CONSTITUTION OHIO SOUTH YOUTH SOCCER ASSOCIATION

ARTICLE I NAME

The name of the organization shall be the "Ohio South Youth Soccer Association. Inc." (OSYSA). The Association shall be a state chartered, non-profit, educational corporation and an IRS 501 (c) 3 organization.

ARTICLE II PURPOSE

A. The purpose of OSYSA is to organize and promote recreational and competitive youth soccer programs, clubs, leagues, associations. and societies for youth up to and including those nineteen years of age; to encourage good sportsmanship and fair play of all the participants therein; to offer programs for teams to participate in National and International competitions and National Championships; and to offer a program under the approval of US Youth Soccer and US Soccer for the development of individual players for State, Regional, and National teams and development camps that will lead to their selection on teams to represent the United States in the Olympics. Pan American Games, and other National and International competition as required.

B. This Association achieves its purpose by (1) encouraging the development of leagues, clubs, associations, organizations, and programs so that soccer is made available to youth in all levels of competition; (2) encouraging the development and practice of good sportsmanship; (3) developing the principles of fair play; (4) building good character; (5) promoting the growth of soccer; (6) instructing, training and educating players, coaches, and referees to develop and improve their capabilities; (7) operating the Olympic Development Program within the boundaries of OSYSA for US Youth Soccer and US Soccer.

C. In no event shall the income or property of OSYSA incur to the benefit of any private individual.

ARTICLE III BOUNDARIES

A. The boundaries of OSYSA shall be the Ohio state line in the south, east and west. In the north, the boundary line shall be the northern boundary of the counties of Mercer, Auglaize, Logan, Marion. Delaware, Licking, Muskingum. Guernsey and Monroe. This is the agreed portion of the State of Ohio.

B. The boundaries may be changed with the agreement of US Youth Soccer. OSYSA and any other state association involved in the boundary adjustment.

C. OSYSA shall be divided into four districts. District One includes the counties of Hamilton, Clermont, Butler, Warren, Clinton, Highland, Adams, and Brown. District Two includes the counties of Preble, Montgomery, Greene, Clark, Champaign, Logan, Shelby, Darke, Mercer, Auglaize, Fayette, and Miami. District Three includes the counties of Union, Marion, Muskingum, Perry, Hocking, Pickaway, Madison, Delaware, Licking, Franklin, Ross and Fairfield. District Four includes the

counties of Scioto, Lawrence, Gallia, Meigs, Athens, Washington, Jackson, Vinton, Pike, Monroe, Noble, Guernsey, and Morgan.

ARTICLE IV AFFILIATION

This Association shall be affiliated with US Youth Soccer and through such affiliation shall be affiliated with US Soccer.

ARTICLE V MEMBERS

A. Membership in OSYSA shall consist of properly constituted youth soccer leagues or associations. All leagues and associations must submit a written application for membership. The Board of Directors must approve, by majority vote, all applications.

B. Annual membership dues for this Association shall be $25.00 for member leagues and associations. All annual membership fees shall be due and payable before registration cards are issued to teams sponsored by member associations or playing with member leagues.

C. Each member league or association shall retain its own autonomy, but will adhere to the Constitution and Rules of OSYSA in all matters pertaining to interstate, regional, national, and international competition, or in other competitions sponsored or approved by this Association and/or US Youth Soccer.

D. Each paid up member league or association shall have one vote for one (1) to 100 registered players and one (1) additional vote for each additional 100 registered players. The number of votes for each member league and association is based on the number of paid and registered players for that member association or league in the previous seasonal year.

E. No member association or league shall vote at the Annual General Meeting or any General Meeting if their membership dues are not paid prior to the meeting. No member association or league shall vote at the Annual General Meeting or any General Meeting if their player and coaches registration fees are not paid one week prior to the meeting. Member league and associations are considered in bad standing if their coaches and player registration fees are not paid by December 1 for the fall season and July 30 for the spring season. The bad standing is automatically ended when full payment is received.

ARTICLE VI TERMS OF OFFICE

The terms of office for all elected members of the Board of Directors shall be a three-year term starting with their election to the Board of Directors and ending at the Annual General Meeting at the end of their term in office, except as necessary to be in compliance with other sections of this constitution. The Annual General meeting of OSYSA shall normally be held during January of each year.

ARTICLE VII BOARD OF DIRECTORS

A. Management

1. The responsibility for management of this Association shall reside in a Board of Directors.

2. The members of the Board of Directors shall be elected from the membership of the association and/or other individuals interested in OSYSA. Members of the Board of Directors are elected within each district as specified in other paragraphs of this constitution. The base unit of the Association government shall be the Board of Directors, which shall be the Trustees of OSYSA.

B. Removal from Office:

1. Each elected Director shall serve a three (3) year term beginning with their election to the Board of Directors unless the Director tenders his resignation at an earlier time.

2. In the event of the death, resignation, or removal of a Director, a replacement may be appointed by the current Board of Directors by a majority vote and this replacement will serve until the next Annual General meeting and election. This replacement member to the Board of Directors shall be an individual from the same district that elected this original Director.

3. Any elected Director can be removed for due cause by the affirmative vote of three-fourths (3/4) of the members of the Board of Directors at a meeting duly called for that purpose.

C. Powers of the Board:

1. The Board of Directors shall be the official ruling body of the Association. The Board shall have control and management of the Association business. The Board shall be the policy making body of the Association.

2. The Board of Directors may adopt rules and regulations not inconsistent with this constitution; promulgate and enforce rules governing the activities of the Association, and appoint standing or special committees of the Association.

3. The Board of Directors will appoint all standing and special committee chair-persons. The chairperson will appoint the necessary members of all committees subject to approval of the Board of Directors. All standing and special committee members will have one vote in their committee. All questions will be decided by a majority vote of the committee.

4. The Board of Directors may initiate sanctions against any member organization of the Association. Such sanctions must be approved by two-thirds of the Board of Directors at a regular or special meeting of the Board.

5. The Board of Directors will represent the membership of OSYSA in all dealings with US Youth Soccer.

6. The Board of Directors will establish the annual registration fees for registration for leagues and associations, and approve the budget and expenditures of the Association.

7. On the behalf of the Board of Directors, the State Commissioner shall review and approve/disapprove all tournaments held within the Boundaries of the Association. Before approval is granted all requirements established by the Board of Directors must be met by the tournament.

8. The Board of Directors shall be composed of the members elected by District, the State Youth Referee Administrator, the State Commissioner, the District Commissioners, the Recreational Commissioners and the Executive Director . The officers of the Association shall be elected by the elected members of the Board of Directors and must be an elected Board Member. Elected officers serve from the date of their election until the next Annual General Meeting.

a) President - Officer
b) Vice-President - Officer
c) Secretary – Officer
d) Treasurer - Officer
e) Registrar - Officer
f) Board Members
i) State Commissioner
j) State Youth Referee Administrator
k) District Commissioners
l) Recreational Commissioners
m) Executive Director

9. The State Commissioner and the State Youth Referee Administrator shall be appointed by the President of the Association and confirmed by a majority vote of the Board of Directors. The term of appointment of the State Commissioner shall be for one year following their selection at the Annual General Meeting. The term of appointment of the State Youth Referee Administrator shall be for two years, following their selection at the Annual General Meeting of even numbered calendar years, they may be reappointed. The State Commissioner and the State Youth Referee Administrator may be an elected member of the Board but this is not a requirement.

10 The District and Recreational Commissioners shall be appointed by the President of the Association and confirmed by a majority vote of the Board of Directors. The District and Recreational Commissioners serve as members of the Board of Directors until the end of their appointed term. The District and Recreational Commissioners have no voting rights, unless as an elected member, while serving on the Board of Directors. Their term of membership is for one year following their selection at the Annual General Meeting. They may be re-appointed.

11 The Executive Director shall serve as a member of the Board of Directors during his/her term of employment. The Executive Director has no voting rights.

12 The immediate Past President of the Association shall serve as a voting member of the Board of Directors for a period of one year if he/she has not been re-elected to the Board.

13 The Board of Directors, upon a vote of two-thirds of elected members present and voting, may remove from office any appointed member from his/her position and from the Board of Directors. Any appointed member must be notified prior to any meeting where removal will be considered.

14 The Board of Directors will establish the responsibilities of each of the Directors and may at the Board of Director's discretion change or modify the organization of the Board. However, all changes will be consistent with the constitution and only affect the assigned duties of certain members of the Board excluding the officers (President, Secretary, and Treasurer) of the Association whose duties are specifically established in this constitution.

15 The Board of Directors, upon a majority vote of its members, may hire an Executive Director and other employees to operate the functions of the Association. All employees shall report to the Executive Director and the Executive Director shall be responsible to the Board of Directors for the operation of the Association. The Board of Directors may enter into an employment contract with any employee and any employment, is subject to the terms of an employment agreement and state and federal law, and may be terminated by the Board of Directors.

D. Election of Directors

1. The regular election of the Directors shall take place at the Annual Meeting of the general membership. The Directors will be elected by each District at a District Meeting held at the Annual General Meeting for that purpose. For the purpose of the election, each District Meeting will be chaired by an elected Board of Directors who is not up for election at that Annual General Meeting and does not live in that District or the State Commissioner or Executive Director if they do not live in that District. The length of terms must be staggered within each District to insure as close as possible an equal number of Board Members are elected each year. To achieve this balance, the length of term may be reduced, as necessary, at any election by a majority vote of the Board of Directors prior to the election. Each election shall be by written ballot.

2. The electorate for each district shall consist of member leagues and associations whose teams are largely domiciled within the district. Member leagues and associations that have teams domiciled within more than one District will vote a proportional number of votes in each district based on the number of players on the teams domiciled within each District.

3. Only member leagues or associations present may cast their ballots.

4. Nomination of candidates to the Board shall be made by a nominating j committee. The Executive Director shall appoint this nominating committee not less than sixty days before the Annual General Meeting. The member associations and leagues in all districts are to be notified of the name(s) of the members of the nominating committee so they can provide names of nominees to the committee. The nominating committee should name not less than one consenting member from each District for each of the vacancies to be filled on the Board of Directors and submit a list of nominees. In the event that the nominating committee is not appointed and/or fails to fulfil its functions, nominations from the electorate during the Annual General Meeting are acceptable.

5. Candidates for the Board may also be nominated by any member of the electorate at any meeting up to and including the annual meeting.

6. Member leagues and associations are entitled to vote their established number of votes for each of the open positions in their District. Member leagues and associations may split their votes between individuals running for office, but no member league or association may cast more than their established number of votes for anyone individual. The candidates receiving the most votes shall be elected to three a (3) year term (or less if needed to balance out terms of office). If an unexpired term(s) is to be filled, the candidate(s) receiving the next highest number of votes will be elected. Candidate(s) not receiving any votes are not elected.

7. In the event that there are not a sufficient number of nominees within in a District to fill all of the positions, that position will remain unfilled until the next election at the next Annual General Meeting.

8. The number of elected Board of Directors members for each OSYSA District is based on the percentage of the paid and registered players of teams of member leagues and associations domiciled within that OSYSA District in the previous seasonal year. OSYSA Districts that have less than 10% of the paid and registered players in the previous seasonal year as stated will be able to elect one member to the Board of Directors. OSYSA Districts that have greater than 10% of the paid and registered players will be able to elect three members to the Board of Directors. OSYSA Districts that have greater than 20% of the paid and registered players will be able to elect four members to the Board of Directors. OSYSA Districts that have greater than 30% of the paid and registered players will be able elect five members to the Board of Directors. OSYSA Districts that have greater than 40% of the paid and registered players will be able to elect six members to the Board of Directors. However, under no circumstances can District I, II or III have less than three (3) representatives on the Board of Directors.

9. When the percentage of players by OSYSA District changes from seasonal year to the next, the number of authorized Board of Directors members will be changed at the Annual General Meeting. The number of authorized Board of Directors positions for each OSYSA District will be changed to reflect the percentage of paid and registered players in the previous seasonal year in each OSYSA District.

E. Officers

1. At the first Board of Directors meeting after the Annual General Meeting, the Board will elect a President, Vice President, Secretary, Treasurer and Registrar. They shall hold office until the first Board of Directors meeting following the Annual General Meeting and are eligible for re-election.

2. The President and State Commissioner shall be members of all standing committees and have full voting rights on those committees.

3. The President of the Association shall preside at all Board Meetings, general meetings, and the Annual General Meeting. The President shall oversee all association activities. All committee chairpersons will be responsible to the President for the performance of their duties.

4. The President shall have the primary responsibility of planning for the long-term growth and development of OSYSA.

5. The Treasurer shall be responsible to receive and safely keep all monies including membership and registration fees and to insure the safe keeping and proper usage of all these funds. The Treasurer is the Chief Financial Officer of the Association and is also responsible to insure that all disbursements and receipt of funds comply with this Constitution and all applicable IRS regulations. Any mishandling of funds or payments that are inconsistent with the Constitution or applicable IRS regulations are to be reported to the Board of Directors.

6. The Treasurer shall keep detailed accounts of income and expenditures of the Association and present a Treasurer's report (Income/Expenditure and Budget Variance) at each OSYSA Board meeting and for the Annual General Meeting. The Association financial records shall be maintained on a fiscal year basis consistent with the fiscal year established with the IRS. The Treasurer shall be the chairperson of the compensation committee for the Association.

7. The Treasurer is responsible to see that there is a reconciliation completed each month on all finance records and accounts. The Treasurer shall make the bank statement and the reconciliation available to all OSYSA Board Members on a monthly basis and that all checks and payments are in compliance with the OSYSA Constitution and all applicable IRS regulations

8. A Budget will be prepared by the Treasurer, the Executive Director and one member of the Board of Directors appointed by the President. The Budget must be presented and approved by the Board of Directors prior to the beginning of the Fiscal year. Payments by the Association from each Budget category cannot exceed the authorized budget amount by more that 10% unless that expenditure has been approved by the Board of Directors.

9. All vendor invoices must be approved for the Association by two of the following: the President, the Treasurer, the Executive Director, or a member of the Board of Directors appointed by President. No one listed above can approve invoices that result in payments to themselves. All checks must be signed by two of the

following: President, Secretary, a member of the Board (other than the Treasurer) specified by the Board of Directors, or the Executive Director. No one can sign a check that is payable to him/herself (except payroll checks).

10. All payments on behalf of the Association are to be made by Check (except for petty cash as outlined below) or by Electronic Fund Transfers (EFT). If EFT payments are needed for efficient operation of the Association or as required by Government Regulations all EFT vendors must be approved in advance by the Board of Directors. No advance draws can be made by the Association for staff member(s) unless specifically authorized by the Board of Directors prior to the payment.

11. The President of the Association can authorize issuance of OSYSA credit cards for any member or staff of OSYSA, but only if a necessary business need exists. All charges on credit cards that cover authorized expenses for an individual are to be entered onto an Expense Report by item and invoiced as outlined in the Constitution. No personal charges are authorized or can be charged to an OSYSA Credit Card except if there is spousal travel to an authorized event. In that case, OSYSA is to be reimbursed for the spouse expenses before the payment is due to the Credit Card Company.

12. The Executive Director is authorized to maintain a $100.00 petty cash fund in the State Office. All payments into this fund must be by check from OSYSA. All expenditures from this fund are to be accounted for by an expense report (with receipts as required by the IRS) and this expensive report is to be used to support drawing of check to return the petty cash fund to authorized amount.

13. All payments by OSYSA to cover expenses of OSYSA Board and staff of OSYSA need to be submitted on an OSYSA Expense Report form for reimbursement and payment. All expense reports of OSYSA staff must be approved by two of the following: The Executive Director and one of the following: President of the Association, the Treasurer of the Association, a member of the Board of Directors appointed by the President. The expense report of the Executive Director and all members of the OSYSA Board of Directors must be approved by two of the following: The President of the Association, the Treasurer of the Association, or a member of the Board of Directors appointed by the President. In no case may anyone approve his/her own expense report. All expense reports must comply with all IRS requirements and all expenses that are reimbursed and paid to members or staff of OSYSA must be of a benefit and value to the Association.

14. An outside and qualified auditor, who is not a member of the OSYSA Board of Directors, shall be appointed by the President to audit/evaluate/check the financial records maintained by the Treasurer. The auditors report will be made available at the Annual General Meeting.

15. The Board of Directors will establish the responsibilities of each of the Directors and may at the Board of Director's discretion change or modify the organization of the Board. However, all changes will be consistent with the constitution and only affect the assigned duties of certain members of the Board

excluding the officers (President, Secretary, and Treasurer) of the Association whose duties are specifically established in this constitution.

F. Liability

Board members and members of the Association shall not be personally liable for any legal or financial action taken against OSYSA, the Board of Directors, or its member leagues or associations as long as they have acted in good faith and in the best interest of the Association and are not guilty of negligence or misconduct.

ARTICLE VIII VETO

When two or more elected members of the Board of Directors from anyone District are in attendance at a Board of Directors meeting at least one member from each District with two or more in attendance must vote in the affirmative with a majority of other members of the Board of Directors who are in attendance (except issues that are specified in other sections of this constitution) for ally voted issue to pass. If at least one member of the Board of Directors from any District with two or more members in attendance does not vote for the issue (except on issues that are specified in other sections of the constitution) the issue is vetoed and does not pass or go into effect. All issues are subject to veto unless a specific voting level to pass that subject or issue is specified in the Constitution.

ARTICLE IX MEETINGS

The President shall call all meetings of the general membership. Members shall be given two weeks written notice of the meeting. To conduct business, a quorum must be present (a majority of voting members of this Association constitutes a quorum.) The meeting shall follow this procedure:

1. Call to Order
2. Reporting of Minutes of Previous Meeting
3. Financial Report
4. Reporting of Communications
5. Report of Standing Committees (if any)
6. Special Committees (if any)
7. Old Business
8. New Business
9. Program (if any)
10. Adjournment

ARTICLE X AMENDMENTS

A. The Board of Directors may propose with two-thirds (2/3) of those members present and voting approval, amendments to the constitution. Such recommended changes to the constitution will be voted on by the members at the next meeting (general or annual).

B. This constitution may be amended by the vote of two-thirds (2/3) of the electorate present at a meeting provided written notice has been given to the electorate of such proposed changes at least four (4) weeks prior to the meeting date.

C. Petitions for amendments may be submitted by the electorate to the Board of Directors. The proposed amendments must be submitted to the Board 60 days prior to any meeting. Petitions for amendments/repeals must be signed by the electorate. Such amendments properly submitted must be presented for a vote by the members of the Association.

ARTICLE XI STANDING COMMITTEES

A. The Board of Directors will establish the following permanent committees:

1. Coaching
2. Referee
3. Olympic Development
4. Appeals
5. State Cup
6. Conduct
7. Compensation

The OSYSA President shall appoint, subject to confirmation by the Board of Directors, the chairperson of each of the above listed committees, except for the Conduct and the Compensation Committees. The term for the appointment of each of the above listed chairpersons shall be from the date of their appointment until the Board of Directors meeting following the next Annual General Meeting that is held, except that the term of the appointment for the chair of the State Cup Committee shall be from September 1st until August 31st. The chairpersons of all of the committees may be reappointed

1. The Coaching and Referee Committees will have the responsibility to promote, train, instruct, educate and license all interested individuals.

2. The State Commissioner, District Commissioners and Executive Director will have the authority to approve travel outside of the boundary of OSYSA and be responsible to insure that all teams travelling into the boundaries of OSYSA are properly constituted according to the rules of US Youth Soccer .

3. All member leagues, associations, registered players, coaches, officers, officials of member leagues, associations, or teams all have the right to appeal any ruling from their league or association to OSYSA. The final results of the appeals process is binding on all parties, usless appealed to USSF as provided in paragraph 5 of this section. If appealed to USSF, the decision reached by USSF shall be binding on all parties to the dispute.

4. The Appeals Committee will have responsibility to accept appeals submitted by individuals, teams and/or leagues. A deposit of $50.00, to be returned if the appeal is won, must be paid by the individual submitting the appeal. An appeal must be

filed in writing, along with the fee, within one week of the disputed decision. The Appeals Committee must be composed of at least three members excluding the ex officio members. The appeal of matters involving Snickers State Cup play shall follow the expedited appeals process as outlined in the Snickers State Cup Rules and Regulations.

5. Any ruling of the Appeals Committee, except in matters involving the US Youth Soccer National Championship Series, may be appealed to the US Soccer Federation. Appeals of any ruling by the OSYSA Appeals Committee in matters involving the US Youth Soccer National Championship Series shall be directed to the US Youth Soccer National Championship Series Competition Committee.

The ruling of the Appeals Committee may be appealed to US Youth Soccer as outlined in their administrative rulebook as set forth in rule number 2013.

6. The Conduct Committee shall have the authority to hold hearings based on complaints submitted by members of OSYSA against other members of OSYSA for actions that have occurred within the areas of responsibility of OSYSA. The Conduct Committee must be composed of at least three members not counting any ex offico members. No member of the Conduct Committee can be from the same member League or Association from where the complaint occurred.

7. The Conduct Committee, if the complaint is up held, may issue sanctions as it sees fit, consistent with all OSYSA and USSF policies.

8. The ruling of the Conduct Committee may be appealed to the Appeals Committee of OSYSA and then to the US Soccer Federation, except as noted in Paragraph 5, of this Section B, of this Article XI

9. Parties to any dispute before any OSYSA committee may be represented by their parents, their coach, or other person.

10 The chairman of the Compensation Committee will select at least one elected board member from each of the OSYSA Districts for service on the Compensation Committee. The Board of Directors shall approve, disapprove or change any compensation recommendations of the Committee by majority vote.

ARTICLE XII BOARD/COMMITTEE MEETINGS

A. The Board of Directors shall meet as often as necessary to conduct the business of the Association. However, the Board of Directors must meet at least twice a year. A majority of elected Board members constitutes a quorum. Except for invited guests, the Board meetings are for Board Members only. The President or Secretary shall notify all Board Members of any Board Meeting seven (7) days before the meeting unless it is an emergency meeting.

B. Committees meet as often as necessary to conduct business efficiently. A majority of committee members including the ex-officio members, constitute a quorum. A majority of votes at a committee meeting decides all questions brought before a committee. Committee chairpersons are responsible for informing the

Board of Directors of committee recommendations. The Board will accept/reject all committee recommendations by majority.

ARTICLE XIII BANK ACCOUNTS

All account(s) are to be opened in the name of OSYSA. All Funds received must be deposited in the checking account(s). All withdrawals for these accounts are to be by check or Electronic Funds Transfer as provided for in Article VII. Savings accounts, saving certificates, or other interest bearing instruments must be authorized by the Board of Directors and held in the name of OSYSA. All withdrawals from these accounts must be deposited in the checking account(s) when the account is closed. The OSYSA address is to be on all accounts. The funds of OSYSA shall only be deposited and maintained in federally insured financial (FDIC) accounts.

ARTICLE XIV ANNUAL GENERAL MEETING

The President of the Association must call at least one (1) meeting of the entire membership during the year, of which one (1) must be the Annual General Meeting.

ARTICLE XV MEMBER ORGANIZATIONS

All member leagues and associations will be required to file with OSYSA a copy of their constitution, bylaws and playing rules. OSYSA reserves the right to refuse to accept for membership any organization whose constitution is in conflict with that of US Soccer and US Youth Soccer and/or OSYSA. Acceptance of any constitution does not infer support or approval of any article of the member's constitution.

ARTICLE XVI OUTSIDE AUDIT

The member leagues and/or Associations may petition for an outside audit of the Association's financial records by submitting a request signed by sufficient members of the electorate to total 20% of the total votes. The request for the audit can specify the names (up to three (3) members of the Association who will perform the audit. The Treasurer must provide the financial records within one (1) week following the first Board of Directors meeting after the request was received. The audit committee must present the results of their audit at the next general or annual meeting. All financial records must be returned within one (1) week after receipt.

ARTICLE XVII SEASONAL YEAR

The seasonal year for OSYSA will be September 1 of the current year to August 31 of the following year .

ARTICLE XVIII DISSOLUTION

A three-fourths vote of member leagues and Board of Directors is required to dissolve and end this Association. In that event, the assets of this Association will be distributed as required by the State Articles of Incorporation of OSYSA.

ARTICLE I XX DISTRICTS APPOINTMENTS

The Board of Directors shall establish the responsibilities of the District and Recreational Commissioners and may establish other appointed positions for each District as required. Appointments for any additional positions established by the Board of Directors are made by the President of the Association and confirmed by a majority vote of the Board of Directors. The responsibilities for the new positions shall be established by the Board of Directors. All positions that handle any function or responsibility on a District level must be established by the Board of Directors and appointments must be made and confirmed as outlined in this Article.

ARTICLE XX MEMBER DISPUTES -LITIGATION PROHIBITION

A. As a condition of membership in OSYSA, US Youth Soccer, and US Soccer (registered players, parents, coaches, administrators, officers and officials of Leagues and Associations, referees, or their agents, agree to utilize the procedure for handling and resolving of grievances, disputes, problems and/or appeals (including an appeal up to the Annual General Meeting of the National Council as established by these organizations and that the final decision reached within the established appeals process (at the final level as authorized and utilized shall be binding and final on all parties to the grievance, dispute, problem or action.

B. As a condition of membership in OSYSA, US Youth Soccer, and US Soccer (registered players, parents, coaches, administrators, officers and officials of Leagues and Associations. referees or their agents) agree not to use any court of the land and/or institute legal proceeding of any type to pursue any grievances, disputes or problems against OSYSA, U. S. Youth Soccer. or U. S. Soccer. In lieu of the ability to institute legal action of any type and/or not use any court of the land, all members have the right to use the internal process established to settle grievances, disputes or problems within the procedure established by OSYSA. U. S. Youth Soccer, and U. S. Soccer up to and including those rights outlined in the Amateur Sports Act.

C. Notwithstanding the provisions of this Article of the Constitution, if any member of OSYSA (players, parents, coaches. administrators. officers and officials of member Leagues and Associations, referees or their agents) elects to proceedings against OSYSA. US Youth Soccer or US Soccer, as a condition of their membership in OSYSA. they agree to pay the reasonable Legal and Association expenses incurred in defending the action if the courts rule in favor of OSYSA.

and/or US Youth Soccer and/or US Soccer for any reason. This includes, but is not limited to court costs. attorney's fees, reasonable compensation for time spent by officials and employees of OSYSA, and/or US Youth Soccer and/or US Soccer in responding to and defending against allegations in the legal action including responses to discovery and court appearances, travel expenses, and expenses for holding special meetings necessitated by the court action. If another party files legal action on behalf of a member of OSYSA. against OSYSA, US Youth Soccer or US Soccer, the member for whom the action was filed is responsible for the expenses incurred as outlined above.

D. In the event that OSYSA, US Youth Soccer or US Soccer prevail in the legal proceeding for any reason, the amount owed will be paid within 30 days of the billing or the member(s) that instituted the legal proceeding will be suspended from membership in OSYSA until such time that the billing is satisfied. If another party filed the legal action on behalf of a member(s), the member is responsible for payment of the amount owed or that member(s) may be suspended until the amount owed is paid.

E. If any member association or league of OSYSA takes any action that results in OSYSA and/or US Youth Soccer, and/or US Soccer becoming involved in any legal proceeding, the member organization is responsible for the legal expenses of OSYSA and/or US Youth Soccer, and/or US Soccer. This includes, but is not limited to court costs, attorney's fees. reasonable compensation for time spent by officials and employees in responding to and defending against allegations in the action including responses to discovery and court appearances, travel expenses, and expenses for holding special meetings necessitated by the court action.

F. The amount owed by the member association(s) or league(s) must be paid within 30 days of the billing or the members that created the action that resulted in the legal proceeding will be suspended from membership in OSYSA until such time that the billing is satisfied. institute legal

ARTICLE XXI SUSPENSIONS - PENALTIES

If any member League or Association suspends or penalizes any coach, player, administrator, referee or member of their Association or League, all other member Leagues and Associations within OSYSA will enforce the suspension or penalty if the individual being suspended or penalized was provided due process as established by OSYSA and US Youth Soccer.

Rev 1/6/2007