

**Proposed Change to Bylaws**  
**7.1.2 Voting Privileges for SRC Chair**

**Submitted by:** Georgia Soccer Board of Directors

**Existing Rule or Bylaw:**

**ARTICLE VII - BOARD OF DIRECTORS**

7.1 Composition

- 7.1.1 The Board of Directors shall be comprised of nine voting members, the President, Vice President-Adult, Vice President-Youth, Treasurer, and five (5) Directors elected at the Annual General Meeting.
- 7.1.2 The Board of Directors will appoint the position of Secretary that will be served by the Executive Director and the position will serve as a non-voting member.
- 7.1.3 The Board of Directors will appoint the Chair of the State Referee Committee to the Board of Directors and the position will serve as a non-voting member.
- 7.1.4 The Board of Directors may appoint additional members to the Board of Directors who shall be non-voting members.

**Rule or Bylaw w/ proposed change:**

**ARTICLE VII - BOARD OF DIRECTORS**

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- 7.1.1 The Board of Directors shall be comprised of nine voting members, the President, Vice President-Adult, Vice President-Youth, Treasurer, and five (5) Directors elected at the Annual General Meeting.
- ~~7.1.2~~ **7.1.2** The Board of Directors will appoint the Chair of the State Referee Committee to the Board of Directors and the position will serve as a ~~non~~-voting member.
- ~~7.1.3~~ **7.1.3** The Board of Directors will appoint the position of Secretary that will be served by the Executive Director and the position will serve as a non-voting member.
- 7.1.4 The Board of Directors may appoint additional members to the Board of Directors who shall be non-voting members.

**How the Rule or Bylaw would read after proposed change:**

**ARTICLE VII - BOARD OF DIRECTORS**

7.1 Composition

- 7.1.1 The Board of Directors shall be comprised of nine voting members, the President, Vice President-Adult, Vice President-Youth, Treasurer, and five (5) Directors elected at the Annual General Meeting.
- 7.1.2 The Board of Directors will appoint the Chair of the State Referee Committee to the Board of Directors and the position will serve as a voting member.
- 7.1.3 The Board of Directors will appoint the position of Secretary that will be served by the Executive Director as a non-voting member.
- 7.1.4 The Board of Directors may appoint additional members to the Board of Directors who shall be non-voting members.

**Rationale:** The Chair of the State Referee Committee is already a member of the Board of Directors. Giving its Chair a vote acknowledges the State Referee Committee and the referee community as a vital part of Georgia Soccer with a unique and valuable perspective.

**Note:** Approval of this change would require a corresponding change to 10.5; which immediately follows this proposal.

In addition, the total number of voting members enumerated in 7.1.1 will need to be increased. This will be addressed separately.

The makers of the proposal consider these additional changes to be simple housekeeping.

**(if changes to 7.1 are approved)**  
**Proposed Change to Bylaws**  
**10.5 Non-Voting Members**

**Submitted by:** Georgia Soccer Board of Directors

**Existing Rule or Bylaw:**

**ARTICLE X – COMMITTEES**

- 10.5 Non-Voting Members
  - 10.5.1 The Vice President-Adult shall be a non-voting member of all Adult/Adult member specific committees.
  - 10.5.2 The Vice President-Youth shall be a non-voting member of all Youth member specific committees.
  - 10.5.3 The Chairman of the State Referee Committee shall be a non-voting member of the Board of Directors.

**Rule or Bylaw w/ proposed change:**

**ARTICLE X – COMMITTEES**

- 10.5 Non-Voting Members
  - 10.5.1 The Vice President-Adult shall be a non-voting member of all Adult/Adult member specific committees.
  - 10.5.2 The Vice President-Youth shall be a non-voting member of all Youth member specific committees.
  - ~~10.5.3 The Chairman of the State Referee Committee shall be a non-voting member of the Board of Directors.~~

**How the Rule or Bylaw would read after proposed change:**

**ARTICLE X – COMMITTEES**

- 10.5 Non-Voting Members
  - 10.5.1 The Vice President-Adult shall be a non-voting member of all Adult/Adult member specific committees.
  - 10.5.2 The Vice President-Youth shall be a non-voting member of all Youth member specific committees.

**Rationale:** Approval of the above change, giving the SRC Chair a vote on the Board of Directors, would require this change as well.

## **Proposed Change to Bylaws**

### **9.1 Additional Elected Board Members**

**Submitted by:** Georgia Soccer Board of Directors

**Existing Rule or Bylaw:**

#### **ARTICLE IX - ELECTIONS**

- 9.1 The Officers and Directors of the Association shall be elected at the Annual General Meeting for a term of two years with the exception of the Playing Athlete.
- 9.2 The term of office shall be two years or until an Officer's successor is elected and qualified.
  - 9.2.2 Officers elected at the AGM shall take office at the next meeting of the Board of Directors.
- 9.3 An individual may not be elected to the same office for more than two full terms. The only exception to this shall be that an individual who was appointed to fill a vacancy of an unexpired term of more than one year may not be elected for more than two full terms. No individual member may be elected to the same office for more than 2 full terms. The only exception to this shall be that an individual who was appointed to fill a vacancy of an unexpired term of more than one year may not be elected for more than 2 full terms.
- 9.4 The President shall be elected in odd-numbered years. The Treasurer shall be elected in even-numbered years.
- 9.5 All Affiliates can vote for President and Treasurer. The number of votes for voting members shall be determined as described in Article 8.6.1
- 9.6 The Vice President-Adult shall be elected in even-numbered years.
  - 9.6.1 Only Adult Affiliates can vote for the Vice President – Adult.
- 9.7 The Vice President-Youth shall be elected in odd-numbered years.
  - 9.7.1 Only Youth Affiliates can vote for the Vice President-Youth.
- 9.8 The Director of Adult Competition shall be elected in odd-numbered years.
  - 9.8.1 Only Adult Affiliates can vote for the Director of Adult Competition.
- 9.9 The Director of Youth Recreation shall be elected in odd-numbered years.
  - 9.9.1 Only Youth Affiliates can vote for the Director of Youth Recreation.
- 9.10 The Director of Youth Select shall be elected in even-numbered years.
  - 9.10.1 Only Youth Affiliates can vote for the Director of Youth Select.
- 9.11 The Director-At Large Representative shall be elected by the general membership in even-numbered years.

- 9.12 The Director-Playing Athlete shall be elected annually.
- 9.12.1 Only Adult Affiliates can vote for the Director–Playing Athlete.
- 9.13 Thirty (30) days prior to each Annual General Meeting and Semi Annual General Meeting, the Secretary will inform the Affiliates of the number of votes each will be entitled to at the AGM or SAGM.

**Rule or Bylaw w/ proposed change:**

**ARTICLE IX - ELECTIONS**

- 9.1 The Officers and Directors of the Association shall be elected at the Annual General Meeting for a term of two years with the exception of the Playing Athlete.
- 9.2 The term of office shall be two years or until an Officer's successor is elected and qualified.
- 9.2.2 Officers elected at the AGM shall take office at the next meeting of the Board of Directors.
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- 9.6 The Vice President-Adult shall be elected in even-numbered years.
- 9.6.1 Only Adult Affiliates can vote for the Vice President – Adult.
- 9.7 The Vice President-Youth shall be elected in odd-numbered years.
- 9.7.1 Only Youth Affiliates can vote for the Vice President-Youth.
- 9.8 The Director of Adult Competition shall be elected in odd-numbered years.
- 9.8.1 Only Adult Affiliates can vote for the Director of Adult Competition.
- 9.9 The Director of Youth Recreation shall be elected in odd-numbered years.
- 9.9.1 Only Youth Affiliates can vote for the Director of Youth Recreation.
- 9.10 The Director of Youth Select shall be elected in even-numbered years.
- 9.10.1 Only Youth Affiliates can vote for the Director of Youth Select.

- 9.11 The Director-At Large Representative shall be elected by the general membership in even-numbered years.
- 9.12 The Director-Playing Athlete shall be elected annually.
- 9.12.1 Only Adult Affiliates can vote for the Director–Playing Athlete.
- 9.13 Two Independent Directors shall be elected by the general membership in odd-numbered years.
- 9.14 Two Independent Directors shall be elected by the general membership in even-numbered years, beginning in 2012.
- 9.15 ~~9.13~~ Thirty (30) days prior to each Annual General Meeting and Semi Annual General Meeting, the Secretary will inform the Affiliates of the number of votes each will be entitled to at the AGM or SAGM.

**How the Rule or Bylaw would read after proposed change:**

**ARTICLE IX - ELECTIONS**

- 9.1 The Officers and Directors of the Association shall be elected at the Annual General Meeting for a term of two years with the exception of the Playing Athlete.
- 9.2 The term of office shall be two years or until an Officer's successor is elected and qualified.
- 9.2.2 Officers elected at the AGM shall take office at the next meeting of the Board of Directors.
- 9.3 An individual may not be elected to the same office for more than two full terms. The only exception to this shall be that an individual who was appointed to fill a vacancy of an unexpired term of more than one year may not be elected for more than two full terms. No individual member may be elected to the same office for more than 2 full terms. The only exception to this shall be that an individual who was appointed to fill a vacancy of an unexpired term of more than one year may not be elected for more than 2 full terms.
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- 9.6 The Vice President-Adult shall be elected in even-numbered years.
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- 9.7.1 Only Youth Affiliates can vote for the Vice President-Youth.

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- 9.14 Two Independent Directors shall be elected by the general membership in even-numbered years, beginning in 2012.
- 9.15 Thirty (30) days prior to each Annual General Meeting and Semi Annual General Meeting, the Secretary will inform the Affiliates of the number of votes each will be entitled to at the AGM or SAGM.

**Rationale:** This is a change that was recommended by our outside consultant on governance, who advised that an overly small board lacks the necessary depth. According to BoardSource, a resource for building effective nonprofit boards, “Every board needs a sufficient range of expertise to accomplish the organization's mission. If a board is too small, its members may be overworked and unproductive.”

Electing additional voting members to the Board of Directors will allow the Board to broaden its scope of expertise by including representatives from disciplines that are currently lacking.

**Note:** Approval of this change would require additional changes to the total number of voting members enumerated in 7.1.1. This will be addressed separately.

The makers of the proposal consider this additional change to be simple housekeeping.

## **Proposed Change to Bylaws 9.3 Elections (housekeeping change)**

**Submitted by:** GSSA Board of Directors

**Existing Rule or Bylaw:**

### **ARTICLE IX - ELECTIONS**

- 9.3 An individual may not be elected to the same office for more than two full terms. The only exception to this shall be that an individual who was appointed to fill a vacancy of an unexpired term of more than one year may not be elected for more than two full terms. No individual member may be elected to the same office for more than 2 full terms. The only exception to this shall be that an individual who was appointed to fill a vacancy of an unexpired term of more than one year may not be elected for more than 2 full terms.

**Rule or Bylaw w/ proposed change:**

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**How the Rule or Bylaw would read after proposed change:**

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- 9.3 An individual may not be elected to the same office for more than two full terms. The only exception to this shall be that an individual who was appointed to fill a vacancy of an unexpired term of more than one year may not be elected for more than two full terms.

**Rationale:** Housekeeping; language to be deleted is unnecessary duplication.

## **Proposed Change to Bylaws**

### **15.1.1 Dissolution**

**Submitted by:** Georgia Soccer Board of Directors

**Existing Rule or Bylaw:**

#### **ARTICLE XV - DISSOLUTION**

##### **15.1 Dissolution**

15.1.1 In the event the Association disbands, after liabilities and obligations are satisfied in accordance with government regulations, any remaining monies in the GSSA treasury shall be dispersed as determined by the Board of Directors. None of the funds will be used for the benefit of individual members.

**Rule or Bylaw w/ proposed change:**

#### **ARTICLE XV - DISSOLUTION**

##### **15.1 Dissolution**

15.1.1 In the event the Association disbands, after liabilities and obligations are satisfied in accordance with government regulations, any remaining monies in the GSSA treasury shall be dispersed as determined by the Board of Directors, **in accordance with the Articles of Incorporation of GSSA**. None of the funds will be used for the benefit of individual members.

**How the Rule or Bylaw would read after proposed change:**

#### **ARTICLE XV - DISSOLUTION**

##### **15.1 Dissolution**

15.1.1 In the event the Association disbands, after liabilities and obligations are satisfied in accordance with government regulations, any remaining monies in the GSSA treasury shall be dispersed as determined by the Board of Directors, in accordance with the Articles of Incorporation of GSSA. None of the funds will be used for the benefit of individual members.

**Rationale:** Our attorney advises that this addition must be made if GSSA is to retain its tax exempt status under section 501(c)(3).