



BY-LAWS

OF THE

CALVERT SOCCER ASSOCIATION, INCORPORATED

As of November 4th, 2019

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ARTICLE I THE ASSOCIATION

SECTION A: This Organization shall be a non-stock/non-profit corporation in compliance with the Maryland Laws of Incorporation under the name of Calvert Soccer Association, Incorporated (hereafter referred to as CSA).

SECTION B: The mailing address is PO Box 488, Prince Frederick, MD 20678. The principal offices shall be designated by the Executive Board of Directors.

SECTION C: The mission of the Association is to provide organized soccer programs to help youth players develop and achieve their true potential in soccer as well as promote a positive youth sports culture that teaches life lessons and "Honors the Game".

SECTION D: The purpose of the Association is to promote, foster and perpetuate the game of soccer on the youth level and develop the physical, healthy mental and emotional growth through the sport of soccer.

SECTION E: The Rules, Constitution and By-laws of the accepted National, Regional, and State affiliates shall govern CSA in cases to which they are applicable and which they are not inconsistent with these By-laws.

SECTION F: CSA may affiliate with approved Internal Revenue Code 501(c)3 organizations and form joint ventures with said organizations, for the organization and running of soccer tournaments, programs, camps, and similar soccer-based fundraising events.

SECTION G: CSA does not and shall not discriminate based on race, color, religion, gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members of our staff, clients, volunteers, subcontractors, vendors, and clients.

ARTICLE II GENERAL MEMBERSHIP

SECTION A: The General Members of the Association shall be one Parent or Guardian of children registered to play in a CSA program and all persons over the age of 18 refereeing, coaching, or approved volunteers participating in CSA programs.

SECTION B: Volunteers, who are not registering their children, are required to register as independent volunteers and submit appropriate risk management forms. If passed and approved by designated committee and/or Executive Board of Directors, they will be considered eligible for all CSA programs and protections.

ARTICLE III ORGANIZATION

SECTION A: The Association shall be organized as follows:

1. The CSA Executive Board of Directors shall be responsible for the day to day activities of the Association, including oversight of the Recreational Teams Committee and the Travel Teams Committee.
2. The Recreational Teams Committee shall be responsible for the day to day activities of the Recreational Soccer division.
3. The Travel Teams Committee shall be responsible for the day to day operations of the Travel Soccer division.

ARTICLE IV THE CSA EXECUTIVE BOARD OF DIRECTORS

SECTION A: All members of the CSA Executive Board of Directors shall serve a term of two years and actively participate in the affairs of the Association. The CSA Executive Board of Directors consists of a minimum of ten members; four officers from the Committees of each division, elected by that division, as well as the additional At-Large members of each division.

SECTION B: The CSA Executive Board of Directors may meet once a month but must meet at least six times during a year. Failure to attend two consecutive CSA Executive Board of Directors meetings shall be subject to review by the members of the CSA Executive Board of Directors.

SECTION C: The CSA Executive Board of Directors shall have the right to appoint a non-voting person as required (examples: Recording Secretary, Lawyer, etc.).

SECTION D: All approved minutes of official meetings of the CSA Executive Board of Directors or Division Committees shall be posted on the CSA official website and kept on file with the Operations Director and/or Secretary of the CSA Executive Board of Directors.

SECTION E: Directors or Officers or Club Officials of any other Soccer Organization cannot hold any elected or appointed office or position of CSA unless approved by a two-thirds (2/3) vote of the CSA Executive Board of Directors.

SECTION F: Directors or Officers or Club Officials may not serve on more than one Division Committee during a year.

SECTION G: All members of the CSA Executive Board of Directors shall not receive compensation for services rendered in his or her capacity as Director.

SECTION H: Any Director may resign by written notice to the CSA Executive Board of Directors President. The resignation will be effective upon its receipt or a subsequent time as set forth in the notice of resignation.

SECTION I: Any Director may be removed at any time, either with or without cause, at a Board Meeting. Such a removal shall require a two-thirds (2/3) vote of all CSA Executive Board of Directors eligible to vote.

ARTICLE V OFFICERS OF THE CSA BOARD OF DIRECTORS

SECTION A: The CSA Executive Board of Directors Officers shall consist of a President, Vice President, Secretary, and Treasurer of the Association.

SECTION B: NOMINATIONS AND ELECTIONS

1. In odd years, at the first board meeting after elections of the Division Committees for each division, the CSA Executive Board of Directors will nominate and elect, from themselves, candidates for President, Vice President, Secretary and Treasurer.
2. The Officers of the CSA Executive Board of Directors shall be elected to a two (2) year term from among and by the CSA Executive Board of Directors.
3. The elected Officers of the CSA Executive Board of Directors will assume their role upon election.
4. The CSA Executive Board of Directors President shall have the power to fill any vacant Officer position on the CSA Executive Board of Directors, from among the CSA Executive Board of Directors. The appointee shall serve in that position for the unexpired term of that office. Vacancies in any office or in any position shall not affect the function of the association, which shall proceed until addressed by the appropriate governing Board or Committee.

ARTICLE VI DUTIES OF THE CSA EXECUTIVE BOARD OF DIRECTORS

SECTION A: The CSA Executive Board of Directors shall direct the general philosophy and long-range programs of the Association. All powers exercised under the authority of the CSA Executive Board of Directors shall remain consistent with these By-laws and other applicable laws.

SECTION B: The CSA Executive Board of Directors shall take title to all properties of the Association, whether real or personal.

SECTION C: The CSA Executive Board of Directors shall be responsible for the disposition of all funds considered as Long-Term Funds. Long-Term Funds are defined as money in accounts that are specifically assigned to Long-Term Growth and Reserves in support of the current budget.

SECTION D: The CSA Executive Board of Directors shall submit a report of their activities at each General Membership Meeting.

SECTION E: DUTIES OF THE CSA EXECUTIVE BOARD OF DIRECTORS OFFICERS

1. The President shall preside over all General Membership and CSA Executive Board Meetings of the Association and shall perform all duties incident to this office. The President shall also be responsible for the non-soccer related activities of the Association. The President of the CSA Executive Board of Directors shall have the power to create and appoint special committees as needed.
2. The Vice President shall be the Acting President in the absence of the President and shall perform all duties incident to this office. The Vice President shall also be responsible for directing the Fundraising and Rules and Discipline related activities of the Association.
3. The Secretary shall prepare the agenda, record and prepare meeting minutes, notify CSA Executive Board members on all matters pertaining to meetings, notify the General Membership of meetings and such duties as directed by the CSA Executive Board of Directors.
4. The Treasurer shall be responsible for the accounting and investing of all funds of CSA, filing any tax returns due, maintaining the CSA bank accounts and shall submit a written financial report at each CSA Executive Board and General Membership meeting. All financial reports will be made according to accepted accounting procedures.

ARTICLE VII EMPLOYEES

SECTION A: The CSA Executive Board of Directors shall be responsible for any employees of the Association. The duties of any such employee shall be approved by the CSA Executive Board of Directors.

SECTION B: HEAD OF OFFICIALS

The Head of Officials shall be appointed by the CSA Executive Board of Directors, and shall be responsible for recruiting, training and directing referees for all Recreational Teams Division and Travel Teams Division games. The Head of Officials shall be responsible for communication and implementation of all laws and rules applicable to coaches, players, parents and spectators within CSA Programs.

SECTION C: OPERATIONS DIRECTOR

The Operations Director shall be appointed by the CSA Executive Board of Directors and shall oversee the administrative operations of the association within the guidelines of the approved job description, rules, policies and by-laws of the Association.

SECTION D: TECHNICAL DIRECTOR

A Technical Director may be appointed by the CSA Executive Board of Directors and shall oversee the soccer operations of the association within the guidelines of the approved job description, rules, policies and by-laws of the Association.

SECTION E: TRAVEL TEAMS ADMINISTRATOR

The Travel Teams Administrator shall be appointed by the CSA Executive Board of Directors. The Travel Teams Administrator shall oversee all administrative task of the Travel Teams Division as listed in the approved job description, rules, policies and by-laws of the Association.

SECTION F: TRAVEL TEAMS DIRECTOR OF COACHING

The Travel Teams Director of Coaching shall be appointed by the CSA Executive Board of Directors. The Travel Teams Director of Coaching shall oversee all Travel Coaches and their development, as well as their team development in the Travel Teams Division as listed in the approved job description, rules, policies and by-laws of the Association.

ARTICLE VIII DELEGATES

SECTION A: The President of the CSA Executive Board of Directors shall appoint the maximum number of delegates for organizations with which CSA is affiliated for the upcoming year.

SECTION B: The President of the CSA Executive Board of Directors shall be responsible for ensuring that at least one delegate is present at each affiliate's annual meeting.

SECTION C: The delegates shall be the Association's liaison with the affiliate organization and shall be responsible for keeping the Association updated on these activities at the CSA Executive Board of Directors meetings.

SECTION D: The Association shall be affiliated with MSYSA and US Club Soccer (hereafter referred to as "Affiliates.")

ARTICLE IX RECREATIONAL TEAMS COMMITTEE

SECTION A: The Recreational Teams Committee shall report to the CSA Executive Board of Directors and be responsible for the activities of the recreational soccer program of CSA. The activities of the Recreational Teams Committee shall be subject to review by the CSA Executive Board of Directors.

SECTION B: RECREATIONAL TEAMS COMMITTEE MEMBERS

The Recreational Teams Committee shall consist of the following members, who shall be elected to a term of two years:

1. Recreational Teams Commissioner, who shall preside at all meetings of the Recreational Teams Committee and shall perform all duties incident to that office.
2. Recreational Teams Vice Commissioner, who shall be the acting Commissioner in the absence of the Commissioner and shall perform all duties incident to this office.
3. Recreational Teams Secretary, who shall record and prepare meeting minutes, notify committee members on all matters pertaining to meetings and such activities as directed by the Recreational Teams Committee. The Secretary shall present to the CSA Executive Board of Directors all minutes of the Recreational Teams Committee for review at the next immediate CSA Executive Board meeting.

4. Recreational Teams Treasurer, who shall be responsible for preparing and presenting the Recreation Teams Committee budget to the CSA Treasurer for inclusion with the CSA overall budget. The Treasurer will also submit a written financial report at each Recreational Teams Committee meeting. All financial reports will be made in accordance with accepted accounting principles.
5. Recreational Teams Members at Large. One at Large member for up to 500 member families plus one additional at Large member for each additional 500 member families.
6. Operations Director (non-voting), advisor to the Recreational Teams Committee.
7. Technical Director (non-voting), advisor to the Recreational Teams Committee.

SECTION C: NOMINATIONS AND ELECTIONS

1. Each year, at the first Recreational Teams Committee meeting, the Chair of the Recreational Teams Committee will appoint a Nomination/Election Committee who will prepare a slate of candidates and present it at the last recreational teams coaches meeting of the spring season. After the slate of candidates is presented and nominations are taken from the floor, the nominations will be closed, and the election will be held immediately thereafter. Elected members will assume responsibility at the end of the spring season.
2. Positions that will be elected in **even years** will be Commissioner, Treasurer, and one half of the at-large positions. (In the event of an odd number of at-large positions within the division the additional will be elected in even years.)
3. Positions that will be elected in **odd years** will be Vice-Commissioner, Secretary, and one half of the at large positions. (In the event of an odd number of at-large positions within the division the additional will be elected in even years.)
4. All nominees must be a general member of the Recreational Teams Division.
5. Voting will be by anonymous ballot and be limited to one vote for each recreation team coach's designated representative in attendance. Voice votes are acceptable for unopposed candidates.
6. The Nominations/Election Committee will count and verify the ballots. All ties will be decided by a best 2 of 3 coin flip.

SECTION D: The Recreational Teams Committee Commissioner shall have the power to fill all vacancies on the Recreational Teams Committee from among the general membership of the Recreational Teams Division. The appointee shall serve on the Committee for the unexpired term of that office.

SECTION E: The Age Group Commissioners (AGCs) shall be appointed by the Recreational Teams Committee, subject to the approval of the CSA Executive Board of Directors. AGCs shall be responsible for the activities of their appointed Age Group(s). AGCs will report to the Vice Chair of the Recreational Teams Committee on their activities.

SECTION F: All age groups shall follow CSA and Affiliate Rules and Regulations. Exceptions must be in writing and approved by the CSA Executive Board of Directors.

SECTION G: RECREATIONAL TEAMS COACHES AND ASSISTANT COACHES

1. Each Age Group Commissioner shall provide a list of prospective coaches and assistant coaches to the Vice Chair to present to the Recreational Teams Committee.
2. The Recreational Teams Committee shall review the recommendations of the Vice Chair and shall select the coaches and assistant coaches for approval by the CSA Executive Board of Directors.

SECTION H: The General Members of the Recreational Teams Division shall be one parent or guardian of a child registered to play in Recreational Teams Division programs and all persons over the age of 18 refereeing, coaching or volunteering in Recreational Teams Division programs.

SECTION I: Each General Member of the Recreational Teams Division shall be entitled to one vote, when appropriate, without regard to number of players registered to play or number of teams coached.

ARTICLE X TRAVEL TEAMS COMMITTEE

SECTION A: The Travel Teams Committee shall report to the CSA Executive Board of Directors and be responsible for the activities of the Travel Teams organized under the Affiliate Charters of CSA. The activities of the Travel Teams Committee shall be subject to review by the CSA Executive Board of Directors.

SECTION B: TRAVEL TEAMS COMMITTEE MEMBERS

The Travel Teams Committee shall consist of the following members, who shall be elected to a term of two years:

1. Travel Teams Commissioner, who shall preside at all meetings of the Travel Teams Committee and shall perform all duties incident to that office.
2. Travel Teams Vice Commissioner, who shall be the acting Commissioner in the absence of the Commissioner and shall perform all duties incident to this office.
3. Travel Teams Secretary, who shall record and prepare meeting minutes, notify Travel Teams Committee members on all matters pertaining to meetings, and such activities as directed by the Travel Teams Committee. The Secretary shall present to the CSA Executive Board of Directors all minutes of the Travel Teams Committee for review at the next immediate CSA Executive Board meeting.
4. Travel Teams Treasurer, who shall be responsible for preparing and presenting the Travel Teams Committee budget to the CSA Treasurer for inclusion with the CSA overall budget. The Treasurer will also submit a written financial report at each Travel Teams Committee meeting. All financial reports will be made in accordance with accepted accounting principles.
5. Travel Teams Members at Large. One at Large member for up to 500 member families plus one additional at Large member for each additional 500 member families.
6. Travel Teams Administrator (non-voting), advisor to the Travel Teams Committee.
7. Operations Director (non-voting), advisor to the Travel Teams Committee.
8. Technical Director (non-voting), advisor to the Travel Teams Committee.

SECTION C: NOMINATIONS AND ELECTIONS

1. Each Year, at the first Travel Teams Committee meeting the Commissioner of the Travel Teams Committee will appoint a Travel Teams Nomination/Election Committee who will prepare a slate of candidates and present it at the last Travel Teams coaches meeting of the spring season. After the slate of candidates is presented and nominations are taken from the floor, the nominations will be closed, and the election will be held immediately thereafter. Elected members will assume responsibility at the end of the spring season.
2. Positions that will be elected in **odd years** will be Commissioner, Treasurer, and one half of the at-large positions. (In the event of an odd number of at-large positions within the division the additional will be elected in odd years.)
3. Positions elected in **even years** will be Vice-Commissioner, Secretary, and one half of the at large positions. (In the event of an odd number of at-large positions within the division the additional will be elected in odd years.)

4. All nominees must be a general member of the Travel Teams Division.
5. Voting will be by anonymous ballot and be limited to one vote for each travel team coach's designated representative in attendance.
6. The Nominations/Election Committee will count and verify the ballots. All ties will be decided by a best 2 of 3 coin flip.

SECTION D: The Travel Teams Committee Commissioner shall have the power to fill all vacancies on the Travel Teams Committee from among the general membership of the Travel Teams Division. The appointee shall serve on the Committee for the unexpired term of that office.

SECTION E: All Travel Teams shall follow CSA and Affiliate Rules and Regulations. Exceptions must be in writing and approved by the CSA Executive Board of Directors.

SECTION F: TRAVEL TEAMS COACHES AND ASSISTANT COACHES

1. The Technical Director shall develop a list of coaches for each Travel team by age group to include the total number of anticipated teams and submit this list to the Travel Teams Committee.
2. The Travel Teams Committee shall review the recommendations of the Technical Director and shall recommend the coaches, assistant coaches and team officials for approval by the CSA Executive Board of Directors.
3. Any change to coach, assistant coach, or team official needs approval of the CSA Executive Board of Directors.

SECTION G: The General Members of the Travel Teams Division shall be one parent or guardian of a child registered to play in Travel Teams Division programs, and all persons over the age of 18 coaching or an approved volunteer in Travel Teams Division programs.

SECTION H: Each General Member of the Travel Teams Division shall be entitled to one vote, when appropriate, without regard to the number of players registered to play or number of teams coached.

ARTICLE XI GOVERNMENT

SECTION A: ADMINISTRATION

1. The CSA Executive Board of Directors shall meet during the fiscal year in order to review and plan the operations of the Association.
2. All meetings shall be conducted with Robert's Rules of Order except where provided otherwise by the By-Laws or Rules and Regulations of CSA.
3. Quorum: All boards and committees of CSA are authorized to conduct business meetings and make decisions if a simple majority is present. Simple majority is one more than half of the voting members on a particular board or committee.
4. Emergency Meetings: If it becomes necessary to call an emergency meeting of the Board of Directors, the Recreational Teams Committee, or the Travel Teams Committee, the following procedures will be followed:
 - a. The appropriate Commissioner or President will contact the appropriate Secretary and the Secretary will contact all the appropriate members.
 - b. In the absence or unavailability of the appropriate Commissioner or President, the appropriate Secretary in agreement with any two other appropriate members, may call an emergency meeting.

- c. In the absence of the appropriate Secretary, the appropriate Commissioner or President or any two other appropriate members will contact all the appropriate members.
- d. An emergency meeting of the general membership may be called by the President of the Association by contacting the Secretary of the Association who will then issue notification to all members.

SECTION B: FINANCE

1. CSA shall operate on a fiscal year running from January 1 to December 31.
2. The CSA Executive Board of Directors Treasurer shall prepare an operating budget for the next calendar year and submit it to the CSA Executive Board of Directors for ratification by December 1. The CSA Executive Board of Directors must ratify or reject the budget within 30 days, or it is approved. The ratified operating budget will be presented to the general membership. All unbudgeted expenses must be approved by the CSA Executive Board of Directors. The Treasurer will indicate all unbudgeted expenditures on the monthly report.
3. The CSA Executive Board of Directors Treasurer shall prepare a five-year plan including the expected disposition of Long-Term Funds and the expected levels of reserve necessary to protect CSA.
4. The CSA Executive Board of Directors shall be responsible for the security of all funds raised in the name of CSA.
5. All contracts must be approved by the CSA Executive Board of Directors. All contracts will require the signature of the President of the Association.

SECTION C: MANAGEMENT OF THE ASSOCIATION'S FUNDS

1. The Association will require two (2) signatures on all manual checks. Authorized Signatories shall include any officer of the CSA Executive Board of Directors. On all checks, one signature must be that of either the Treasurer or the President of the CSA Executive Board of Directors. The second signature may be that of any other authorized signature. A check may not be signed if it is missing the payee, the amount, or both. Checks issued directly from CSA approved accountant or bookkeeper must be authorized by the CSA Executive Board of Directors.
2. All transactions (deposits and withdrawals) must be duly recorded and include proper supporting documentation and authorizations.
3. The Treasurer of the Association and/or the CSA approved accountant or bookkeeper shall reconcile the bank statement and shall verify to the CSA Executive Board of Directors at each monthly meeting that the current bank statement is in order.
4. All bills, invoices, contracts, bank statements and any other statements reporting assets and liabilities of the Association must be addressed to CSA's post office box. Someone other than the Treasurer must receive and open all mail. All late notices reporting delinquent amounts due must be reported to the President of the Executive Board of Directors immediately upon receipt.
5. Every expenditure from any petty cash fund must be accounted for before the fund may be replenished.
6. The CSA Executive Board of Directors shall appoint an independent Auditor to audit the books of the Association at least annually. The Auditor's Report shall be forwarded to the CSA Executive Board of Directors 30 days after the audit. A copy of each report shall be given to the President of the Board of Directors.
7. Any recommendation by the independent Auditor relative to fiscal policies and procedures may, upon review, be implemented by the Association once approved by the CSA Executive Board of Directors.

8. No expenditure may be made in CSA's name by any person other than the person authorized to do so by the CSA Executive Board of Directors.

ARTICLE XII RULES & DISCIPLINE COMMITTEE

SECTION A: The CSA Executive Board shall appoint a Rules & Discipline (R&D) Committee to consist of at least the following members.

1. R&D Chairman shall be the CSA Executive Board Vice President
2. R&D Chairman shall preside at all meetings of the R&D Committee and shall perform all duties incident to that office.
3. R&D Secretary who shall record and prepare meeting minutes and notifies R&D Committee members on all matters pertaining to meetings and such activities as directed by the R&D Committee. The Secretary shall present to the CSA Executive Board of Directors all minutes of the R&D Committee for review at the next immediate CSA Executive Board meeting.
4. Operations Director
5. Head of Officials
6. The Vice Commissioner of each division.

SECTION B: The R&D Committee may meet at any time in order to hear information and render a decision based on CSA Rules but must meet at least six times during a year to review and make recommendations on the Rules for each division. Failure to attend two consecutive R&D Committee meetings shall be subject to review by the members of the CSA Executive Board of Directors.

SECTION C: Any charges of misconduct will be reviewed, and a decision rendered on the complaint as prescribed below.

1. Charges of misconduct by a Recreational Team player, coach or administrator will be presented to the R&D Committee for review and action in accordance with the Rules and Regulations of CSA. A report of any action taken shall be made to the CSA Executive Board of Directors and Recreational Team Committee at their next respective meeting. An appeal from any action taken shall be made to the CSA Executive Board of Directors.
2. Charges of misconduct by a Travel Team player, coach or administrator will be presented to the R&D Committee for review and action in accordance with the Rules and Regulations of CSA. A report of any action taken shall be made to the CSA Executive Board of Directors and Travel Team Committee at its next meeting. An appeal from any action taken shall be made to the CSA Executive Board of Directors.
3. Charges of misconduct by a general member of the Association will be presented to the R&D Committee for review and action. An appeal from any action taken shall be made to the CSA Executive Board of Directors.
4. Charges of misconduct by an officer of the Association will be presented to the R&D Committee for review and action. An appeal from any action taken shall be made to the CSA Executive Board of Directors.

ARTICLE XIII RULES AND REGULATIONS

SECTION A: Any changes to the Rules and Regulations of any Division must be approved by the CSA Executive Board of Directors.

SECTION B: The Rules and Regulations of CSA Affiliates shall govern CSA in cases to which they are applicable and which they are not inconsistent with CSA's Rules and Regulations.

SECTION C: A copy of CSA's Rules and Regulations shall be available at the Association's office and published on the Association's website.

SECTION D: A copy of the Rules and Regulations of CSA Affiliates shall be available at the Affiliates office.

ARTICLE XIV BY-LAWS

SECTION A: Any proposed changes to the By-Laws must be submitted to the CSA Executive Board of Directors in writing.

SECTION B: The CSA Executive Board of Directors will receive the proposed change to the By-Laws and take it under advisement. After 30 days review, the CSA Executive Board of Directors shall report any action taken or not, back to the general membership within 60 days.

SECTION C: The proposed change must be carried by a two-thirds vote of the CSA Executive Board of Directors.

SECTION D: A copy of CSA's By-laws shall be available at the Association's office and published on its website.

SECTION E: A copy of CSA Affiliates' Constitution and By-laws shall be available at the Association's office.

ARTICLE XV DISSOLUTION

SECTION A: In the event of dissolution of the Association, all previous outstanding obligations of the Association shall be paid in full, and the remaining assets of the Association shall go to a general soccer association (such as EPYSA, USYSA or similar organization) exempt under Section 501(c) of the Internal Revenue Code.