
- ⊙ Club means an organization of one or more soccer teams usually playing within a geographic area
- ⊙ Team means a group of soccer player playing on the same side in soccer games.
- ⊙ Written means any non-verbal, recorded form of communication that provides the same traceability as a letter. The intent here is to explicitly allow alternative forms of communication such as fax, email, posting on the association website and the like to substitute for posted letters.

Rule 1: Name

1.01

This organization shall be known as the Minnesota Soccer Association (MSA)

Rule 2: Purpose

2.01

The purpose of this Association shall be the promotion, development and regulation of soccer within the state of Minnesota.

Rule 3: Affiliation

3.01

This Association shall be affiliated with the United States Soccer Federation, Inc. (USSSF) and the United States Adult Soccer Association, Inc. (USASA), and shall recognize the authority, rules and laws of those bodies.

Rule 4: Jurisdiction, Territory

4.01

This Association shall have jurisdiction over all members, officials, and players affiliated herewith and over all matters connected with this Association.

4.02

This Association, in accordance with USSF Rules, shall appoint the following positions:

- (1) State Referee Administrator
Joint appointment by MSA and MYSA, as specified in Section 531-1 of the USSF Policy Manual
- (2) State Registrar
- (3) SRC Chair
Joint appointment by MSA and MYSA, as specified in Section 531-1 of the USSF Policy Manual
- (4) State Select Team Administrator
- (5) State Select Men's and Women's Team Coaches
- (6) Any other positions which it feels are necessary to carry out its purpose

4.03

The territory of this Association shall be the State of Minnesota and environs.

4.04

The headquarters (registered office) of this Association shall be within the state of Minnesota, as designated by the Executive Committee of this Association.

Rule 5: Membership

5.01 Members

- (1) Clubs, teams, **senior adult** soccer leagues, referee units, coaches' organizations, players' associations and individuals shall be eligible for membership. Where a Club has more than one team, each team shall apply for team membership.
 - a. Voting Members: Voting members shall consist of member teams of this Association in good standing. Teams belonging to clubs shall be considered to be in good standing only if all teams within the club are in good standing.
 - b. Associate Members: Associate members shall be all interested soccer associations, all accessory soccer organizations, including, but not limited to, referees' associations, coaches' associations, and players' associations; and interested individuals.
- (2) Each member shall advise the Secretary in writing of its organizational structure and address, of a designated representative and of any alternate representative eligible to vote on Association matters as to which members may vote.
- (3) Each member shall be liable for such dues and assessments as are levied by the Board of Directors of the Association, and shall not be eligible to vote during such time as they are delinquent in the payment of such dues and assessments, or during such time as they are delinquent in the payment of any fines.
- (4) Dues and assessments levied against voting members must be uniform.

5.02 Application for Membership

(1) Applications for membership shall be voted upon by the Executive Committee of this Association. All teams that are members in good standing of the Minnesota Amateur Soccer ~~Association League~~ (MASLA), the Minnesota Women's Soccer ~~Association League~~ (MWSAL), and the Minnesota Recreational Soccer League (MRSL), ~~the Duluth Amateur Soccer League (DASL) and the Southern Minnesota Adult Soccer Association (SMASA)~~ at the time of adoption of these by-laws shall be automatically accepted for membership in the Association.

(2) Applications for membership must be made in writing and shall be directed to the MSA Board.

(3) The Executive Committee of this Association may terminate the membership status of any member which is delinquent in payment of dues, assessments, registration fees or fines for a period of 60 days. Such termination may be offered without a hearing by giving notice to the member, provided that the member may void such termination by purging itself of said delinquency within ten days of such notice.

(4) The Executive Committee may, by 75% vote of all the members of the Committee eligible to vote, terminate the membership of any member upon presentation of evidence proving beyond a reasonable doubt that the member has engaged in conduct ~~inimical~~ hostile to promoting soccer; provided all of said evidence is presented at an open hearing at which the member is afforded an opportunity to attend, and further provided that the member shall be entitled to present evidence on its own behalf, including the right to cross examination of witnesses presenting evidence against the member.

Rule 6: MSA Board

6.01 The board of Directors shall consist of the Officers of this Association; ~~and~~ one league representative from each of the ~~MASL, the MWSL, and the MRSL~~ member leagues.

6.02 The Directors who are not league representatives shall be elected by the members ~~at the in conjunction with the~~ annual meeting of this Association.

6.03

The Directors who are league representatives shall be chosen according to the by-laws of their respective leagues.

6.04

All persons of legal age in Minnesota shall be eligible for election as a director. An active referee shall not serve as President or Vice President of this Association.

6.05

The term of each director who is not a league representative shall be two years commencing immediately after election, ~~unless otherwise specified elsewhere in these By-laws.~~

6.06

Directors may voluntarily resign at any time. However, such resignation shall not relieve such member of liability for any unauthorized acts which he or she supported while acting as a director.

6.07

The members may by a three-fourths vote of all members remove any person from the Board of Directors, for cause; provided that such action is taken at a special meeting called for such purpose and that the person subject to removal is afforded an opportunity to be present at such meeting. Removal of a Director who is also an Officer shall also terminate that person's status as an officer.

6.08

Should a director resign or be removed from the Board before the annual election ~~meeting~~ at which his or her term of office would otherwise expire, the remaining directors of the Board of Directors shall elect a replacement to serve for the remainder of such term. Directors at large representing ~~the MASH, MWSL, and the MRSL~~ member leagues shall be replaced by their own respective organization.

6.09

The Board of Directors shall promulgate regulations in implementation of these by-laws for the purpose of regulating dues, assessments, registration fees and fines.

Rule 7: Officers

7.01

The Officers of this Association shall consist of a President, a Vice President, a Secretary, a Treasurer and a Commissioner. No person may hold more than one office at a time.

7.02

The Officers shall be elected by the members **at in conjunction with** the annual meeting of this Association. The term of the President, the Secretary, ~~the Commissioner~~, and the Directors at Large shall be for ~~one~~**two** years, **starting in odd numbered years** . The term of the ~~Vice-President, the Commissioner, and Treasurer~~ shall be for two years starting in even numbered years. .

7.03

Sections 6.04, 6.05, 6.06, ~~6.06~~, 6.07, and 6.08 of these by-laws pertaining respectively to the eligibility, term of office, resignation, removal and replacement of Directors shall likewise be applicable to Officers.

7.04 President

- (1) When in attendance the President of this Association shall preside at all meetings of the members except the annual meeting, and at all meetings of the Board of Directors and the Executive Committee.
- (2) The President of this Association shall pass upon and approve all invoices of this Association.
- (3) The President shall be the Chairman of the Board of Directors.

7.05 Vice President

- (1) When the President is not in attendance, the Vice President shall preside at meetings of the members except the annual meeting, and at meetings of the Board of Directors and the Executive Committee.
- (2) In the Event of a vacancy in the Office of President, the Vice President shall have the authority of the President until a new President is elected.

7.06 Secretary

- (1) The Secretary shall record the minutes of all meetings of the members, the Board of Directors and the Executive Committee, and shall make a record of all actions of the Executive Committee.
- (2) The Secretary shall attend to all correspondence of this Association and keep all records of this Association, except such records as are maintained by the Commissioner.

7.07 Treasurer

- (1) The Treasurer shall maintain a detailed account of the income, expenditures and property of this Association and shall provide a current statement thereof upon the annual meeting, and upon each regularly scheduled meeting of the Board of Directors and the Executive Committee.
- (2) The Treasurer shall maintain all funds of this Association in a bank account in the name of this Association.
- (3) Upon approval by the President, the Treasurer shall pay the bills of this Association from the bank account of this Association.
- (4) The Treasurer shall be bonded, with the fee for the bond to be paid by this Association.

7.08 Commissioner

- (1) The Commissioner shall be responsible for
 - (a) Scheduling games for all cup competitions sponsored by this Association
 - (b) Maintaining records of team rosters, players, and referees
 - (c) Compiling results of cup competitions sponsored by this Association
 - (d) Acting upon requests by teams for permission to play games in those cases wherein permission is required
 - (e) Sanctioning all state, inter-state, and international tournaments not under individual league jurisdiction
- (2) The Commissioner shall have jurisdiction to act upon all matters described under Rule 13 including:
 - (a) Maintenance of records of disciplinary actions related to team competition; and
 - (b) Maintenance of records of player eligibility

Rule 8: Executive Committee

8.01

The Board of Directors may elect from its membership an Executive Committee consisting of at least five Directors, including the President and the Secretary.

8.02

In the event that the Executive Committee is not established, the Board of Directors shall have the authority and responsibilities of the Executive Committee.

8.03

The Executive Committee shall be elected by the Board of Directors.

8.04

Except for the President and the Secretary, members of the Executive Committee may be removed and replaced at any time by the Board of Directors.

8.05

The Executive Committee shall conduct the business of this Association.

8.06

The Executive Committee shall promulgate regulations in implementation of these by-laws for the purpose of regulating:

- (a) The conduct of business of this Association
- (b) Registration of leagues, teams, players, and referees
- (c) Team competition to assure compliance with USSF rules
- (d) Disciplinary matters
- (e) Protests and originating from all competitions sponsored directly by the Association; and directly by the Association; and
- (f) Appeals of all protest decisions, including protests involving competition within a member league.

8.07

Regulations so promulgated by the Executive Committee may be rescinded or amended by either the Executive Committee or the Board of Directors.

Rule 9: Meetings

9.01

An annual meeting of the members shall be held ~~in late fall~~ at a place designated by the President. Officers elected ~~at in conjunction with~~ that meeting shall take office ~~on January 1 of the following year at the conclusion of that meeting.~~

9.02

Special meetings of the members may be called from time to time by the Board of Directors, by the Executive Committee, by the President, or upon written demand by two-fifths or more of the members. In the latter case the President shall cause the meeting to be held within two weeks of such demand and notice of the meeting shall be ~~mailed~~ provided within seven days of such demand; provided that the purpose of such meeting is described in such demand.

9.03

When a special meeting of the members is called, the purpose of the meeting must be described in the notice of the meeting; and the members may act in relation to only such purpose.

9.04

The Board of Directors and/or the Executive Committee shall meet a minimum of four times a year.

9.05

The Secretary shall provide written notice:

- (a) To all members and directors, of the meetings of the members, and of all regularly scheduled or special meetings of the Board of Directors; and
- (b) To all directors, of all regularly scheduled designated monthly meetings of the Executive Committee.

9.06

Notice of all meetings pursuant to Rule 9.05 shall be mailed by the Secretary not less than 10 days and not more than 30 days before the date of the meeting.

Rule 10: Voting

10.01

A quorum must be present at a meeting of members in order for a vote to be taken at that meeting.

10.02

A quorum must be present at a meeting of the Board of Directors or of the Executive Committee at the time any vote is taken by such respective body.

10.03

A quorum at a meeting of members shall be more than one-third of the members.

10.04

A quorum of the Board of Directors shall be five persons eligible to vote.

10.05

A quorum of the Executive Committee shall be more than fifty percent of the members of such committee eligible to vote.

10.06

The Board of Directors and the Executive Committee may each conduct **written** votes of their respective members **by mail**; provided that the matter to be voted upon is described in writing on a ballot submitted to all such members; and further provided that the ballot is **signed and returned to the Secretary by all such members** subject to such rules as are laid out in the regulations of the league.

10.07

Except as otherwise provided in these by-laws, a majority of the votes cast shall be necessary to carry any motion.

10.08

For election as an Officer and/or Director a person must receive a majority of the votes cast. If no person receives such a majority upon the first ballot, a run-off ballot will be held between the two highest vote-getters.

10.09

A director shall not be eligible to vote on any membership termination, disciplinary matter, protest, or appeal concerning any member with whom he or she is affiliated or affecting the position in any standings or cup competition of any team or club with whom he or she is affiliated.

10.10

No voting by proxy shall be allowed.

Rule 11: Team Competition

11.01

The Minnesota Amateur Soccer League, the Minnesota Women's Soccer League, the Minnesota Recreational Soccer League, **the Duluth Amateur Soccer League (DASL), the Southern Minnesota Adult Soccer Association (SMASA)** and any other soccer league established by the Association shall be operated as divisions of this Association.

11.02

Only clubs and teams that are members of the Association shall be eligible to compete in leagues operating as divisions of this Association,

11.03

Member leagues of this Association shall have the responsibility for and the authority to:

- (a) Accept teams into their leagues, provided that the teams have been accepted for membership by the Association. A league may admit teams on a provisional basis before they are accepted for membership by the Association, provided that the team has made application for membership in the Association at the time of admission into the league. **The league may facilitate this for the team.**
- (b) Make its own schedule for regular season and league cup or tournament competitions, and any invitational tournaments or competitions it sponsors. The Association must approve participation by any non-league **regulationsparticipants.**
- (c) Make such arrangements as are necessary for the provision of referees for its games, in accordance with USSF regulations.
- (d) Promulgate such rules as are necessary for the regulation of competition within its league, provided that said rules are not in conflict with these by-laws and USSF regulations.
- (e) Assess fees against league members as necessary. These fees shall be independent of any assessments made by the Association.
- (f) Establish its own procedures for the resolution of protests, and the handling of disciplinary matters involving competition within the league, provided that all decisions may be appealed to the Association in accordance with its regulations regarding appeals.

11.04

Teams which are members of this Association desiring to play a game with a team which is not a member of this Association must first obtain written permission from this Association. Requests for permission to play such a game must be made in writing to the commissioner of this Association at least seven days before the date of the intended game; except that requests for permission to play foreign teams must be made at least thirty days before the date of the intended game. Such written request must be accompanied by such fee as is specified in regulations promulgated by the Executive Committee of this Association. A single request and permission will suffice for a series of games in a cup competition. (Foreign team competition requires notification of the USSF)

11.05

A team playing a game for which permission is required pursuant to section 11.04, without first obtaining such permission, shall be subject to such fines as are specified in regulations by the Executive Committee.