



**NORTH CAROLINA ADULT SOCCER ASSOCIATION SPECIAL COUNCIL MEETING  
July 25, 2022**

**Minutes**

**Call to Order: 7:05pm**

**Roll Call**

**NCASA Board Members**

- **Present:** Sam Cohen, Donna Langdon, Chad Garber, Bob Kepner, Alex Vidaurri, Scott Eisenbraun, Matt Friedman, Laura Collins, Paul James
- **Not Present:** Jeremy Mikell, Vance Carlisle, Emmanuel Sarkorh

**Member Leagues**

- **Present:** ABASA (Madu Schmid), CVASA (Matthew Tremblay), CPSL (Jeff Carpenter), MASL (Jeff Jager), PGASA (Willie Nelms), PASL (Siler Southerland), SSL (Dennis Felipe), SSAAL (Jason Miller, Jeremy Maia), TASL (Steve Swift), WASC (Peter Fritz), WSASL (Sep Domenech)
- **Not Present:** CISC, FFL

Also Present (non-voting) – Darius Ejlali, NCASA Executive Director

**Quorum determination**

- Quorum was present

**Officer & Staff Reports**

- President – Thanked all Board members and Member League representatives for attending.

**New Business**

- Election for NCASA Secretary – nominations were taken from the floor. Chad Garber was nominated by Donna Langdon and accepting the nomination. No other nominations were put forward. Chad Garber was elected as Secretary by unanimous voice vote of the Council.
- Revisions to the NCASA Constitution & Bylaws – NCASA Executive Vice President Donna Langdon spoke briefly about how the proposed updates and revisions to the NCASA Constitution & Bylaws were intended to bring NCASA's governing documents more in line with current US Soccer requirements and to more closely match current NCASA operations. No Council members spoke against the proposal or proposed any amendments. The Council approved the proposed changes to the NCASA Constitution and Bylaws pursuant to a unanimous roll call vote.

**For the Good of the Game / Announcements**

- President Sam Cohen thanked Donna Langdon for all of the work she did on the Constitution & Bylaws revisions.
- It was noted that the Queen City Cup was going to be occurring in Charlotte very soon.

**Adjourn**

- Motion to adjourn approved unanimously

**Meeting Adjourn: approx. 7:30 pm**

# NORTH CAROLINA ADULT SOCCER ASSOCIATION, INC.

## CONSTITUTION

Adopted August 19, 1984  
Revised June 20, 1999  
Revised January 3, 2004  
Revised February 10, 2005  
Revised February 11, 2006  
Revised January 6, 2007  
Revised January 26, 2008  
Revised January 27, 2013  
Revised January 25, 2015  
Revised June 27, 2015  
Revised January 31, 2016  
Revised June 11, 2016  
Revised January 29, 2017  
Revised [date on which current amendment is approved]

### PREFACE

The United States Soccer Federation (USSF) is recognized as the National Governing Body for soccer in the United States by the Federation Internationale de Football Association (FIFA) and by the United States Olympic Committee (USOC) as provided in the Amateur Sports Act of 1978.

### ARTICLE I – NAME

This body shall be known as the North Carolina Adult Soccer Association, Inc. (NCASA).

### ARTICLE II – PURPOSE

As set forth in the Articles of Incorporation, NCASA is organized and operated exclusively for charitable purposes in accordance with Section 501(c)(3) of the Code. More specifically, the purpose of NCASA shall be to develop, promote, and administer the game of soccer among men and women players over eighteen (18) years of age within the state of North Carolina (NC) and to educate the players and the public about the game of soccer.

### ARTICLE III – OFFICE

NCASA shall continuously maintain within the State of NC a registered agent and an office as designated by the Board of Directors. The address of the registered agent and office may be changed from time to time by the Board of Directors.

### ARTICLE IV – AFFILIATION

NCASA is affiliated with the United States Adult Soccer Association (USASA) under the authority of the United States Soccer Federation (USSF) and will comply with all requirements of their rules, policies, and Bylaws to the extent applicable to NCASA.

NCASA shall not become a member of any organization that imposes any requirement that conflicts with the Articles of Incorporation of the USSF, its rules and policies or Bylaws.

ARTICLE V – MEMBERSHIP

NCASA membership is open to soccer organizations and soccer players, coaches, trainers, managers, administrators, and officials without discrimination on the basis of race, color, religion, age, gender, national origin or other legally protected categories.

Membership in NCASA and its member organizations shall be open to any individual who is an amateur athlete, coach, trainer, manager, administrator, or official active in the sport of soccer who is not subject to suspension under Section 4 of USSF Bylaw 241 or pursuant to the disciplinary or risk management action of any amateur soccer organization in its territory; and except for a National Association, the membership of NCASA and its member organizations shall be open to any amateur soccer organization in its territory.

Adult amateur soccer organizations of a minimum of four teams may affiliate with NCASA.

ARTICLE VI – COUNCIL

Section 1

The sole authority of NCASA, except that which is herein otherwise delegated, shall be vested in the Council.

Section 2

The Council is comprised of a Board of Directors and representatives of each Affiliate whose authority shall be, but is not limited to, to approve changes to the Constitution and Bylaws, elect officers of the Board of Directors and approve the annual budget.

The Council has the right to reject or to overrule the authority of the Board of Directors.

Section 3

The Council shall meet at least annually during such time that the Board of Directors deems it can attract the best attendance.

Section 4

In each Council meeting, each currently registered Affiliate in good standing shall have the following number of voting representatives based on player registration:

0-50 registered players	no vote
51-300 registered players	1 representative (1 vote)
301-550 registered players	2 representatives (each with 1vote)
551-800 registered players	3 representatives (each with 1vote)
801-1050 registered players	4 representatives (each with 1vote)
1051-1850 registered players	5 representatives (each with 1 vote)
1851-3200 registered players	6 representatives (each with vote)
3201 or more registered players	7 representatives (each with 1vote)

Section 5

A quorum shall consist of ten (10) Council members, or a majority, whichever is less, to conduct any Council Business for which fourteen (14) days written notice was provided. A quorum to conduct any business not included in the written notice shall consist of a majority of the Council.

## Section 6

At the sole discretion of an Affiliate that has more than one vote, one individual may cast all or part of the votes of the organization.

## Section 7

No Board of Director member who is also a member of an Affiliate shall be allowed more than one vote at any meeting of NCASA. Any member with a dual role in the Council must choose which role will be used for voting purposes.

## ARTICLE VII - BOARD OF DIRECTORS

### Section 1

NCASA shall have a Board of Directors selected through an open and democratic election process. The officers of the NCASA Board of Directors shall be elected in the manner prescribed in the Bylaws and shall hold office for two (2) years, or until their successors have been elected and installed.

### Section 2

For the purpose of administering the affairs of NCASA between Council meetings, there shall be a Board of Directors composed of the President, Executive Vice President, Secretary, Treasurer and up to eight (8) additional positions.

### Section 3

The Board of Directors shall meet at least quarterly and more often as required to administer the affairs of NCASA.

### Section 4

The Board of Directors shall have full authority to act for NCASA in all matters of administration and shall make a report of such actions and policies adopted to the Council at its annual general meeting (AGM).

### Section 6

The Board of Director's specific authority shall include:

- A. Sole authority to determine qualifications for affiliation and to accept or reject any application submitted under the requirements of the Bylaws.
- B. Delegate for any endeavor, its authority to such person or persons whom it may from time to time designate.
- C. Review such papers, books, documents, and accounts of the Affiliates as it may from time to time require.
- D. Suspend, expel, and/or impose penalties upon any Affiliate, team, and/or persons under its jurisdiction guilty of violation of breach of the rules of NCASA, USASA or the USSF.
- E. Settle disputes between two or more Affiliates.
- F. Investigate and correct or demand to be corrected conditions which are detrimental to the operation or reputation of NCASA.
- G. Direct the audit, review, attestation or compilation of financial records and financial statements. Hire and assure the independence of the auditor, reviewer, attestor or compiler and to provide oversight of the process to assure the reliability of financial data, efficiency of internal controls and risk management processes.
- H. The Board of Directors shall have power to incur pecuniary liabilities on behalf of NCASA.
- I. The Board of Directors shall have the power to adopt and amend policies for NCASA by majority vote of the Board of Directors at a scheduled meeting.

#### Section 7

If a vacancy occurs in any office other than that of the President, the President with concurrence of the Board of Directors may appoint a temporary successor until the next meeting of the Council. The Council will then fill the position in the manner herein prescribed for the election of officers at the annual meeting.

#### Section 8

Any NCASA officer or appointed chair or committee member absent from two consecutive meetings including those of a committee or NCASA Board of Director's meeting at which his or her presence would normally be required, may thereby forfeit the right to hold the office for the unexpired term.

### ARTICLE VIII - ADMINISTRATION

#### Section 1

NCASA and its members shall be governed by its Articles of Incorporation, Constitution, Bylaws, and policies, supplemented by rules of USASA and the USSF. In the event of conflict, the rules of the latter shall apply.

#### Section 2

NCASA shall have the authority to investigate and correct or demand to be corrected, unfavorable conditions which may develop in its Affiliates. Affiliates unresponsive to the NCASA's demands for corrective action can be placed in "bad standing" by majority vote of the Board of Directors with specified sanctions and/or fines and loss of member benefits.

#### Section 3

NCASA shall have the authority to make and decide on all matters of controversy under appeal from Affiliates.

#### Section 4

Proceedings concerning any alleged abuse/assault on a referee shall be conducted by NCASA under applicable USSF rules.

#### Section 5

NCASA shall have the authority to do that which it deems expedient to enforce the purpose for which it was organized.

#### Section 6

NCASA shall have the authority to enter into agreements of business with legally incorporated entities, utilizing its full portfolio of resources and assets, for the purposes of marketing, promotion and/or such transactions that benefit NCASA.

#### Section 7

All Affiliates are required to use NCASA's approved electronic registration process.

Any Affiliate not using NCASA's approved electronic registration process must submit a request for variance to the Board of Directors detailing the proposed software and protocol for electronic transmission of data to NCASA and storage of registration data.

#### Section 8

NCASA and its members shall maintain and store records in accordance with NCASA policy which shall be in compliance with USASA and USSF requirements.

## Section 9

NCASA shall have provisions for the resolution and determination of grievances, disputes and appeals provisions that comply with the processes specified in the Bylaws and Policies of USASA and US Soccer Federation. These provisions shall be in Bylaws, rules or other documents that clearly state the procedures under which adjudication of grievances, appeals and other disciplinary matters occur.

## ARTICLE IX - FISCAL PROVISIONS

The fiscal year of NCASA shall be established by the Board of Directors.

The seasonal playing year of NCASA shall be established by the Board of Directors.

Fees and dues shall be set annually by the Board of Directors and presented to the Council for approval at the AGM.

Special assessments may also be set by the Board of Directors and presented to the Council at the AGM.

NCASA will comply with all State and Federal tax requirements governing 501(c)(3) organizations.

## ARTICLE X – AMENDMENTS

### Section 1

Amendments to this Constitution shall be made at any meeting of the Council at which a quorum is present by a two-thirds vote.

### Section 2

Proposed amendments to the Constitution must be submitted in writing to the Executive Director at least thirty (30) days in advance of a Council meeting. The representatives to that meeting shall be provided a copy with the meeting notice at least fourteen (14) days in advance.

### Section 3

NCASA must submit to USASA any amendment to its Charter, Articles of Incorporation, Bylaws, Policies, Rules, or Regulations no later than ninety (90) days after the adoption of such amendment.

## ADDENDUM – DEFINITIONS/TERMS

The following terms in these Constitution and Bylaws shall be defined as set forth below:

- “Affiliate” shall refer to those amateur soccer organizations across NC that have exercised the option to become a member of NCASA.
- “AGM” shall refer to the Annual General Meeting of the Council.
- “Council” shall refer to the full governing body of NCASA comprised of the Board of Directors and delegates of the Affiliates.
- The “Board of Directors” shall refer to the President, Executive Vice President, Treasurer, Secretary, and other designated, elected Officers.
- “ED” shall refer to the Executive Director of NCASA
- “FIFA” shall refer to the Federation de Internationale Football Association.
- “Members” shall refer to affiliated leagues and their registrants within NC.

- "NCASA" shall refer to the North Carolina Adult Soccer Association
- "NCSRA" shall refer to North Carolina Soccer Referees Association
- "SRA" shall refer to the State Referee Administrator
- "USASA" shall refer to the United States Adult Soccer Association, Inc.
- "USSF" shall refer to the United States Soccer Federation.

## NORTH CAROLINA ADULT SOCCER ASSOCIATION, INC.

### BYLAWS

#### ARTICLE I – AFFILIATION

##### Section 1

NCASA is affiliated with the United States Adult Soccer Association (USASA) under the authority of the United States Soccer Federation (USSF) and will comply with all requirements of their rules, policies and Bylaws to the extent applicable to NCASA.

##### Section 2

NCASA shall submit data and pay fees and other amounts due to USASA by the deadlines set by USASA.

##### Section 3

NCASA shall submit to USASA its most current annual reports and financial statements within ninety (90) days after the start of its fiscal year.

##### Section 4

NCASA shall register every player, coach, trainer, manager, administrator, and official that is sponsored, financed, coached, organized, or administered by NCASA with USASA.

##### Section 5

NCASA and its members shall comply with the Amateur Sports Act and other applicable law.

##### Section 6

NCASA and its Affiliates shall adopt policies prohibiting sexual and physical abuse.

##### Section 7

If NCASA dissolves or otherwise terminates its existence for any reason, it shall immediately notify USASA.

#### ARTICLE II – MEMBERSHIP

##### Section 1

An “Affiliate” shall refer to those amateur soccer organizations across NC that have exercised the option to become a member of NCASA.

An Affiliate must be an amateur soccer organization of no fewer than 4 teams to apply to NCASA for membership. If the NCASA Board of Directors deem it is in the interest of developing new leagues, a playing league of a lesser number of teams may be accepted on an interim basis and authorized to schedule games with other NCASA or USSF affiliates.

##### Section 2

The process for members to apply for membership is established by the Board of Directors.

Application for Affiliate membership to NCASA must be submitted through NCASA’s online affiliation module under authority of the duly authorized agent for the applicant.

##### Section 3

Application of membership by individuals to Affiliates or to NCASA must be submitted through NCASA’s approved electronic registration process under signature of the applicant. Players must be a minimum of eighteen (18) years of age to apply for membership with NCASA.



#### Section 4

Affiliates must pay an annual affiliation fee for a given calendar year by January 31<sup>st</sup> to retain access to NCASA membership benefits, including but not limited to the right to register players, access to field insurance and other insurance coverage, and to maintain voting rights.

Failure to pay fees and dues shall be cause for immediate suspension of member benefits.

#### Section 5

Affiliates shall not, without prior written approval from NCASA, have any relationship with leagues/teams that are not affiliated and in good standing with NCASA or USSF.

NCASA and its Affiliates will abide by USSF articles, bylaws, policies, and requirements on interplay which shall take precedence over and supersede the organizational and governing documents of NCASA and its member organizations except to the extent applicable law otherwise requires.

#### Section 6

Every organization that accepts membership into NCASA thereby agrees for itself, its teams and players, officers, and all present and future members to recognize the administrative jurisdiction of NCASA and agrees to accept, support, and adhere to the regulatory authority of NCASA as herein provided.

Each Affiliate when accepted for membership shall be presented with a copy of the current Constitution and Bylaws of NCASA.

#### Section 7

To be considered in good standing by NCASA an Affiliate is subject but not limited to the following requirements to maintain their membership and benefits:

- Annually renew their affiliation.
- File a list of officers annually with NCASA and provide timely revisions.
- Designate a registrar candidate that must complete a NCASA Registrar Certification Class.
- Designate a USSF certified referee assignor who is currently registered through the North Carolina Soccer Referees Association (NCSRA) responsible for assigning the officials to its matches.
- Designate an individual responsible for Discipline and Appeals.
- Pay all dues in full by the due date.
- Comply with all requirements of NCASA.

#### Section 8

Any Affiliate in violation of member requirements will be placed in bad standing by the Board of Directors and will be subject to sanctions and/or fines, and member benefits will be suspended until corrective action is taken and all requirements are met.

Suspended or terminated members may apply to the NCASA Board of Directors for reinstatement.

Section 9

NCASA shall provide prompt and equitable procedures for resolution of complaints of its members and procedures for fair notice and an opportunity for a hearing with respect to any complaint of any athlete, coach, trainer, manager, administrator or official who is a member of NCASA, or a member organization thereof, concerning a proposed declaration that any such individual is ineligible to participate in the programs or other activities of NCASA or a member organization thereof and such procedures shall conform, as applicable, to the provisions of Part VII of the USSF Bylaws.

Section 10

Affiliates shall have voting rights as set forth by these Bylaws.

ARTICLE III – COUNCIL

Section 1

In each Council meeting, each currently registered Affiliate in good standing shall have the following number of voting representatives based on player registration:

0-50 registered players	no vote
51-300 registered players	1 representative (1 vote)
301-550 registered players	2 representatives (each with 1 vote)
551-800 registered players	3 representatives (each with 1 vote)
801-1050 registered players	4 representatives (each with 1 vote)
1051-1850 registered players	5 representatives (each with 1 vote)
1851-3200 registered players	6 representatives (each with 1 vote)
3201 or more registered players	7 representatives (each with 1 vote)

Section 2

Each Affiliate's player registration number at the end of the previous calendar year based on actual payments received by NCASA shall be used to determine that Affiliate's voting power.

Section 3

Each Affiliate with the right to representation on the Council shall provide in writing to the Board of Directors two weeks prior to the AGM the names, addresses and phone numbers of their representative(s). Said representative(s) must be members of that Affiliate in good standing.

Section 4

PROXY votes will be allowed with notification in writing to the Executive Director no later than 7 days prior to the Council meeting.

## ARTICLE IV - BOARD OF DIRECTORS

### Section 1

Members of the Board of Directors are volunteers (unpaid).

### Section 2

The Board of Director's responsibilities shall include:

- To organize the State Cup for the competitive and recreation divisions to be held annually and other tournaments as desired.
- To publish a website and other communications.
- To provide liaison with the NCSRA and the North Carolina Soccer Hall of Fame.
- To work to grow NCASA and expand access to soccer throughout North Carolina.
- To develop an annual budget and establish fees, dues, and assessments to present to the Council.
- To hire and provide administrative and financial oversight of an Executive Director to assure compliance with operating procedures and NCASA goals and objectives.
- To provide support to Affiliates with an emphasis towards assisting with growth and operations.
- To represent NCASA with USASA and USSF.
- To enact policies of NCASA.
- To organize and hold an AGM of the Council and regular meetings of the Board of Directors.

### Section 3

The State Referee Administrator (SRA) shall be a member of the Board of Directors and will serve as Referee Liaison. The President of NCASA and the SRA may jointly appoint another person to serve as Referee Liaison. Said person shall have voting privileges at meetings of the Board of Directors and of the Council.

### Section 4

To consider establishing a policy, the Board of Directors must notify the Affiliates of the proposed policy no less than 7 days in advance of the meeting at which the proposal will be considered. The notification must include the time and location of the Board of Directors meeting. Policies require a majority vote of the Board of Directors present at the meeting to pass.

### Section 5

If the Board of Directors adopts a new policy, the Affiliates must be provided written notice of the approved policy within 7 days.

### Section 6

The proposed annual budget shall be forwarded in writing, to the Council at least fourteen (14) days prior to the AGM.

#### Section 7

Any NCASA officer, appointed Chair, committee, or panel member absent from two consecutive meetings including those of a committee or AGM at which his or her presence would normally be required, may thereby forfeit the right to hold the office for the unexpired term.

#### Section 8

If a vacancy occurs in any office other than that of the President, the President with concurrence of the Board of Directors may appoint a temporary successor until the next meeting of the Council. The Council will then fill the position in the manner herein prescribed for the election of officers at the AGM.

### ARTICLE V ELECTION OF BOARD OF DIRECTORS

#### Section 1

The election of officers to the Board of Directors will take place at the AGM. Officers will take office on the day after their election. They may succeed themselves in office.

#### Section 2

Each member of the Board of Directors shall be elected for a 2-year term through an open election process.

#### Section 3

The Board of Directors shall be comprised of the President, Executive Vice President, Secretary, Treasurer and up to eight additional members.

These member positions, as defined by the Board of Directors and approved by majority vote of the Council, will be designated as such to provide valuable expertise towards a strong organizational structure and functionality for NCASA and its members.

These member positions may cover areas of expertise such as Public Relations (player outreach, sponsorships, volunteer service), Competitions, Communications (messaging, social media, programs, community), Marketing (association, branding, website, events, sponsors), Fundraising, Development (players, members, leagues, divisions), etc.

#### Section 4

President, Secretary, and half of the designated members are elected in odd numbered years.

Executive Vice President, Treasurer, and the remaining half of the designated members are elected in even numbered years.

#### Section 5

At least sixty (60) days before the election, the NCASA President shall appoint a Nominating Committee with the advice and consent of the Board of Directors. It shall consist of a chair and three (3) other members.

Names and addresses of the members of the Nominating Committee will be given to the Council when they are notified of the Annual General Meeting.

#### Section 6

The Executive Director will notify all Council members of the slate of officers submitted by the Nominating Committee ten (10) days before the election. Nominees must be in good standing.

#### Section 7

Floor nominations will be allowed at the time of the election for any Board of Director position.

#### Section 8

To be elected to office it shall be necessary to receive a majority of the votes cast.

### ARTICLE VI – MEETINGS

#### Section 1

The Board of Directors shall meet at least quarterly and more often as required to administer the affairs of NCASA.

#### Section 2

The Council shall meet at least once a year. Notice of these meetings of the Council will be sent by the Executive Director to each Council member thirty (30) days before the date of the meeting.

#### Section 3

Special meetings of NCASA may be called at any time by the President or upon written demand of one-third (1/3) or more of the Council. The special meeting shall be called within two (2) weeks of such demand.

#### Section 4

For all meetings, the Executive Director shall give notice, including an agenda to all parties concerned. In case of a special meeting, the purpose of the meeting shall be embodied in that notice, and no matter other than that specified should be considered.

### ARTICLE VII - DUTIES OF OFFICERS

#### Section 1

The President of NCASA shall preside at all meetings. He or she shall have one vote in each committee. He or she shall render a written report at the AGM each year. The President shall appoint the State Referee Administrator (SRA) with the agreement of the Board of Directors and jointly with North Carolina Youth Soccer Association (NCYSA). The President shall appoint the Discipline and Appeals Chair and the State Registrar, with the agreement of the Board of Directors. The President shall appoint the delegation of attendees to USSF and USASA Meetings.

#### Section 2

The Executive Vice President shall assume the duties and responsibilities of the President in the absence of the latter. In the event the President resigns or is unable to complete his or her term of office, the Executive Vice President shall succeed to that position and shall with the Board of Director's approval appoint another person to fill the unexpired term of the Executive Vice President.

#### Section 3

The Secretary shall record the minutes of all meetings and provide said documentation to the Executive Director for distribution. The Secretary shall also serve as Chairman of the Board of Directors in the absence of the President and the Executive Vice President. He or she shall also assume such additional duties as the President shall assign that are not in conflict with the Constitution and Bylaws.

#### Section 4

The Treasurer shall:

- Keep records of all property and income of NCASA.
- Maintain a detailed account of the income and expenditures of NCASA.
- Assure all NCASA funds are properly handled either by depositing them upon receipt in a bank account in the name of NCASA or by making required transfer to the USSF.
- Submit a full report of all financial transactions of NCASA and of the balance that is in hand.

#### Section 5

All Officers handling NCASA funds shall be bonded.

#### Section 6

Other designated members of the Board of Directors may include, but are not limited to, officers responsible for:

League Support, which shall be responsible for interacting regularly with existing Affiliates to facilitate their access to services and member benefits of NCASA, USASA, USSF and US Soccer Foundation.

Competition, which shall be responsible for overseeing the organization, administration, and marketing of all NCASA sponsored competitive and recreational tournament events.

Development, which shall be responsible for growth of players, teams, divisions, and members for NCASA and their Affiliates in addition to identifying and recruiting non-affiliated adult soccer leagues throughout the state.

Public Relations, which shall be responsible for player outreach, supporting and promoting events and volunteer services.

Communications, which shall be responsible for organizing and communicating to members and outreach to potential members through messaging and social media.

Marketing, which shall be responsible for NCASA branding, management and upkeep of the website, support of NCASA events and solicitation of sponsorships.

### ARTICLE VII - FISCAL PROVISIONS

#### Section 1

The NCASA fiscal year will begin on January 1<sup>st</sup> and end on December 31<sup>st</sup> of each year.

#### Section 2

The Board of Directors will annually draw up a budget based on projected income and expenditures and will annually recommend to the Council the fees and dues required from the affiliated leagues based on the

budget. Special Assessments may be recommended at any time.

The recommendations of the Board of Directors shall be forwarded in writing to Affiliates and their Council representative at least fourteen (14) days prior to the AGM.

### Section 3

The Board of Directors will be provided with a copy of any financial review and/or audit financial statements within 30 days of the completed review and/or audit.

### Section 4

Any request for reimbursement for budgeted expenses incurred during the normal operation of NCASA must be submitted to the Treasurer no later than thirty (30) days after the date of the expense. Any expense not submitted within thirty (30) days of the date expense incurred will not be reimbursed.

Reimbursement for any expense that is not in the budget must be voted upon by the Board of Directors.

## ARTICLE VIII - EXECUTIVE DIRECTOR

The Executive Director shall be an employee of NCASA and serve at the pleasure of the Board of Directors. The President shall nominate candidates or may appoint a committee to nominate candidates to fill this position, subject to the approval of the Board of Directors.

The Executive Director shall work closely with the President to ensure that all corporate functions are adequately carried out. The duties of the Executive Director shall include:

- Oversee NCASA's operations, day-to-day administrative management and programs, at the direction of the Board of Directors;
- Comply with and help NCASA comply with these Bylaws and all policies adopted by the Council and the Board of Directors;
- Recruit, select, employ, on-board, train, manage, evaluate and discharge any additional employees of NCASA or contractors or part time assistants approved by the Board of Directors;
- Attend all meetings of the Council and Board of Directors, as well as such committees as the Council or Board may direct;
- Prepare and present to the Council and Board regular reports reflecting the accomplishment of NCASA's mission and goals;
- Field and address Council member inquiries and manage corporate communication;
- Sign documents and checks on behalf of NCASA as directed by the Board;
- Handle meeting arrangements for Board of Directors and Council meetings including suitable notices to attendees;
- Ensure that all Board, Council, Constitution, Bylaw, Policy, financial, property historical and other business records are maintained and safeguarded and properly disposed of in accordance with applicable Records Retention Policies;

- Ensure that copies of each proposed budget are sent to the members of the Council at least fourteen (14) days in advance of the AGM;
- Ensure that current copies of the NCASA Constitution, Bylaws and Policies are maintained and published on the NCASA website in a timely manner;
- Carry out any other duties and responsibilities as may be assigned by the Council, President, or the Board.

## ARTICLE IX – COMMITTEES

### Section 1

The President shall have authority to appoint such committees as are necessary to fulfill the objective and purpose of NCASA. He or she shall be a member of all committee's ex-officio.

## ARTICLE X – REGISTRATION

### Section 1

The individual, appointed by the President, responsible for oversight of registration will oversee all activities related to the registration of players, teams and leagues and will be responsible for the maintenance and appropriate distribution of records and reports related to these activities.

### Section 2

NCASA and its Affiliates must maintain a copy of each signed player insurance liability form for a period of seven years.

## ARTICLE XI - DISCIPLINE AND APPEALS

### Section 1

The individual, appointed by the President, handling this responsibility will serve as the Chair of Discipline and Appeals (D&A). He or she shall appoint a Hearing Panel (Panel) with responsibility to hear appeals forwarded to NCASA from decisions by Affiliates, to recommend courses of action to the Board of Directors in areas of controversy, and to adjudicate these matters wherein jurisdiction rests with NCASA.

### Section 2

The Chair of D&A and the appointed Panel shall conduct hearings concerning any alleged abuse and/or assault on a referee in accordance with applicable USSF rules.

### Section 3

The Chair of D&A and the appointed Panel will provide equitable and prompt hearing and appeal procedures to guarantee the rights of individual to participate and compete. The procedures shall include that all grievances involving the right to participate and compete in activities sponsored by the Federation and NCASA and its members may be appealed to the Federation's Appeals Committee that shall have jurisdiction to approve, modify or reverse a decision.



#### Section 4

The Chair of D&A and the appointed panelists of a hearing should be comprised of individuals who do not actively participate in the direct affairs of any of the concerned organizations. While there is no limit to the number of individuals who may be appointed to the panel, there shall be at least three (3) members present to hear any appeal or transact any other matter to come before the Chair of the D&A. Any panel member who is an interested party in any case shall be excused from the proceedings of that particular case. Any person discussing a case with a panel member with the intention of influencing the decision other than in the course of the investigation of the matter shall be subject to official censure and the panel member may disqualify himself from the case.

#### Section 5

All appeals shall be submitted in writing to the Executive Director within thirty (30) days after notification of the decision by the affiliated group. The appeal shall be accompanied by a check of \$25.00, which shall be the appeal fee. In the event that the appeal is upheld, the appeal fee shall be returned to the appellant.

### ARTICLE XII - CERTIFIED REFEREE ASSIGNOR

#### Section 1

Every Affiliate shall have a USSF certified referee assignor, who is properly and currently registered through the NCSRA, responsible for assigning the officials to its matches.

#### Section 2

The certified assignor must be clearly identified in all applications for membership to NCASA and must be clearly identified on all annual NCASA renewal forms.

If a league does not have a certified assignor, it must recruit a person who must successfully pass a USSF certified assignor course prior to the start of the league's season. Failure to have a certified assignor prior to the start of the league's playing season shall prohibit the league from playing.

### ARTICLE XIII – AMENDMENTS

#### Section 1

These Bylaws may be amended by a two-thirds vote of the Council members present and voting at a meeting officially called.

#### Section 2

NCASA must submit to USASA any amendment to its Charter, Articles of Incorporation, Bylaws, Policies, Rules, or Regulations no later than ninety (90) days after the adoption of such amendment.

## ADDENDUM – DEFINITIONS/TERMS

The following terms in these Constitution and Bylaws shall be defined as set forth below:

- “Affiliate” shall refer to those amateur soccer organizations across NC that have exercised the option to become a member of NCASA.
- “AGM” shall refer to the Annual General Meeting of the Council.
- “Council” shall refer to the full governing body of NCASA comprised of the Board of Directors and delegates of the Affiliates.
- The “Board of Directors” shall refer to the President, Executive Vice President, Treasurer, Secretary, and other designated, elected Officers.
- “ED” shall refer to the Executive Director of NCASA
- “FIFA” shall refer to the Federation de Internationale Football Association.
- “Members” shall refer to affiliated leagues and their registrants within NC.
- “NCASA” shall refer to the North Carolina Adult Soccer Association
- “NCSRA” shall refer to North Carolina Soccer Referees Association
- “SRA” shall refer to the State Referee Administrator
- “USASA” shall refer to the United States Adult Soccer Association, Inc.
- “USSF” shall refer to the United States Soccer Federation.