

**CONSTITUTION
OF THE
WISCONSIN SOCCER ASSOCIATION, INC.**

Revised 3-13-2004

ARTICLE 1001 NAME

The name of the Association shall be the Wisconsin Soccer Association, Inc. (hereinafter referred to as the "WSA").

ARTICLE 1002 PURPOSE

Section 1002.1 The purpose for which the Association is formed is to promote the development of the sport of soccer through organization, training, and education: to develop standards of training, physical conditioning and coaching for soccer players within the State of Wisconsin and encourage participation in national and international soccer competitions; to promote the growth of soccer throughout the establishment and development of soccer programs for youth and adults; to secure sponsorship for the development of soccer and for soccer activities within the State of Wisconsin; to receive gifts, legacies, and donations from any source whatsoever to be used solely to promote the health, welfare and recreation of the general public through the organization of this corporation for the development of the sport of soccer.

Section 1002.2 The Territory of the WSA shall be the State of Wisconsin and additional territories as granted by the United States Youth Soccer Association (USYSA), the United States Adult Soccer Association (USASA), or the United States Soccer Federation (USSF).

3-24-01

ARTICLE 1003 MEMBERSHIP AND GOVERNMENT

Section 1003.1 Membership of this Association shall be set out in the By-laws.

Section 1003.2 The government and the control and management of all properties at the WSA shall be vested in the WSA Executive Board as set out in the By-laws.

3-24-01

Section 1003.3 This Association may not deny membership based on race, creed, sex or religion.

ARTICLE 1004 AFFILIATION

The WSA shall be affiliated with the United States Soccer Federation, Inc. and the United States Adult Soccer Association, Inc. and United States Youth Soccer Association, Inc.

ARTICLE 1005 AMENDMENTS

This Constitution can be amended at the Annual General Membership meeting of Wisconsin Soccer Association, Inc. by a two thirds weighted vote, provided that amendment has been submitted in writing 60 days in advance of the meeting and has been sent to the general membership of the WSA 30 days prior to the scheduled meeting.

3-13-2004

ARTICLE 1006 INCORPORATION

The WSA shall be incorporated as a non-profit sport organization under the laws of the State of Wisconsin. The WSA shall be established as a non-profit and educational organization.

ARTICLE 1007 DATE

Effective date of this Constitution shall be upon approval by Annual General Membership.

ARTICLE 1008 COLORS

The representative colors of this Association shall be red, white and blue.

**BY-LAWS
OF THE
WISCONSIN SOCCER ASSOCIATION, INC.**

ARTICLE 2001 GOVERNMENT

Section 2001.1 (Authority) The authority of the Wisconsin Soccer Association, Inc. ("WSA") shall be vested in the Executive Board, the Wisconsin Youth Soccer Association Board of Directors and the Wisconsin Adult Soccer Association Board of Directors as provided hereinafter.

Section 2001.2 (Organization)

Section 2001.2.A The WSA shall be organized into two major divisions: The Wisconsin Adult Soccer Association ("WASA") and the Wisconsin Youth Soccer Association ("WYSA"); and two other divisions: The WSA Coaches Division and the WSA Referee Division. 3-13-2004

Section 2001.2.B The authority, responsibility and operation of the WYSA, WASA, recognized Coaches Division, and recognized Referees Division are explained in their constitutions and By-laws.

Section 2001.3 (Executive Board)

Section 2001.3.A The Executive Board shall consist of twelve (12) Directors. The Directors shall be the Adult Division chairperson or designee, Youth Division chairperson or designee, four (4) elected representatives from the Adult Division, and four (4) elected representatives from the Youth Division, one representative from WSA Coaching Division or a designee, and one representative from the WSA Referee Division or a designee.

3-24-01

Section 2001.3.B The term of office for the elected representatives from the Adult and Youth Divisions shall be two (2) years and they are eligible for re-election. The terms shall be staggered so that within a division two terms expire each year. The WASA Chairperson and the WYSA President are members of the WSA Executive Board for their respective terms.

Section 2001.3.C The immediate Past President of the WSA is entitled to sit on the Executive Board as a non-voting member for a period of one (1) year.

Section 2001.3.D Chairmen of committees may appear at the board meetings at the request of the President or the Executive board, and are non-voting members.

Section 2001.4 (Purpose) The duties of the Executive Board shall be to administer the affairs of the WSA, to prepare a fiscal budget for the WSA for approval by the general membership, to coordinate the operations of the Youth and Adult organizations, to assure that each member is in compliance with USSF, USASA, USYSA and WSA Constitution and By-laws and to coordinate long range planning for the Association. 3-24-01

ARTICLE 2002 MEMBERSHIP

Section 2002.1 (Organizations) To be a member of the WSA, you must be a member in good standing of the WYSA Division, WASA Division, WSA Coaches Division, or WSA Referee Division. 3-24-01

Section 2002.2 (Charter) Each organization shall receive a formal charter of membership from the Executive Board as evidence of membership in the WSA. The membership of any member may be terminated upon a two-thirds vote cast at a membership meeting.

Section 2002.3 (Good standing) An organization that is admitted as a member of the WSA may participate in WSA competition and meetings only while in good standing with respect both to the payment of dues and fees and to the requirement of the administrative rules of the WSA. A member's failure to pay dues or fees or to abide by the administrative rules of the Association shall result in the member being placed in bad standing.

ARTICLE 2003 OFFICERS OF EXECUTIVE BOARD

Section 2003.1 (Executive President) The Executive President shall preside at General Membership and Executive Board Membership meetings. He/She shall render a written report at the Annual General Membership meeting. He/She shall appoint, with the advice and consent of the Executive Board, a Chairperson of special committees and standing committees as per Article 2005.1.

Section 2003.2 (Executive Vice-President) The Vice-President shall assist the President as directed and act in the absence of the President with the same power and authority. He/She shall succeed to the office of President in the event of a vacancy.

Section 2003.3 (Executive Secretary) The Secretary shall maintain records of meetings. He/She shall maintain all correspondence and communications essential to the conduct of business of the WSA.

Section 2003.4 (Executive Treasurer) The Executive Treasurer shall supervise the keeping of financial records of the WSA, disburse funds within the limitations of the approved budget, and supervise the preparation of a written financial report at each regular meeting of the General membership and Executive Board. He/she shall be Chairman of the Budget Committee. He/she shall supervise the deposit of all funds upon receipt in a bank account in the name of the WSA, or as otherwise directed by the Executive Board. He/She shall sign all checks of the WSA, which must be countersigned by the President or designee in his absence. He/She shall be bonded, the fee to be paid by the WSA. He/She shall be responsible for overseeing the preparing of Local, State, and Federal Tax Material as applicable.

Section 2003.5 (Board Officers) The twelve voting members of the Executive Board shall elect the Executive Board officers (Executive President, Executive Vice-President, Executive Secretary, and Executive Treasurer) from among themselves at the first Executive Board meeting after the WSA Annual General Membership Meeting.

Section 2003.6 (Terms of Officers) The term of the office of all officers shall be one year and they shall take their office immediately after the election. Officer are eligible for re-election.

Section 2003.7 (Officers Affiliation) Club officers, managers, players and referees must resign their official positions in their clubs or organizations upon election as a director of the WSA Executive Board.

ARTICLE 2004 MEETINGS

Section 2004.1 (Annual General Membership Meeting) Annual General Membership Meetings of the WSA shall be in the first quarter of the calendar year, at the time and place determined by the Executive Board of Directors.

8-29-98

Section 2004.2 (Purpose) The Annual General Membership Meeting of the WSA shall be for the purpose of receiving reports from the officers and committees, presentation of the budget for the next fiscal year, and for any other business that may arise.

Section 2004.3 (Special General Membership Meeting) Special General Membership Meetings will be called upon request of five (5) members of the Executive Board or one-third of the voting membership.

ARTICLE 2005 VOTING

Section 2005.1 (Credentials) All divisions shall be represented by that number of representatives determined by the

Credentials Committee based upon membership voting rights in each Division.

Section 2005.2 (Voting Weight) In order to provide equal representation among each of the currently existing major Divisions, the votes of each Division shall be multiplied by a Divisional Multiplier (based upon divisional representation) in order to weight the value of the votes of each division in inverse proportion to its total representation. The votes of the Division containing the fewest representatives will be weighted most heavily (and vice versa) in order to balance the voting strength among all divisions. For example, if the Credentials Committee determines that the Youth Division has 100 votes, and the Adult Division has 50 votes, all votes of the Youth Division shall be multiplied by 1, votes of the Adult Division shall be multiplied by 2, so that voting strength for each Division will equal 100. For these votes the WSA Referee Division and the WSA Coaches Division shall have one vote each and that vote not figured in the multiplier. **3-24-01**

Section 2005.3 (Executive Board Voting) Each voting member of the Executive Board shall have one (1) vote at all meetings except for the election of Officers. Each representative shall receive just one vote.

Section 2005.4 (Voting Representation) At all WSA General Membership Meetings, each voting delegate must be an officer of record for that member organization or a member of that organization with written authorization from that organization's president to exercise their vote. No club individual or other entity is allowed to exercise more than one club's proxy vote(s). **3-24-01**

ARTICLE 2006 QUORUM

Section 2006.1 (Quorum) The Quorum for all meetings of the WSA shall be 25% of each major division member.

Section 2006.2 (Removal) If any member of the WSA Board has more than three unexcused absences from the meetings during the year, the Chairman has the right to request their removal from the Board and replace him/her with someone else within their respective division. 8-29-98

ARTICLE 2007 COMMITTEES

Section 2007.1 (Selection)

Section 2007.1.A The President, subject to approval of the Board of Directors and section B of this rule, shall appoint annually a Credentials Committee, a Rules Committee, an Appeals Committee, a Budget Committee, a Soccer Hall of Fame Committee, and such other committees as may be deemed necessary, and to prescribe the duties and privileges of such special committees. The President shall appoint in accordance with the USSF Rule Book, the State Referee Administrator.

Section 2007.1.B The President shall name the Chairman of each Committee.

Section 2007.1.C The President shall be an ex-officio member of all Committees. He shall be a non-voting member on the WASA and WYSA Boards.

Section 2007.2 (Committee Membership) The Chairman of each committee may recommend a person(s) as a member(s) of this committee subject to the approval of the President.

Section 2007.3 (Standing Committees) The WSA Standing Committee Members shall continue in office for one year or until dismissed or their successors are appointed. Decisions rendered by committees, except as otherwise stated herein, shall be reported to an elected body of the Association for confirmation.

Section 2007.4 (Committee Duties) The WSA Standing Committees shall deal with certain designated areas of responsibility, prescribed by the President and approved by the State Board of Directors.

ARTICLE 2008 DUTIES OF STANDING COMMITTEES

Section 2008.1 (Credentials Committee) The Credentials Committee shall be responsible for:

- 1) Establishing a uniform procedure for submitting and certifying votes;
- 2) Reporting on the eligibility of representatives with their recommendations;
- 3) Ensuring that the seating arrangements for delegates and voting procedures are prepared in advance; and
- 4) Recording and checking the authenticity of votes cast at the meetings.

Section 2008.2 (Rules Committee) The Rules Committee shall be responsible for reviewing all proposals involving any amendments to the Constitution or Organizational Rules.

Section 2008.3 (Appeals Committee) The Appeals Committee shall be responsible for considering and acting on appeals from decisions rendered by affiliated bodies.

Section 2008.4 (Budget Committee) The Budget Committee is responsible for financial duties ranging from the gathering of all cost data to the appropriate financial requirements for the WSA programs and WSA operations.

ARTICLE 2009 RIGHT OF APPEAL AND FILING PROCEDURES

Section 2009.1 (Procedures) Decisions of the Wisconsin Soccer Association may be appealed to the United States Adult Soccer Association ("USASA") or to the United States Youth Soccer Association ("USYSA") as appropriate following their procedures and policies as outlined in the USSF Official Administrative Rule Book and USYSA Official Administrative Rule Book and USASA Administrative Rule Book. **3-24-01**

Section 2009.1.A. All decisions rendered by State Associations are appealable directly to the National Appeals Committee, per USSF By-law 705 that now governs the procedures with respect to appeals. **3-24-01**

Section 2009.2 (Directions) Appeals must follow the procedures contained in the correct appendix for the proper division: Appendix #1 WASA, and Appendix #2 WYSA.

Section 2009.3 (Litigation Involving the WSA) Whenever a member of the WSA/WYSA/WASA, Referee or Coaches makes a ruling or renders a decision which is in violation of or conflicts with a rule of the WSA, which results in litigation involving the WSA as a defendant, that member or affiliate shall be responsible for the legal costs incurred by the WSA in defending the lawsuit.

ARTICLE 2010 PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order shall govern the Wisconsin Soccer Association, except as modified in this Constitution and Bylaws.

ARTICLE 2011 AMENDMENTS OF BYLAWS

These By-laws can be amended at the Annual General Membership meeting of the Wisconsin Soccer Association by a two-thirds weighted vote, provided that the amendment has been submitted in writing 60 days prior to that meeting, and the amendment has been sent to the general membership of the WSA 30 days prior to the scheduled meeting.

ARTICLE 2012 SCHOLARSHIP FUND

The President shall appoint a chairman and members of the Scholarship Committee. A certain amount from both the youth and the adult divisions will be set aside for scholarship purposes. Committee members of the Scholarship Committee will be responsible to solicit additional funds from various corporations and private groups. The Board of Directors will decide each year on the amount of money and the number of scholarships to be distributed to young soccer players who must be between the ages of 16 and 19.

ARTICLE 2013 OMNIBUS AMENDMENT

Notwithstanding any other provision entered herein to the contrary, the following provisions shall apply:

Section 2013.1 (Openness) The membership of the WSA and the members of the WSA shall be open to any soccer players, coaches, trainers, managers, administrators, and officials not subject to suspension under section 4 of Bylaw 241 of the United States Soccer Federation (“USSF”) and to any amateur soccer organization in its territory.

Section 2013.2 (Equal Opportunity) The WSA will not discriminate against any individual on the basis of race, color, religion, age, sex or national origin.

Section 2013.3 (Procedure) The USSF’s articles or incorporation, bylaws, policies, and requirements take precedence over and supersede the governing documents and decisions of the WSA and its members to the extent applicable under state law, and the WSA and its members will abide by those articles, bylaws, policies, and requirements.

Section 2013.4 (Conflict Avoidance) The WSA will not join any organization that has requirements that conflict with the USSF’s articles, bylaws, policies and requirements.

Section 2013.5 (Registration) The WSA shall register all of its players, coaches, teams, referees and administrators with the USSF at least once each year and timely pay all dues and fees of the USSF.

Section 2013.6 (Abidance) The WSA and its members will abide by the USSF’s articles, bylaws, policies, and requirements on interplay.

Section 2013.7 (Election) The WSA shall have a Board of Directors (or similar body) selected through an open and democratic election process.

Section 2013.8 (Reporting) Actions and policies adopted by the Board of Directors (or similar body), Executive Committee, or officers of the WSA shall be reported to its membership, or their authorized representatives, at least once each year at a meeting of the WSA’s membership, with notice and agenda of the meeting at least 15 days in advance of the meeting.

Section 2013.9 (Financial Reporting) The WSA shall provide to the Secretary General of the USSF an annual report on the activities of the WSA and most current annual financial statements within 90 days after the start of the USSF’s seasonal year.

Section 2013.10 (Change Submission) The WSA will (A) provide annually to the USSF copies of the WSA’s constitution, bylaws, and other governing documents, (B) submit changes to those documents to the USSF for approval not later than 90 days after adoption, and (C) make copies of those documents available to its members.

Section 2013.11 (Equitable Treatment) The WSA will provide equitable and prompt hearing and appeal procedures to guarantee the rights of individuals to participate and compete. Those procedures shall include that all grievances involving the right to participate and compete in activities sponsored by the USSF and the WSA and its members may be appealed to the USSF’s Appeals Committee which shall have jurisdiction to approve, modify or reverse a decision.

Section 2013.12 (Tax Exemption) The WSA shall maintain its tax exempt status under the Internal Revenue Code, as amended.

Section 2013.13 (Abuse Policy) The WSA shall adopt policies prohibiting sexual and physical abuse that meet certain minimum criteria established by USSF, subject to only any contrary requirements contained in state or local law applicable to the WSA.

Section 2013.14 (Review) The WSA will allow the USSF to review the documents and procedures of the WSA, on request of the USSF not less than once every 4 years, to determine compliance with the USSF’s bylaws.

ARTICLE 2014 EFFECTIVE DATE

The effective date of these amended and restated Bylaws shall be August 31, 1999.

ARTICLE 2015 UNSPECIFIED MATTERS

This Association is empowered to decide all matters not specifically provided for in the Constitution, By-laws, Rules and Regulations of this Association.

3-24-01

APPENDIX #1 WASA Appeals

Decisions of the WASA affiliates may be appealed to the WASA Appeals Board, and to the WSA Appeals Board. The appeal must be in writing and describe in detail the grounds for appeal, with the appropriate fee included. All appeals must be sent to the WASA Secretary within 5 days of notification of the decision you wish to appeal. The WASA Appeals Board may be made up of no less than 3, nor no more than 5 members, including the Chairperson. The Chairperson may vote only to break a tie.

No State official, club, league, team, coach, referee, player or their representative may involve an attorney or aid of the courts without exhausting all available remedies within the appropriate soccer organization as set forth in Section 5 (c) of the USSF Rule Book. For violation of this rule, the offending party shall be subject to the sentence of suspension and a fine and shall be liable to the WASA for all expenses incurred by the WASA and its officers in defending each court action, including but not limited to the following:

- a. Court Costs
- b. Attorney's fees
- c. Travel expenses
- d. Reasonable compensation for time lost

Steps of Procedure:

1. A decision is made.
2. Appeal that decision to the next level.
Seven written copies of the appeal must be provided.
Appropriate appeals fee for the level.
League or district appeal up to \$100.00.
3. Appeal to the WASA Appeals Board of decision.
All information from last level must be provided.
Appropriate appeals fee for the level.
WASA \$150.00.
You may go through step 4 or go directly to step 5.
4. Appeal to the WSA of WASA Appeals Board decision.
All information from last level.
Appropriate appeals fee for the level.
WSA \$50.00.
5. Appeal to the USASA.
All information sent to lower levels must be sent.
Appropriate appeals fee according to USASA Rule book.

APPENDIX #2 WYSA APPEALS

Decisions of the WYSA affiliates may be appealed to the WYSA Appeals Board, and to the WSA Appeals Board. The appeal must be in writing and describe in detail the grounds for appeal, with the appropriate fee included. All

appeals must be sent to the WYSA Secretary within 5 days of notification of the decision you wish to appeal. The WYSA Appeals Board may be made up of no less than 3, nor no more than 5 members, including the Chairperson. The Chairperson may vote only to break a tie.

No State official, club, league, team, coach, referee, player or their representative may involve an attorney or aid of the courts without exhausting all available remedies within the appropriate soccer organization as set forth in Section 5 (c) of the USSF Rule Book. For violation of this rule, the offending party shall be subject to the sentence of suspension and a fine and shall be liable to the WYSA for all expenses incurred by the WYSA and its officers in defending each court action, including but not limited to the following:

- a. Court Costs
- b. Attorney's fees
- c. Travel expenses
- d. Reasonable compensation for time lost

Steps of Procedure:

1. A decision is made.
2. Appeal that decision to the next level.
Seven written copies of the appeal must be provided.
Appropriate appeals fee for the level.
League or district appeal up to \$100.00.
3. Appeal to the WYSA Appeals Board of decision.
All information from last level must be provided.
Appropriate appeals fee for the level.
WYSA \$150.00.
You may go through step 4 or go directly to step 5.
4. Appeal to the WSA of WYSA Appeals Board decision.
All information from last level.
Appropriate appeals fee for the level.
WSA \$50.00.
5. Appeal to the USYSA.
All information sent to lower levels must be sent.
Appropriate appeals fee according to USYSA Rule book.