

# LA PINE SOCCER ACADEMY BYLAWS



*Version 1.0.0*  
*02/22/2024*

# **Part I — General**

## **Bylaw 101 - NAME**

This Academy shall be known as the La Pine Soccer Academy, a non-profit corporation hereafter referred to as LPSA or the Academy. The Academy is a tax-exempt organization under the laws of the United States, and shall maintain its tax-exempt status under the Internal Revenue Code. Additionally the Academy shall maintain good standing with the Oregon Secretary of State as a charitable organization and the Oregon Department of Justice. Articles of Incorporation and Department of Justice filings will be updated annually after the first annual meeting of each year.

## **Bylaw 102 - PURPOSE**

1. The purposes of LPSA shall be to promote, develop, and administer the game of soccer among youth residing within Oregon, and to promote national and international amateur soccer competition for Oregon youth, such bylaw may be amended from time to time.
2. LPSA will comply with all applicable state and federal laws governing non-discrimination and will be open to participation by any individual, without discrimination on the basis of race, color, religion, national origin, citizenship, disability, age, sex, sexual orientation, gender identity, or veteran status.

## **Bylaw 103 - BOUNDARIES AND TERRITORIES**

The territory of LPSA shall be the general vicinity of La Pine, Oregon but may extend to incorporate the counties of Jefferson, Lake, Douglas, Lane, Deschutes and Kalamath.

## **Bylaw 104 - COLORS**

The colors of LPSA shall be navy, and Las Vegas gold with white.

## **Bylaw 105 - MEMBERSHIPS IN OTHER ORGANIZATIONS**

LPSA solely holds and protects all its assets, programs and funds. LPSA may be members of the United States Soccer Federation, Inc. (USSF) and/or United States Youth Soccer Association, Inc. (USYSA) and/or any other organization LPSA deems, in its sole and absolute discretion, is appropriate.

## **Bylaw 106 - AUTHORITIES**

### **Section 1**

- A. Except as otherwise provided in this section, LPSA shall be governed by its bylaws and policies in all cases that are not consistent with Oregon law.
- B. LPSA recognizes Believe Sports LLC, an external Non-profit sports management company, as a contracted authority designated to maintain order and operation of the La Pine Soccer Academy.

### **Section 2**

- A. The primary governing authority of LPSA shall be vested in its Executive Board which shall provide general oversight of the organization's affairs, whose power and authority shall be designated in the bylaws.
- B. Believe Sports LLC shall provide limited governance and contract administration services to LPSA as outlined in their contract. In the event that the primary governing authority fails or falls out of compliance, Believe Sports LLC may initiate proceedings to take control of the organization and appoint a new board of directors in accordance with these bylaws.

### **Section 3**

The powers and authority of the executives, board members and members shall be designated in the bylaws. Officers, board members and members will only have the authority as designated in these bylaws. They shall not violate these bylaws at any time for any reason. Violation of the Bylaws may result in removal from office, revocation of membership and repealing of decisions made in offense of the bylaws. Further should the entire board be found to be complicit in violation(s) of these bylaws Believe Sports LLC shall independently investigate the violations. If investigations show that violations were intentional and/or continuous, Believe Sports LLC will take action to correct the violations up to and including suspending the board of directors and executive board. Once suspended, Believe Sports LLC may terminate board members and hold elections to replace open positions. Believe Sports LLC will schedule an emergency membership meeting to fill positions that are vacated 30 days after the date of suspension. Believe Sports LLC will restore all operations and policies to the directives found in these bylaws prior to returning control of the organization to the board of directors and executive board.

## **Bylaw 107 - Communications**

LPSA's bylaws, policies, and governing documents shall, upon reasonable request, be made available to participants, members, board members, coordinators, committee members and executive board members. Additionally LPSA will prepare public communications to share with the community to give insight and information into the operations and governance of the organization in compliance with best practices and all applicable laws.

## **Bylaw 108 ABUSE**

LPSA does not tolerate any form of abuse including but not limited to:

Physical, Sexual, Bullying, Cyber Bullying, Hazing, Inappropriate Practical Joking, Or other behaviors that constitute an imbalance of power between any peoples either visiting or participating in any capacity at any event sponsored by LPSA. Abuse occurring outside of the purview of LPSA events and activities will be investigated and closely monitored by the discipline committee. Anyone having a history of behaviors or current behaviors of abusing others may be barred from attending LPSA functions and events at the discretion of the discipline committee. LPSA will not tolerate abuse and will not associate with people who abuse others.

All claims, or observations of abuse will be reported to the executive board of directors and immediate action will be taken to correct the situation.

## **Bylaw 109 FINANCIAL YEAR**

LPSA's financial year shall be from January 1st through December 31st.

## **Bylaw 110 RULES OF ORDER**

Robert's Rules of Order shall govern LPSA in all cases which are not governed by the bylaws, policies of LPSA or state, federal and local laws.

## **Bylaw 111 DISSOLUTION**

In the event that LPSA dissolves or becomes defunct, all assets remaining after payment of all debts and obligations shall be distributed to the La Pine Senior Activity Center to bolster their community activity and engagement programs.

# **Part II – Membership**

## **Bylaw 201 Member Definition**

### **Section 1 - Definition**

A member shall be defined as an individual who has been designated by their constituents to fill the position of member. The membership of the organization will be comprised of; team members, committee members and members-at-large. Each approved team will appoint one representative to represent them as a member. Each committee will designate one representative to represent them as a member and the membership committee will approve ten members-at-large from the community applications they receive to become members.

## **Section 2 - Term**

Membership will remain in effect until a new member is elected by their constituents, A member steps down from their position or their membership is revoked by the governance of the organization.

## **Section 3 - Selection**

Members will be selected by each constituent group (Teams, Committees and Membership Committee) annually or as necessary to ensure that all available membership positions are filled. A minimum of one documented meeting of a constituent group must be held annually and the member must be appointed by a majority vote of all constituents regardless of their presence at the meeting.

## **Bylaw 202 - Constituent Groups**

### **Section 1 - Members-at-Large**

Members-at-large will be selected from applicants in the community the Academy serves. Each community member desiring to serve as a member will submit their application to the membership committee chaired by the Sergeant at Arms. The committee will select 10 members-at-large from the community with the intention of selecting strategically positioned individuals who are well suited to assist the governing body of the organization.

### **Section 2 - Team Members**

Each Team approved by the registrar and entered into competitive scheduling in the Academy will elect one representative to represent them as a member. Team Members may not serve in any other membership or board position while they represent their team as a member of LPSA. Teams may change their representatives without notice to the board, however, they must notify their division coordinator/board member a minimum of 48 hours prior to any voting opportunity in order to have their vote counted. Division coordinators must immediately notify the executive board of any membership changes in their division.

### **Section3 - Committee members**

Each Committee chaired by a board member will hold one membership position. One member from each committee may serve as the liaison between their constituent group and the membership. Committee members may be the board member chair or they may be a different individual who is in good standing on the committee. Committee Members may only serve in one membership position and may not represent more than one committee, team or member-at-large.

## **Bylaw 203 - Membership Requirements**

### **Section 1 - In-kind Time Donation Membership Requirement**

Members are required to donate a specific amount of time to the operation of the organization.

1. Member teams will be responsible for providing a minimum of one volunteer for all sanctioned LPSA events from their constituent families and participants.
2. Members at large are required to volunteer at a minimum of 4 events for the entire event in order to maintain their member status.
3. Committee members are required to provide a minimum of one volunteer from their committee at each LPSA Event for the entire event.

Members who cannot donate time at LPSA events must find an equivalent volunteer to take their place or provide equivalent time donated to other LPSA endeavors. Each LPSA event will be equivalent to 8 hours of time. Constituent groups may combine their donated time to satisfy their membership time donation requirements.

### **Section 2 - Age and community requirements**

Members must be at least 18 years of age and associated with a participant or participating in the organization. Members may not be on probation or parole in any county in any state for any crime or pending charge. Members must maintain their good standing in compliance with all state, local, and federal laws during their membership. Members must comply with LPSA Code of conduct.

## **Bylaw 204 - Termination of membership**

Membership may be revoked in the event that one of these conditions are met:

1. A committee member does not attend 1 or more committee meetings and the committee votes to remove them as their member representative. If this occurs the committee must select a new member, and notify the secretary 24 hours prior to any voting opportunities.
2. A committee member does not attend 1 or more member meeting and the board votes to remove them
3. A team member leaves the team they are representing. If this occurs the team must elect or appoint a new member. Teams Must notify the secretary of new members at least 24 hours prior to any voting opportunities.
4. A team member does not attend 1 or more member meetings and the board votes to remove them.
5. A team holds an official meeting with minutes and  $\frac{1}{2}$  of the participants are present and a majority votes to appoint a new team member. If this occurs, teams must notify the secretary of new members at least 24 hours prior to any voting opportunities.
6. A member-at-large does not attend 1 or more member meetings and the board votes to remove them.
7. A member's conduct is called into question and the membership committee votes to revoke the membership. If this happens they will request that the constituent group elect a new member.

## **Bylaw 205 - Membership Benefits**

1. 50% Registration Fee refund on successful completion of service (Excluding Uniforms)
2. 20% off all apparel
3. Community discounts at LPSA Partner organizations
4. Official Membership card
5. 25% off ordering team/committee customized apparel
6. 25% off pictures and photo orders

Member benefits will become available for members after they have served for 30 days and contributed a minimum of 8 hours.

## **Bylaw 206 - Participants**

### **Section 1 - Definition of a Participant**

Participation in the programs of LPSA and shall be open to any youth soccer players, coaches, trainers, managers, administrators, and volunteers, including parents of any youth acting in any capacity who are not currently suspended by LPSA or any organization of which it is a member, any of LPSA's members, or by any amateur soccer organization in its territory. Participants shall have no voting rights in LPSA but may be granted membership benefits in the organization if they apply or serve in an eligible capacity.

### **Section 2 - Registration Requirements, Rights and Restrictions**

Participating youth or adults must register with LPSA through the office of the registrar prior to participating in any LPSA event or program. Only spectators are exempt from registration and have no rights under the LPSA Bylaws, however, they are still required to comply with the registered individuals code of conduct for whom they are associated. All registrants are subject to LPSA's bylaws and policies. Registering as a participant in any LPSA program constitutes an agreement by all responsible individuals to abide by these bylaws by which they are bound.

### **Section 3 - Competition and other entities**

Volunteers, administrators and referees who actively participate in LPSA sanctioned or sponsored competition through a Member, or other official entity of LPSA are subject to the bylaws and policies of LPSA.

### **Section 4 - Participant fees and discounts**

Participation dues, program fees and uniform costs for players, coaches, team managers and other volunteers are due and payable to LPSA by the member or participant, unless otherwise provided for by the Executive Board. Dues for players, coaches and team managers are due to LPSA as outlined in their registration agreement. Sponsorship and other discounts may only be applied with the consent of the executive board or a committee they assign.

## **Section 5 - Background Checks**

All adult participants in LPSA activities through LPSA or any of its Member or Affiliated clubs, including but not limited to coaches, team and academy trainers, team managers, program administrators, academy executives including all board members and academy employees, shall submit required information to LPSA through the office of the registrar for completion of a background check. The office of the registrar shall monitor background checks and report all results to the executive board. The executive board approves all background checks and submit their decisions to accept or deny participation to the office of the registrar. The registrar's office will update participant registration and notify the participant.

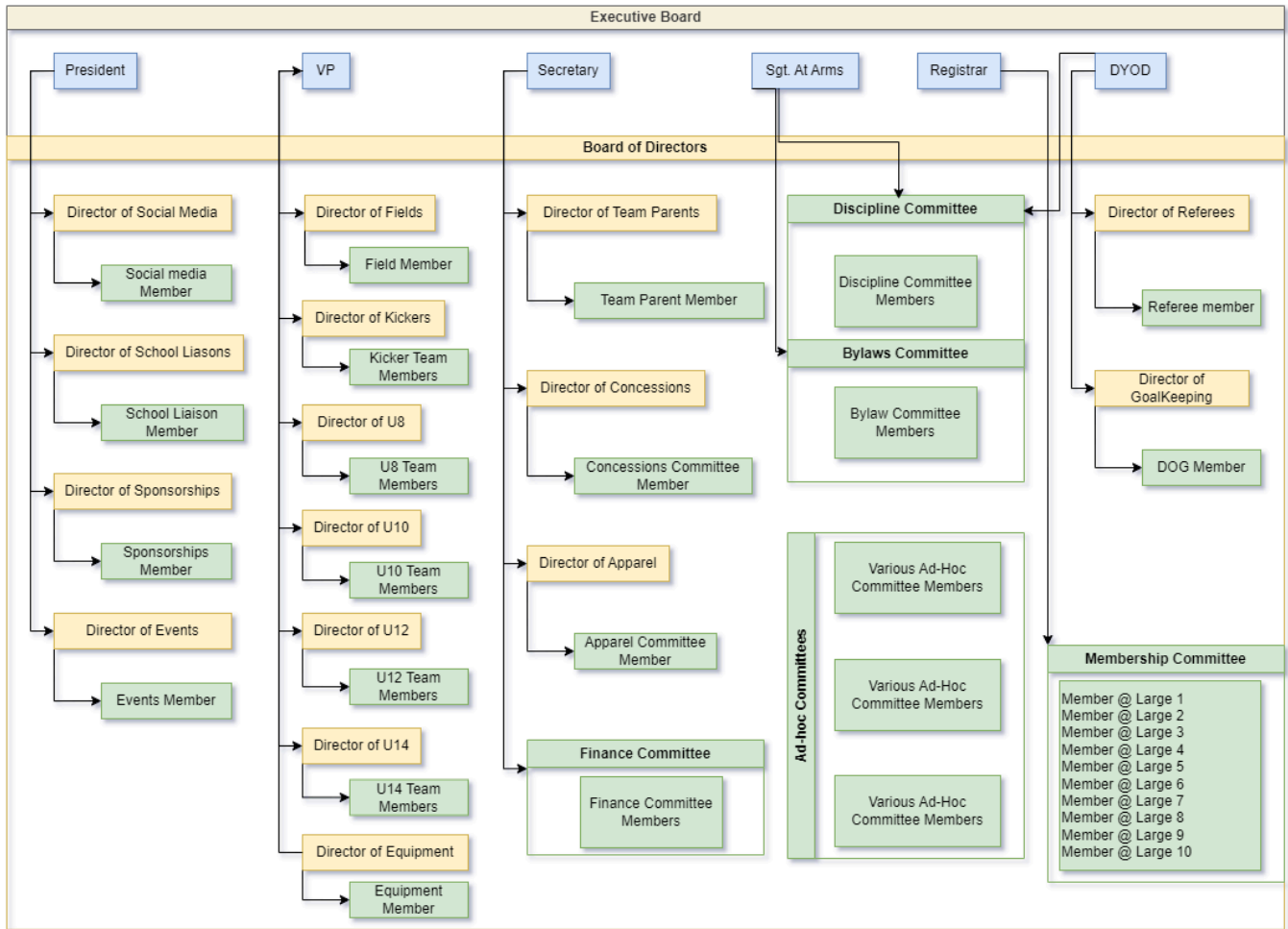
## **Section 6 - Positive Public Relations**

All participants must remain positive influences in the community and represent LPSA in a positive manner. It is important that anyone associated with the organization use internal channels to handle problems and ensure relationships are kept positive. As such anyone who is currently or has recently been engaged in negative press that has reached our local community or has engaged in a lawsuit of any kind may be restricted or barred completely from participation in LPSA. Such activities will warrant extensive review by the executive board and discipline committee to determine how serious the impact on the organization will be. A decision will be made and a letter will be sent to any participants who have been reviewed in this manner.

All LPSA public communications are required to remain positive. No participant may post or publish any communication at any time or in any way that would be viewed negatively by those experiencing it. It is recognized that when issues arise participants need a private space to handle these issues. This private space is direct communication with executive board members, or any other private and direct communication between the participants upline and the participant. Negative issues are not to be discussed on LPSA message boards or other LPSA approved communications tools where they can be read and interpreted by other participants, administrators, members of the community or the public at large. Anyone found to be negatively communicating on the public communication channels of LPSA may be given a warning or banned from participation depending on the severity and frequency of the occurrence(s).



# Part III – Organization



## Bylaw 301 - Chain of Command

As outlined in the organization chart above we will adhere to the following chain of command when decisions are required and reporting to superiors. It will be the policy of LPSA to include more communication and decision makers when possible to ensure that the intentions and wishes of the leadership are made clear to everyone under them. In the same spirit we will train and encourage all members and participants to keep lines of communication open with their leaders to ensure that our program has the best possible information to make decisions and support the community with the best quality programs possible.

## **Section 1 - President**

The president will be the leader of the organization and will have singular decision making power over all aspects of the operations of the organization when decisions are required for timeliness or emergencies. The president will answer to the executive board as a peer group.

### **Director of Social Media (DSM)**

The DSM will chair the Social media committee and directly report to the president. They will be accountable to the board of directors and the executive board.

### **Director of School Liaisons (DSL)**

The SLD will chair a committee of liaisons to the schools in the areas LPSA serves. They will report directly to the president and will be accountable to the board of directors and the executive board.

### **Director of Sponsorships (DOS)**

The DOS will chair a committee of individuals designated to assist with obtaining community sponsors for LPSA's programs and operations. They will report directly to the president and be accountable to the executive board. Additionally they will work closely with the secretary and treasurer to document community relationships and sponsors in order to maintain and improve those relationships.

### **Director of Events (DOE)**

The DOE will chair a committee to coordinate, organize, and perform all events sponsored by LPSA. They will report directly to the president and be accountable to the board of directors and executive board.

## **Section 2 - Vice President**

The Vice President will assist with the operations of the organization with special focus on the soccer programs and administration of the game. They will answer directly to the executive board of directors as a peer group. In the event that they cannot perform their duties the President will step in and assist them to perform their duties temporarily.

### **Director of Fields (DOF)**

The DOF will chair a committee of individuals designated to assist with the maintenance and operations of LPSA's field space whether rented or owned by LPSA. They will answer directly to the Vice President and will be accountable to the executive board of directors and the board of directors.

### **Director of Equipment (DEQ)**

The DEQ will administer all aspects of LPSA Provided and owned game equipment. They will chair a committee of individuals designated to assist with the equipment operations including distribution, acquisition, cleaning and maintenance as well as any other game equipment operations. They will work closely with the Director of Fields to ensure that fields are well equipped and fully operational for all LPSA events.

## **Directors of Divisions (DOD) [LK-U14 - One for Each division]**

The DOD's will consist of one director over each age division in the LPSA. They will each chair a committee consisting of the head coach of each team in their division. The DOD's will answer directly to the Registrar and the Vice President. They will be accountable to the board of directors and the executive board.

## **Registrar**

The registrar has the unique responsibility of coordinating all registration functions of the organization. They will work directly with every group as they have need, but will especially focus on the directors of divisions, their respective teams, members and participants. They will answer to the executive board of directors as a peer group. No single group will exclusively answer to the registrar but instead the registrar will provide an operational conduit to the executive board as they interact with the organization. The registrar will also chair a committee of IT administrators who will handle information technology management for the organization.

## **Secretary & Treasurer**

At this time the secretary will operate as an individual and lead the duties of the treasurer for the entire executive board. The secretary will provide organizational and operational support to the entire organization. They will report to the executive board and be responsible for organizing and maintaining their operations. The secretary will also coordinate operations for the board of directors. All directors will file information and maintain good communication with the secretary.

## **Director of Team Parents (DTP)**

The DTP will coordinate and ensure successful administration of the team parent program. They will chair a committee of all team parents (One for each official team) They will answer to the secretary and be accountable to the board of directors.

## **Director of Concessions (DOC)**

The DOC will organize all food services and sales at all LPSA events, game-days, fundraisers and functions. They will chair a committee of food servers and may include contractors or businesses in their operations. They will answer directly to the Secretary and be accountable to the board of directors.

## **Director of Apparel (DOA)**

The DOA will handle all aspects of apparel acquisition, sales and distribution including uniforms. They will chair a committee of assistants who will facilitate apparel operations during pre-season, the season and postseason. They will answer directly to the secretary and be accountable to the board of directors.

## **Youth Development Executive**

The Youth Development will administer the effective youth development skills for the organization. They will work closely with Sgt. at Arms and the VP to administer discipline and maintain order.. They will answer to the executive board of directors as a peer group. No single group will exclusively answer to the registrar but instead the DYOD will work closely with the Sgt. at Arms and VP to administer oversight to the academy.

### **Director of Referees (DOR)**

The DOR will chair a committee of referees who will be the officials during all sanctioned LPSA games, tournaments and game related events. They will answer directly to the Vice President and the Director of Youth Development. They will be accountable to the executive board.

## **Bylaw 302 Coordinator Board of Directors**

### **Section 1 - Composition**

The coordinator board of directors will be comprised of the following positions. This configuration may be adjusted by the executive board and voted into existence by a  $\frac{2}{3}$  majority vote of the board.

1. Team Parent Committee Coordinator
2. Food and Concessions Committee Coordinator
3. Kickers Committee Coordinator
4. U8 Committee Coordinator
5. U10 Committee Coordinator
6. U12 Committee Coordinator
7. U14 Committee Coordinator
8. Sponsorship Committee Coordinator
9. Apparel Committee Coordinator
10. Events Committee Coordinator
11. Field Committee Coordinator
12. Referee Committee Coordinator
13. Equipment Committee Coordinator
14. School Liaison Committee Coordinator
15. Social Media Committee Coordinator

### **Section 2 - Duties**

A coordinator / board member will manage operational aspects specific to their position. They will select committee members from the participants of the organization and be the chair of their committee. They will hold committee meetings and select a member from their committee to represent them to the membership in member meetings. They will maintain a list of their volunteers and coordinate them to ensure smooth operation of their committee and contribute to the smooth operation of all LPSA events and programs.

### **Section 3 - Elections**

A coordinator-board-member-candidate must be a member in good standing with the organization to be eligible to be a coordinator board member. Eligible candidates must attend a board meeting and make their intention to fill an available position known during the review of available positions. If the board is ready to elect a new coordinator board member a motion may be requested by the president of the board. If a second is received, the board will vote and with a successful  $\frac{2}{3}$  majority vote a new coordinator board member may be elected to the board. Once elected the new coordinator board member will assume their duties immediately and may vote on all new and old business.

New board members must register with the registrar and submit all required information to complete their background check, be identified and receive all relevant communications, accounts and access to organization information as required by their position. New board members are required to read and sign their job description at the meeting when they are elected and will be held accountable for all duties and responsibilities assigned their position once they are elected. All duties and requirements must be met prior to the next monthly board meeting.

### **Section 4. - Voting**

A coordinator board member will receive one vote during board meetings and may vote on all general agenda items. They will not be permitted to vote on the executive board agenda items. Coordinator board members will represent their committees and may not chair more than one committee. If a coordinator board member is on more than one committee they may only represent the committee they chair and will not receive any additional voting rights.

### **Section 5 - Term**

Coordinator board members will serve a 2 year term in their position and may be elected to other positions during consecutive years. Coordinator board members may only hold one board position at a time. While it is not recommended, coordinators will be allowed to coach up to 1 team, however they may not represent their team as members. Instead they must select a member from their eligible team participants.

### **Section 6 - Quorum**

Coordinator board meetings must be attended by a minimum of one fifth of the coordinator board members to conduct official business. Quorum will be measured by counting all of the executive board members who currently hold positions plus all of the coordinator board members who currently hold positions to establish the total number of board members for Quorum. Vacant board and executive board positions will not be counted for the total number of board members. The total number of board members will be divided by 5 and that number rounded up to the nearest whole number to establish how many board members must be present for a quorum.

## **Bylaw 303 EXECUTIVE BOARD**

### **Section 1 - Composition**

The Executive Board shall be composed of the following positions: President, Vice President, Secretary, Registrar, Sergeant at Arms, Director of Youth Development.

## **Section 2 - Executive Director**

The Executive Board shall evaluate the Executive Director at least annually. In the event that the executive director is not currently employed by LPSA the President of the board shall act as the executive director and may delegate duties to other members of the board. The executive director will not be a member of the board of directors or executive board. If the president is acting as the executive director they shall forgo all voting rights except in the event of a tie.

## **Section 3 - Executive Board Term**

Executive board members will serve a 3 year term from the date they are elected. Executive board members who have completed their term are welcome to run for an additional term. Once a term is completed the secretary and social media coordinator will work together to advertise the upcoming opening(s) to the board. Anybody wishing to run for an executive board position must let the secretary know 24 hours prior to the next general board meeting so they can be given time on the agenda to introduce themselves. A motion may be made to vote the candidate into a position and if a second is received the board will vote to elect. A successful vote will be a  $\frac{2}{3}$  majority vote for.

## **Section 4 - Vacancies**

Vacancies on the Board of Directors arising from the removal, resignation or departure of an incumbent shall require the President to propose a candidate to the executive board. The executive board must ratify the candidate with a majority vote. The candidate will be placed on the next agenda for the next general board meeting within 45 days. Any duties that are not currently assigned to an executive board member will fall to the president to perform or delegate. A  $\frac{2}{3}$  majority vote of the board in favor of a new executive board member is required to elect them. Elected board members will serve a normal term as prescribed in these bylaws.

Vacancies in the Board of directors caused by removal from office shall be filled in accordance with these Bylaws. The business of filling all vacancies shall be an agenda item on every board meeting until all vacancies are filled. The duties of any office that remains vacant shall be the responsibility of the president. The president may delegate these duties to other executives, however, all delegations may not directly report to the board. Only the elected executive or the president may represent the office to the board.

## **Section 3 - Executive Board Elections**

The executive board will be elected from the coordinator board of directors or incumbent executive board by a  $\frac{2}{3}$  majority vote of the board of directors. Anyone wishing to run for the Executive Board should have a minimum of one year experience on the LPSA Board prior to running for the executive board. Anybody wishing to run for an executive board position must let the secretary know 24 hours prior to the next general board meeting so they can be given time on the agenda to introduce themselves. A motion may be made to vote the candidate into a position and if a second is received the board will vote to elect. A successful vote will be a  $\frac{2}{3}$  majority vote for. If a candidate is elected to a vacant position they will immediately assume the position and have voting privileges. If a candidate is elected to a position that is being vacated by an incumbent the new candidate will assume the position they were elected to at the conclusion of the meeting in which they were elected. The incumbent will have 30 days to relinquish all aspects of the position to the newly elected executive board member.

## **Section 4 - Quorum**

Executive board meetings must be attended by at least one fifth of the executive board members in order to conduct official business. Quorum will always be rounded up to the nearest whole number. The minimum number of executive members will never be less than 2 for a quorum.

## **Section 5 - Dismissal**

An executive or director may be removed from office for failure to meet the responsibilities as described in these Bylaws, or related policies, or for otherwise acting in a manner detrimental to the interest of LPSA. Absence from two(2) consecutive regularly scheduled Board of Directors meetings without prior notification to the President or Executive Director shall be cause for termination from the board. Such suspension shall be by a two thirds majority vote of the eligible voting members of the Board. Such vote shall be in a closed hearing with at least 30 days notification to all executives and directors. An executive or director may be removed from office only by a vote of those members eligible to elect that executive or director.

## **Section 7 - Procedure for Removing an Executive**

1. An executive who is subject to removal from office will be named during a regularly scheduled board meeting and once named their removal shall be scheduled for the next regularly scheduled board meeting on the agenda. During said meeting the board may discuss removal of the executive. At such a time the executive in question will be given reasonable time to explain themselves to the board. Once the executive has been heard the board will vote to remove them.
2. Upon a successful vote to remove an executive they will immediately be asked to leave the meeting. All rights and responsibilities of their position will be stripped and the seat will be listed as vacant. Any discounts or special privileges that have been assigned to that position will be revoked and all debts incurred as a result will become immediately due.
3. If a vote to remove an executive fails the executive will remain in their position with no change except that a note will be made in the official record to record the attempt to remove the executive so subsequent attempts to remove the executive may reference these previous attempts.
4. If an executive is removed, the president may immediately offer a candidate to the board to replace the removed executive. The board is not required to act if the president does present a candidate and may instead take up to 45 days to seek additional candidates before voting on the president's appointment. Any member of the board may make a motion to appoint a candidate to an executive position during the appropriate time as prescribed by the meeting agenda. Vacant board positions MUST be on every meeting agenda until all positions have been filled.

## **Bylaw 304 Executives - Responsibilities, Authorities and Duties**

### **Section 1 - President**

1. The President shall preside at and conduct all meetings of the Executive Board, the Board of Directors, and the general membership.
2. The President shall act on behalf of any vacant executive's position, except voting.
3. The President shall appoint, subject to the approval of the Board of Directors, the chair and membership of all ad hoc committees.

4. Administrator individuals to fill temporary vacancies on the board.
5. The President shall represent LPSA at all meetings of its members, the President may delegate this to another Executive Board member.

## **Section 2 - Vice President**

1. The Vice President shall chair the LPSA Board Development Committee. The Vice President shall be responsible for the LPSA grievance, protest and appeal programs and the risk management program.
2. The Vice President shall, in the temporary absence of the President, preside at and conduct the meetings of the Executive Board, and the general membership and shall assume all responsibilities assigned to him by the Board of Directors.
3. Should the office of President become vacant, the Vice President shall succeed to the office of President, with all of the powers and responsibilities of that office, and shall remain in such office for the remainder of the President's elective term.
4. A Vice President succeeding to the office of President may run for the office of President at the next scheduled election for that office. For the purpose of term limits in Bylaw 404, Section 1, a Vice President succeeding to an unexpired term of 660 days or more shall be considered to have served a full term in office at the next election for the office of President.
5. The Vice President shall chair the referee Committee and be commissioner of games. In the event that a game commissioner is established as a staff position they will be directly under the Vice President.

## **Section 3 - Secretary**

1. The Secretary shall keep and publish an accurate record of all meetings, maintain the files of LPSA and be responsible for the preparation of the annual report.
2. The Secretary shall prepare and submit any and all papers required to meet government (local, state and federal) laws and regulations, including those related to LPSA's Articles of Incorporation and tax exempt status.
3. In the absence of both the President and Vice President, the Secretary shall preside at and conduct meetings of the Board of Directors and general membership and shall perform other duties as prescribed by the Board.
4. In coordination with the Finance and Budget Committee and the Executive Director, the Secretary shall be in charge of the financial affairs and activities of LPSA, and shall:
  - a. Keep an accurate, informative, timely and verifiable record of all monies received and disbursed by LPSA, all assets owned or controlled by LPSA and all debts owed by LPSA.
  - b. Disburse funds for authorized purposes in accordance with authorized procedures.
  - c. Prepare, or arrange for the preparation of, all federal, state, and local tax returns that the corporation is required to file.
  - d. Prepare and submit financial information and updates to the membership at membership meetings
  - e. Maintain all funds within the Association's financial accounts, including signing checks, use of debt card, depositing items, and reconciliation of funds.
5. The Secretary shall chair the Finance and Budget Committee.



## **Section 4 - Director of Youth Development (DYOD)**

The DYOD will work directly with the staff, board, coordinators and members to develop educational programs for the academy to train and grow youth skills in soccer. They will work with the staff and board to procure budget and staff the programs they develop. The DYOD will oversee teams and coaching staff to ensure that consistent and appropriate skills are being taught and are aligned with the rules, policies and regulations of the academy. The DYOD will work with the VP and the Sgt. at Arms on the discipline committee for any disciplinary issues. They will also advise the academy and the board on appropriate handling of youth related rules, regulations and policies. The DYOD will work with the VP in chairing the Referee Committee and coordinating referee activities.

## **Section 5 - Registrar**

1. Registrar shall organize and coordinate all procedures for player registration within the Registrar's jurisdiction, including, but not limited to:
  - a. Developing registration forms
  - b. Verifying and maintaining copies of player birth certificates
  - c. Registering players
  - d. Providing player passes, transfer and drop forms to coaches
  - e. Maintaining current and past copies of the academy database
  - f. Tracking refunds to maintain accurate registered player records
  - g. Providing flying forms, field registration forms and other administrative forms, as requested, to the Board and Coaches.
2. The Registrar shall, in conjunction with the Vice President, maintain a waiting list of players who desire to be placed on teams in the event of an opening on a team.
3. The Registrar shall attend annual training sessions related to the position and shall notify all appropriate parties of the due dates for all necessary registration forms.
4. The Registrar shall keep all registration documentation, which shall be deemed part of the official records of the academy and shall tender all such documents and records to the successor Registrar within 30 days of vacating their position, and shall have such other powers and perform such other duties as may prescribed by the Board of Directors or by the Bylaws.
5. The Registrar shall provide IT support and maintain all information and communications systems used by the organization. These IT systems shall consist of the following: Email systems, form and survey systems, online registration portals, other communications and information systems as prescribed by the board of directors and as needed by the organization. Further the Registrar shall chair a committee of IT administrators who are tasked with supporting the organization's information systems. This committee shall oversee and administer the cyber security and information integrity of the organization. In compliance with best practices and local, state and federal laws.

## **Section 6 - Sergeant At Arms**

1. The Sergeant at Arms shall administer and keep the records of the bylaws of the organization. All enforcement of these bylaws shall be governed by the Sergeant at Arms. The Sergeant at Arms may at any time inform the board of directors of violations and take steps to remedy the situations that arise. The Sergeant at Arms may not summarily dismiss or remove anyone from their position on the board of directors, or from the organization's staff. Instead they will prepare a case for the violation and present it at the next scheduled board meeting. At such time

discussion may be made and motions to correct the violation and take action based on the Sergeant's case. Any disciplinary action will require a majority vote of the board.

2. The Sergeant at Arms will chair a disciplinary committee responsible for handling disciplinary issues which arise in the organization's membership. This will include all red cards issued and any game card grievances or continued behavioral concerns among the organization's members and participants. Such concerns must be reported to a member of the committee to be added to the next committee meeting agenda. The disciplinary committee shall not handle any issues concerning the organization's board, executive board or their families as this will present an opportunity for gossip and spread dissension in the organization. Additionally the committee shall not handle any issues related to the organization's employees or staff. These issues will be handled by the appropriate human resources department or during a closed session of the executive board.
3. The Sergeant at Arms shall chair the bylaws committee. This committee shall be responsible for updating and maintaining the bylaws in accordance with state, federal and local regulations. In addition they shall collect and maintain information regarding the effectiveness of the bylaws and make recommendations as to how the organization's bylaws may be adjusted to better meet the needs of its constituents. The bylaws committee shall meet at least once per year to update the bylaws and approve the draft for the year. Once the draft has been approved by the bylaws committee it will be submitted by the Sergeant at Arms to the executive board of directors for review. The executive board will approve the draft and add it to the next board meeting as an agenda item to be officially adopted. Once the board adopts a bylaw revision the secretary will submit it to the official record and all appropriate governing bodies. They will also make the bylaw revisions public and maintain a record of all previous versions so that changes over time are clearly understood.

## **Bylaw 305 Team Members**

### **Section 1. - Team Members:**

A team will consist of coaches, players, parents, and assistant coaches. Each team will hold one member seat and be eligible to vote in member meetings and participate in all votes held online or through other media.

Members must be reported to the secretary at least 24 hours prior to any voting deadlines to be eligible to vote. If a member fails to attend a meeting or cast a vote their membership will be reviewed by the membership committee and may be put on the next board meeting agenda for termination. Teams may select a new member at any time.

Member benefits will become available for members after they have served for 30 days and contributed a minimum of 8 hours.

## **Bylaw 306 Members at Large, Liaisons & Contracted advisors**

### **Section 1 - Definitions**

Members at large are defined as trusted community members who apply for membership in the organization. They must maintain good standing and pay dues as prescribed by the organization. Members at large positions will be limited to 10. However, the membership committee may interview and hold applications in reserve to quickly fill seats that become available.

Liaisons are defined as influential members of other organizations in the community who receive membership in the La Pine Soccer Academy in order to facilitate communication and build positive relationships between both organizations. Liaisons may be members of a committee or hold full membership as a member-at-large.

Contracted Advisors are defined as paid or unpaid contractors who volunteer or sell their time or services to the La Pine Soccer Academy in order to assist with key decision making. These contractors may be professionals licensed or unlicensed and will be appointed by the board of directors as needed. Contracted advisors may be members with full membership rights or simply advisors to the board depending on how their contract is written. Paid, contractor, members must recuse themselves from any voting activities which could be construed as a conflict of interest.

## **Bylaw 307 COMMITTEES**

### **Section 1 - Executive Committees**

LPSA has the following standing executive committees:

1. Finance & Budget Committee (Chaired by the Secretary)
2. Bylaws Committee (Chaired by the Sergeant at Arms)
3. Referee Committee (Chaired by the Vice President)
4. Membership Committee (Chaired by the Sergeant at Arms)
5. Disciplinary Committee (Chaired by the Sergeant at Arms)

### **Section 2 - Coordinator Committees**

Each coordinator board member will be responsible for chairing a committee to perform the duties assigned to them in their position.

### **Section 3 - Ad-Hoc Committees**

During an executive board meeting the president may call for a motion to create an Ad-Hoc Committee. If a second is received the executive board may cast a majority vote to create a new committee. Such committees will only serve for a limited time and committee chair persons will not become board members. Ad-Hoc Committees may be established as full committees and new board positions created for their chairpersons only if a  $\frac{2}{3}$  majority vote is cast in favor by the board of directors.

## **Part IV – Meetings**

### **Bylaw 401 GENERAL MEMBER MEETING(S) (GMM)**

#### **Section 1 - Schedule**

LPSA's members shall meet at least once each year and may meet at other times as directed by the Board or upon petition by at least one-third of the members.

The General Member Meeting (GMM) of LPSA shall be held not later than June 30. Written notification to all members shall be made at least 30 days prior to an GMM and shall include an agenda.

#### **Section 3 - Business**

The order of business at an GMM shall be set by the Executive Board. But will include relevant voting, information gathering, surveying and general information to be conveyed.

#### **Section 4 - Voting**

Each member, each member of the Board of Directors and each executive board member shall be entitled to one vote. Voting by proxy shall not be allowed, however, members may attend via virtual meeting platforms as prescribed by the board of directors. Only members in good standing shall be entitled to voting privileges. No person shall represent more than one voting entity. The President of LPSA shall vote only in accordance with Roberts Rules of Order.

#### **Section 5 - Quorum**

A quorum of the GMM shall consist of one-fifth of the eligible voting members.

#### **Section 7 - Information sharing**

Actions and policies adopted by the Executive Board shall be reported to the membership at the GMM immediately following the adoption. And will consist of all votes and results approved to share with the membership. Private or restricted information will not be shared.

## **Part V - Financial**

### **Bylaw 501 FINANCIAL RESPONSIBILITY**

#### **Section 1 - Responsibilities**

LPSA shall neither assume nor be liable for debts and/or financial responsibilities, either implied or incurred, of any player, coach, manager, team assistant, referee, administrator, or other official from any member team, member club, league, or other organization.

#### **Section 2 - Indemnification**

Directors, executives, and other officials shall be indemnified by LPSA against all reasonable costs, expenses, and liabilities incurred by or imposed upon them in connection with or resulting from any claim, action, suit, proceeding, investigation, or inquiry of whatever nature in which they may be involved as a party or otherwise by reason of their being or having been directors, executives, or other officials of LPSA. This shall be true whether or not they continue to be such directors, executives, or other officials of LPSA at the time of the incurring or imposition of such costs, expenses, or liabilities, except in relation to matters to which they shall be finally adjudged in such action, suit, proceeding, investigation, or inquiry to be liable for willful misconduct or willful neglect toward LPSA in the performance of their duties as such directors, executives, or other officials. As to whether or not directors, executives, or other officials were liable by reason of willful misconduct or willful neglect toward LPSA in the performance of their duties as such directors, executives, or other officials, in the absence of such final adjudication of the existence of such liability, the Board and each director may conclusively rely upon an opinion of legal counsel, such opinion to be preceded by an open hearing held in accordance with principles of due process, selected by or in the manner designated by the Board. The foregoing right to indemnification shall be in addition to and not in limitation of all other rights to which such person may be entitled as a matter of law and shall inure to the benefit of the legal representation of such person.

## **Part VI – Grievance, Protest, and Appeals**

### **Bylaw 601 GRIEVANCES, PROTESTS, AND APPEALS**

#### **Section 1 - Procedures**

LPSA's policies shall specify procedures for handling protests and appeals in accordance with the principles of due process: hearings shall be duly called, publicized, and held; all parties shall have a chance to be heard; and all rules will be fairly and evenly applied.

#### **Section 2 - Violations**

Only violations of the bylaws and policies of LPSA and organizations of which LPSA is a member, including the right of individuals to participate and compete, misapplication of the "Laws of the Game," violation of member clubs' bylaws or policies, or violation of league rules and/or regulations, shall be proper subjects to be considered for action.

## **Section 3 - Hearings**

LPSA 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 of LPSA and organizations of which LPSA is a member, may be appealed to LPSA and, to the extent provided under the bylaws and policies of any such organization, to that organization. LPSA and any such organization having jurisdiction on appeal may approve, modify or reverse a decision.

## **Bylaw 602 HEARING PROCEDURES**

### **Section 1 - Rights**

In all hearings conducted under these bylaws, the parties shall be afforded:

1. Notice of the specific charges or alleged violations in writing and possible consequences if the charges are found to be true
2. Reasonable time between receipt of the notice of charges and the hearing within which to prepare a defense
3. The right to have the hearing conducted at a time and a place so as to make it practicable for the person charged to attend
4. A hearing before a disinterested and impartial body of fact-finders
5. The right to be assisted in the presentation of one's case at the hearing
6. The right to call witnesses and present oral and written evidence and argument
7. The right to confront witnesses, including the right to be provided the identity of witnesses in advance of the hearing
8. The right to have a record made of the hearing, if desired
9. A written decision, with reasons for the decision, based solely on the evidence of record, issued in a timely fashion

### **Section 2 - Private Records**

No hearing evidence, decisions or proceedings of any kind will be made public. Records of hearings and all evidence shall be kept by LPSA as a private record to be furnished only if required to do so by a governing body following due process. Decisions resulting from a hearing will be enforced but not explained publicly except in the most discriminant way offering the least amount of explanation possible to maintain public relations. Hearing attendance is by invitation only and will be carefully controlled by the Sergeant at Arms. All hearing participants will be required to sign a non-disclosure agreement prior to the hearing and violations of such an agreement will be prosecuted civilly. The names, and full contact information will be provided for every person in attendance of a hearing as to ensure that proper service of claims may be performed.

## **Bylaw 603 MEDIATION**

LPSA recommends and will provide appropriate mediation for the resolving of conflicts and disputes related to grievances, protests and appeals. These processes will be governed by a grievance committee chaired by the Sergeant at Arms.

## **Bylaw 604 EXHAUSTION OF REMEDIES**

### **Section 1 - Courts**

No member or participant of LPSA, be it an official, league, member club, team, player, coach, administrator, or referee may invoke the aid of the courts in the United States (Federal or State) without first exhausting all available remedies within LPSA and organizations of which LPSA is a member.

### **Section 2. Violations of Section 1**

For violation of this bylaw, the offending party shall be subject to suspension and fines, and shall be liable to LPSA for all expenses incurred by LPSA, its executives, directors and members in defending each court action, including but not limited to the following:

- a. Court costs
- b. Attorney's Fees
- c. Reasonable compensation for time spent by LPSA officials and employees in responding to and defending against allegations in the action, including responses to discovery and court appearances
- d. Travel expenses
- e. Expenses for holding special LPSA meetings necessitated by court action
- f. Child care
- g. Compensation for lost work or inability to work
- h. Damage to reputation cause by such actions

### **Section 3.**

All individuals associating with LPSA must comply with this Bylaw 604 and is binding on its members and participants.

## **Part VII – Policies**

### **Bylaw 701 GENERAL POLICIES**

LPSA shall prescribe general policies concerning administrative operations.

### **Bylaw 702 POLICIES RELATED TO THE GAME**

LPSA shall prescribe policies related to the game that include, but are not limited to: competition, recreation, team formation, discipline and referees. These policies will be the responsibility of the vice president or his commissioner and shall be approved by the board of directors prior to going into effect.

Approved and accepted by the Executive Board on February 22, 2024 as the founding bylaws of La Pine Soccer Academy.

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Travis M Tarter, President

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Date

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Steve Oldham , Vice President

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Date

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Mary Winford, Secretary

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Date

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Jesse Nikolauson, Registrar

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Date

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Morris Brison, Sergeant at Arms

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Date

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Mark Trappr, Director of Youth Development

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Date