

STATE CONSTITUTION

OF THE KENTUCKY SOCCER ASSOCIATION

ARTICLE I

Name

The name of this organization shall be the KENTUCKY SOCCER ASSOCIATION (Hereinafter referred to as K.S.A.)

ARTICLE II

Statement of Purpose

The purpose of this association shall be to promote, foster and perpetuate the game of soccer on the adult level in the state of Kentucky. This association shall exercise complete governmental control of said game except in those matters reserved by the United States Soccer Federation and the Kentucky Youth Soccer Association.

ARTICLE III

Affiliation

This association is affiliated with the United States Soccer Federation (U.S.S.F.) and consequently with the Federation Internationale De Football Association (FIFA) and shall recognize the superseding authority of the U.S.S.F. for those matters which are covered by U.S.S.F. articles of incorporation, bylaws, policies, requirements, and rules.

ARTICLE IV

Territory

The territory governed by this association shall be the legal state boundaries of the state of Kentucky.

ARTICLE V

Headquarters

The headquarters of this association shall be within its territorial boundaries as defined in Article IV above. The location of the headquarters shall be at a place decided by the voting members of this association (hereafter referred to as the council).

ARTICLE VI

Colors

The representative colors of this association shall be Blue and Gold.

ARTICLE VII
Membership

Section 1 Members

This association shall consist of such clubs, leagues and associations in good standing with the United States Soccer Federation with headquarters in the state of Kentucky. Every club, league and association playing soccer in the state of Kentucky who is not a member of this association or of the United States Soccer Federation or one of its affiliated organizations shall be deemed unaffiliated. Members of the K.S.A. shall not, without the written consent of the board of directors, have any relationship whatsoever with such unaffiliated organizations.

Section 2 Member Class

Membership in this association shall be in one of two classes, provisional or full.

Section 3 Provisional Member

A provisional member is one which has not been accepted into this association by the council, but which has been accepted into membership by its district council and the board of directors. It enjoys all the rights and privileges and bears all the obligations of full members except as herein proscribed. Provisional membership is terminated at the next annual general meeting immediately following the provisional members date of affiliation.

Section 4 Full Member

A full member is one which has been accepted into this association by the Council at the annual general meeting.

Section 5 Application for Membership

Any properly constituted club, league or association playing soccer in the state of Kentucky, who is playing in accordance with the rules of the game as specified by the United States Soccer Federation, may apply for membership in this association.

Section 6 Written Application

Application for membership must be made in writing by the duly authorized agent of the applicant and must be directed to the association secretary. The application must be accompanied by the payment of annual dues as herein provided which, if membership is refused, shall be refunded; three (3) correct and certified copies of the constitution, by-laws and rules under which the applicant, if a league or association, has decided to operate; and a statement of such information which the association may require on a form or forms which shall, upon request, be supplied by the association secretary.

Section 7 Qualifications and Acceptance

The Council shall have final authority to determine the qualifications of and to accept or reject any applicant for Full Membership in this association.

Section 8 Annual Dues

Annual dues for membership in this association shall be payable in advance at the time of application for membership. When a club, league or association is a member of this association, payment shall be made before December 31.

Every club, league or association directly affiliated with this association shall pay annual dues as periodically determined by the Council.

Section 9 Failure to Pay Dues

The failure of any member to pay annual dues as herein provided shall cause immediate forfeiture of membership without legislative formality.

Section 10 Extra Territorial Clubs

Any club domiciled outside the territory herein defined wishing to affiliate with this association shall be permitted to do so at the discretion of the Board of Directors, providing that they are in good standing with and have consent of their own State Association and the United States Soccer Federation. All players must be registered in the state in which they reside.

Section 11 Extra Territorial Clubs and Leagues

Any league or association which is affiliated to or applies for affiliation to this association, who desire to include in its competition any club domiciled outside the territory of this association may do so providing that this is approved by this association and by the State Association in which the club is domiciled. All players must be registered in the state in which they reside.

Section 12 Acceptance of Membership

Every club, league and association which accepts membership in this association thereby agrees for itself, its subordinate and affiliated organizations and all persons who constitute it and such subordinate and affiliated organizations to recognize the administrative jurisdiction and to accept, support and adhere to the regulatory authority of this association, as herein provided and as it may hereafter be formulated by such rules and regulations, alterations of and amendments to the constitution and by-laws which this association may from time to time enact. Each applicant when accepted for membership shall be presented with three (3) true and correct copies of the constitution and by-laws of this association.

ARTICLE VIII
Government

This association and its members shall be governed by its constitution and by-laws as presently constituted or as these may from time to time be amended and/or altered, and by such rules and regulations which may from time to time be passed by the Council, except where these rules conflict with or are supplemented by the constitution, by-laws and rules and regulations of the U.S.S.F. which take precedence over and

supersede the governing documents and decisions of the State Association and its members.

ARTICLE IX
Legislative and Judicial Powers

Section 1 Council

The legislative and judicial powers of this association, except those which are herein otherwise delegated, shall be vested in a Council consisting of the duly elected or appointed representatives from each Full Member league or association consisting of four (4) or more clubs in active scheduled competition.

4 - 10 teams in league	1 delegate
11-20 teams in league	2 delegates
21-30 teams in league	3 delegates
31- or more teams in league	4 delegates

A delegate is defined to mean a representative of the league.

Section 2 Right to Vote

In all matters which are properly presented to the Council, each representative shall have the right to cast one vote, and in the absence of any representative or during his incapacity, that right shall vest immediately in his alternate representative. The President shall have no vote except in the case of a deadlock of any issue in the Council, in which case it shall be his duty, or in his absence or incapacity, the duty of the Vice President to cast a deciding vote. Outgoing officers may not vote in the election at the annual general meeting unless they are a bona fide representative of a league.

In the absence of both the President and the Vice President, the Treasurer and the Secretary shall, in that order, ascend to the chair. In either case, the voting limitations applicable to the office of President shall apply.

Section 3 Majority Vote

The majority of the voting power present shall be necessary to decide affirmatively any issue which is presented to the Council, except in the case of amendment to the constitution and by-laws as hereinafter provided.

Section 4 Representatives and Alternates

Every league and association entitled thereto, shall present the credentials of its duly authorized representatives and alternate representatives at the annual meeting of this association. Changes in a given league or association's representation occurring after the annual meeting and during a current term shall be submitted in writing to the District Council and Board of Directors no later than the next regular meeting following the date of the change.

Every league and association which is organized and is accepted as a member of this association after an annual meeting and during a current term, entitled thereto, shall present the credentials of its duly authorized representatives and alternate representatives at the regular meeting of the District Council and Board of Directors next following the date of the membership grant.

No person shall at the same time represent more than one league or association or part thereof. An alternate representative shall have rights equal to those of his respective representative, except the right to vote which shall be vested in him only in the absence of or during the incapacity of his respective representative. When a representative is elected to the office of President, thereby relinquishing his original status, the organization which he represented shall in the regular manner name his successor.

Section 5 Jurisdiction

This association shall have jurisdiction over all leagues, associations, clubs, officials, and players affiliated herewith and over all juvenile matters connected with soccer which it or any one or more of its subordinate and affiliated organizations, or parts of persons thereof undertake.

Section 6 Council Duties

The Council shall elect the officers of this association; make changes in the Constitution and By-Laws; approve the annual budget; vote into Full Membership applicants for membership who are Provisional Members or new members; ratify any redistricting proposed by the Board of Directors; and conduct additional business at the annual general meeting as deemed appropriate by the Board of Directors.

Section 7 Council Powers

The Council shall have power to ratify, alter, or reject decisions and policies of the Board of Directors or any other committee or of any person, except in those cases herein provided.

Section 8 District Council

This Association shall be divided into Districts as determined by the Board of Directors and shall consist of member leagues or organizations, Provisional or Full, as assigned by the Board of Directors.

The District Council shall consist of a District Commissioner and Alternate District Commissioner and delegates of the district members who are the Council representatives of that member organization.

Section 9 District Council Duties

The District Council shall elect its District Commissioner and Alternate District Commissioner at the Annual General Meeting; except or reject Provisional Members from its district; approve any committee appointments in its district; act as the conduit of

information to its member organizations; and conduct other district business at designated meetings called by the District Commissioner.

Section 10 District Council Right to Vote

In all matters which are properly presented to the District Council, each delegate shall have the right to cast one vote, and in the absence of any delegate or during his incapacity, the right shall vest immediately in his alternate delegate. The District Commissioner shall have no vote except in the case of a deadlock on any issue in the District Council, in which case it shall be his duty to cast a deciding vote.

Section 11 District Council Majority Vote

The majority of the voting power present shall be necessary to decide affirmatively any issue which is presented to the District Council.

Section 12 District Representative and Alternates)

Every league and association entitled thereto, shall present the credentials of its duly authorized representatives and alternate representatives at the annual meeting of this association. Changes in a given league or association's representation occurring after the annual meeting and during a current term shall be submitted in writing to the District Council and Board of Directors no later than the next regular meeting following the date of membership grant.

Every league and association which is organized and is accepted as a member of this association after an annual meeting and during a current term, entitled thereto, shall present the credentials of its duly authorized representatives and alternate representatives at the regular meeting of the District Council and Board of Directors next following the date of membership grant.

No person shall at the same time represent more than one league or association or part thereof. An alternate representative shall have rights equal to those of his respective representative, except the right to vote which shall be vested in him only in the absence of or during the incapacity of his respective representative. When a representative is elected to the office of President, thereby relinquishing his original status, the organization which he represented shall in the regular manner name his successor.

Section 13 Board of Directors

The Board of Directors of this association shall consist of the elected Officers and the District Commissioners.

Section 14 Board of Directors Duties

The Board of Directors shall, except in matters otherwise delegated or reserved, transact all the business of this association directly or by delegation of its authority to such person whom it may from time to time designate.

The Board of Directors shall enforce the laws of the game and the Constitution, By-Laws and other rules of this association and that of the United States Soccer Federation.

The Board of Directors shall also approve or reject applicants for Provisional membership upon proper presentation and recommendation of the District Commissioner; re-evaluate and re-define, if necessary, district boundaries and/or the number of districts; determine in which district member organizations shall belong, all of these subject to final approval by Council.

The President of this association shall automatically be the representative to the National Senior Council and except for any unforeseen circumstances shall be this association's delegate to the United States Soccer Federation's annual general meeting and to the regional meetings. If the Board of Directors desires, it may appoint added delegates to each of these meetings to the limit allowed by U.S.S.F. rule number 202.

The Board of Directors shall sit as an appellate judicial body for the determination of all appeals from the decisions of its subordinate and affiliate organizations and its decisions of the U.S.S.F.

Section 15 Board of Directors Powers

The Board of Directors shall have power to ratify, alter, or reject decisions and policies of any committee or of any person, except in those cases herein provided or which may be specified from time to time to the contrary by action of the Council; to institute and operate cup competitions; to arrange and stage soccer games of any nature whatsoever in its own name, and to that end, it may marshal the support of any or every member of this association and/or its or their subordinate and affiliate organizations and personnel; to create and manage or to create and to delegate the management under its direction to others of an injured players' fund and/or any organization whatsoever which it may deem expedient for the welfare of the game of soccer in the territory over which this association has jurisdiction; to require the production of such papers, books, documents, and accounts as it may from time to time require of its members and/or their subordinate and affiliated organizations and personnel; to investigate and to correct or demand to be corrected unfavorable conditions which may develop in the organizations of its members and/or subordinate and affiliated organizations thereof; to suspend, expel and/or impose such fines or penalties upon any club, league or association and/or person under its jurisdiction guilty of violation or breach of the rules of the association or soccer football as promulgated by the United States Soccer Federation, Incorporated, and of the constitution, by-laws and regulations of this association or any of its affiliated organizations; to settle disputes between two or more members of this association; to hear all cases of misconduct of players, officials and/or persons affiliated with this association when two (2) or more of its subordinate and affiliated organizations are concerned, or when it has direct jurisdiction, or when the alleged offense in any case is an assault upon any official and after such hearing if such person is or persons are found guilty, to impose such fine and/or penalty as it may deem proper; and to enforce the purpose for which this

association was organized; and in all matters of controversy its decisions shall be final, subject nevertheless, to appeals and to decisions of the United States Soccer Federation.

Section 16 Board of Directors Right to Vote

In all matters which are properly presented to the Board of Directors, each Officer and District Commissioner shall have the right to cast one vote. Officers may not vote in elections at the annual general meeting.

Section 17 Board of Directors Majority Vote

The majority of the voting power present shall be necessary to decide affirmatively any issue which is presented to the Board of Directors.

ARTICLE X
Officers

Section 1 Officers

The officers of this association shall be a President, Vice President, Secretary and Treasurer, who shall be elected by ballot at the Annual General Meeting to serve for the term on one (1) year or until their successors have been elected.

All officers of this association shall be elected by majority vote of Full Member delegates who are present.

An officer of this association shall not also be a District Commissioner or Alternative District Commissioner.

Section 2 Election Requisite

It shall be necessary for any person to be elected to any office to receive a majority of votes cast by the league representatives of the Council. For the purpose of elections, the Officers of the Council shall not vote.

Section 3 President's Duties

The President shall preside at all meetings of this association; appoint all committees and commissioners, subject to approval by the Board of Directors; enforce the constitution, by-laws and such rules and regulations which may be enacted by the Board of Directors; call such meetings as herein provided to be called; cast a deciding vote on all issues at any meeting of the Council; supervise the affairs of this association; sign all warrants for the payment of monies with the Secretary when the same are duly authorized by the Board of Directors; sign all contracts and documents of this association with the Secretary when the same are duly authorized by the Board of Directors and Council; act as Chairman of the Executive Committee which may be created by the Board of Directors to perform such duties as the Board of Directors may determine, and which shall consist of the officers of this association; and perform such other duties as the Board of Directors may from time to time direct.

Section 4 President's Powers

The President shall have the power to call special meetings of this association upon two (2) days written notice to all concerned to act as an ex-officio member of all committees; and he shall have such other powers which the Board of Directors may from time to time vest in him.

Section 5 Vice President

The Vice President shall perform all the duties and exercise all the powers of the President during his absence or incapacity.

Section 6 Secretary

The Secretary shall keep a record of all proceedings of this association; sign with the President all contracts and other documents of this association which are authorized by the Board of Directors; and in the fulfillment of these duties to exercise requisite authority; and perform such other duties as the Board of Directors may from time to time direct.

Section 7 Treasurer

The Treasurer may be required to be bonded in the discretion of the Board of Directors, such bond costs to be borne by the Board of Directors; shall deposit all monies in the name of this Association with a depository which shall be designated by the Board of Directors; execute receipts for such monies which are paid to him; keep the financial accounts; liquidate all bills against the association, after the same have been approved by the Board of Directors and after he has received properly executed warrants for that purpose; report the state of the finances of the association at the close of every meeting and whenever required to do so by the President or by the Board of Directors; to submit a complete statement of accounts in writing to the Council at the annual meeting; and perform such other duties as the Council may from time to time direct.

Section 8 Absence

Any officer who is absent without excusable cause three (3) consecutive meetings, or for any reason, a total of five (5) meetings of the Board of Directors shall thereby forfeit, without additional formality, his right to hold his respective office for the unexpired term.

Section 9 Removal from Office

An officer of this association shall be removed from office by a two-thirds (2/3) majority of the entire voting power of the Board of Directors.

Section 10 Vacancies

In the event that a vacancy occurs in any office, the Board of Directors shall fill the vacancy at once in the same manner as herein prescribed for the election of officers at the annual meeting.

ARTICLE XI

District Commissioners or Alternate District Commissioners

Section 1 District Commissioner

Each District, as represented by its District Delegates, shall elect a District Commissioner and Alternate District Commissioner by majority vote at the Annual General Meeting, preferably from the District membership. Each District Commissioner and Alternative District Commissioner shall serve for the term of one (1) year. A District Commissioner or Alternate District Commissioner shall not also be an officer of this Association.

Section 2 District Commissioner Duties

The District Commissioner shall preside at all district meetings; serve as liaison between his district membership and the Board of Directors; seek out and develop new member organizations in his district; submit new applicants for membership to the District Council and the Board of Directors; serve as an advisor to new member organizations; attend member organization meetings in his district as requested and as he is able to; appoint district committees and notify the association Secretary; submit district report at each Board of Director's meeting; and represent his district on the Board of Directors.

Section 3 District Commissioner Powers

The District Commissioner shall have the power to call special meetings of his district upon two (2) days written notice to all concerned; and shall have such other powers which the Board of Directors may from time to time vest in him.

Section 4 Alternate District Commissioner

The Alternate District Commissioner shall perform all duties and exercise all the powers of the District Commissioner during his absence or incapacity.

Section 5 Removal from Office

A District Commissioner or Alternate District Commissioner shall be removed from office by two-thirds (2/3) majority of the entire voting power of the Board of Directors or two-thirds (2/3) majority of the entire voting power of delegates from his district.

Section 6 Vacancies

In the event a vacancy occurs in the position of District Commissioner, the Alternate District Commissioner shall fill the vacancy until the completion of the term.

In the event a vacancy occurs in the position of Alternate District Commissioner the district representatives shall immediately hold an election to fill the vacancy.

In the event vacancies occur in both positions at the same time (District Commissioner and Alternate District Commissioner), the Board of Directors shall fill the vacancies at once by appointments, until that district can meet to elect successors as prescribed for the election of District Commissioners and Alternate District Commissioners. This meeting is to be called and chaired by the President of this Association.

ARTICLE XII **Meetings**

Section 1 Council Meeting

The annual general meeting of this association shall be held on the third Sunday of July. The location to be decided for the following year at each annual general meeting.

Section 2 Board of Director's Meeting

Regular monthly meetings of the Board of Directors shall be held on a specific day each month, to be determined by each new Board of Directors, at a place determine by the President.

Section 3 District Council Meeting

District Council meetings shall be held once a month on a specific day each month as determined by each District Council, at a place determined by each District Commissioner.

Section 4 Special Meetings

Special meetings of this association may be called at any time by the President or upon written demand of three (3) or more representatives, not from the same member association, upon the President in which case a meeting shall be called by him within one (1) week of such demand.

Section 5 Written Notice

In the case of all special meetings, a two (2) days' written notice shall be sent to all member associations concerned.

Section 6 Fine and Absence

An association or league which fails to be represented by at least one (1) of its designated representatives or alternate representatives at any meeting shall be fined an amount to be determined by the Council.

Section 7 Robert's Rules

All meetings of this association shall be conducted in accordance with the latest edition of Robert's Rules of Order.

ARTICLE XIII

Quorum

The presence of a majority of voting power shall constitute a quorum to transact business at any meeting of this association.

ARTICLE XIV

Amendments

Section 1 Vote Required

The constitution of this association may be amended by a vote of two-thirds (2/3) of the entire voting power of Full Members at the Annual General Meeting.

Section 2 Who Can Make Amendments

Any proposals or motions to amend the Constitution of this association may be made by Full Member organizations and the Board of Directors.

Section 3 Advance Notice

Any proposals or motions to amend the Constitution of this Association must be made in writing to the Secretary sixty (60) days in advance of the Annual General Meeting and these proposals or motions shall be sent in writing to each Full Member and Provisional Member thirty (30) days in advance of the Annual General Meeting.

ARTICLE XV

Fiscal Year Budget

The Board of Directors shall prepare a proposed budget for the next fiscal year. This proposed budget shall be presented to the Council at the Annual General Meeting for adoption. Copies of the proposed budget shall be sent to all Full and Provisional Members thirty (30) days in advance of the Annual General Meeting. Budget approval must be carried by a majority affirmative vote of the voting delegates attending the Annual General Meeting.