

**GENERAL PROVISIONS OF THE MERGER OF FAIRFIELD F.C.
AND FAIRFIELD YOUTH SOCCER ASSOCIATION**

1. Fairfield F.C. will give up its Club No. 519 and dissolve. Fairfield Youth Soccer Association will give up its Club No. 520 and dissolve.
2. The new club will be Fairfield United Soccer Association, number to be assigned by Southwest District or CUSA as is customary.
3. All existing teams will be merged for the Fall 2000 season and will play as Fairfield United teams.
4. Tryouts for all age levels for the Fall 2000 season will be held this Spring, 2000.
5. Fairfield United colors will be red, white and navy blue. Fairfield United uniforms will be selected by the Board and will be worn by all teams effective the Fall 2000 season.
6. Existing finances of Fairfield F.C. and Fairfield Youth Soccer Association will be disbursed consistent with the internal procedures of each club. Each club will contribute \$100 to the Fairfield United treasury.
7. Appointment of Coaching Director and compensation for Director as well as Coaching Director responsibilities will be determined by the Board of Fairfield United.
8. Fairfield United will be governed and administered by an eight-member Board. Initial Board members will be Bill Wallace and Don Houston, co-presidents, and Doug Scott from Fairfield F.C. and Ron Pine from Fairfield Youth Soccer Association as Board members. The remaining four board members, two each from Fairfield F.C. and

200-2665
-032

F.S.A. will be designated by the above-referenced four Board members. Selection of the remaining Board members must be by unanimous agreement of the above-referenced four Board members. The Board will adopt bylaws not inconsistent with the provisions of this document.

9. The mission statement and philosophy of Fairfield United is to facilitate player development, and within the club and premiere team format to provide the strongest possible divisional teams for league, tournament and cup competition.

10. Fairfield United will make the parent coach an essential part of each team. The parent coach will direct and control the team, in conjunction with the technical coaches.

11. Coaches may recommend their own technical coach, provided the technical coach can produce appropriate credentials of qualification. Any such technical coach must be reviewed and approved by the Coaching Director. In the event the Coaching Director does not approve a technical coach which a parent coach wishes to utilize, the parent coach may appeal to the board. If the parent coach has no particular technical coach in mind, he may request that the Coaching Director assign one to his team. If the assigned technical coach is not a good "fit" with the parent coach, the parent coach may ask the Coaching Director for a different coach. If this cannot be resolved between the parent coach and the Coaching Director, the matter may be appealed to the Board. A technical coach has reporting responsibility to both the parent coach and the Coaching Director, with the aim of establishing a relationship between the two and also greater responsibility on behalf of the technical coach by being required to account for attendance, performance, etc., to the parent coach.

formation of U-9 and U-10 teams where child development is still in the ongoing process and the balance team concept will be pursued.

16. Parent coaches will be selected by the Board on the basis of the following criteria: experience and involvement in youth soccer programs and in coaching youth sports, extent of coach license, interview by the Board committee and other relevant considerations as determined by the Board. Initial coaching selection should be completed by June 10, 2000 for the first year and as necessary by May 15 every year thereafter.

17. The technical coaches will also be selected by a committee of the Board including the Coaching Director who will examine credentials, background, etc.

18. The Board of Directors of Fairfield United will meet at least semi-annually to evaluate the prior year and enact changes as needed for the upcoming year.

19. In selecting and considering numbers of teams, it will be the position of Fairfield United that at the U-9 and the U-10 levels, the Club will field as many teams as there are qualified players and that no qualified player who is willing to make the commitment to the program will be turned away. This may be amended if parent and/or technical coaches are unavailable to coach any said team.

20. At the U-11 level and above, all teams will be selected on an A, B, C level with the A team being the strongest and so on. With reference to tryouts, at the U-11 level and above, there will be at least two tryout dates; every player must attend at least one tryout or will not be put on a team; the A team coaches will have the pick of the first 18 players and the B team coach will pick from the remaining players. The technical coach will have the responsibility of calling players not selected. Players will remain on

the team for one year, provided they show the appropriate dedication and commitment to the team.

21. It is recommended that players play on the age level team appropriate for their age. Players will only be allowed to play at a higher age level to the extent that that is consistent with their grade level at school and they qualify for the "A" team.

22. Fairfield United, in the interests of maximizing player development of Fairfield players within the confines of a unified Fairfield program, will also attempt to field premiere teams from the age of U-12 and up on both the boys and girls sides. Primary consideration for membership on any such team will be given to Fairfield residents as well as Fairfield Prep and Notre Dame students (even if they are not Fairfield residents). Realizing that the goal of Fairfield United is to develop Fairfield players, the club will not register premiere teams with out-of-town players taken at the expense of Fairfield players. It is also understood that at higher age groups, there may simply not be enough qualified Fairfield players who are interested in playing on a premiere level. If that is the case, then out-of-town players will be considered for the premier teams.

23. Both Fairfield F.C. and Fairfield Soccer Association Clubs will remain in existence until the new Club is approved by the CJSA. However, the merger of teams for Fall, 2000 and the creation of new U-9 teams will proceed on the basis that they are all Fairfield United Soccer Association teams.

New Club
P.01
RZ



**Connecticut Junior Soccer Association, Inc.
SouthWest District**

June 19, 2000

Ms. Andrea Duffy
President
Connecticut Junior Soccer Association
P.O. Box 2230
New Britain, CT 06050

Dear Andrea,

It is my pleasure to propose for membership in CJSA two new clubs from SouthWest District: Arsenal Soccer Club and Fairfield United Soccer Association. Neither is actually a new organization: Arsenal has had teams entered in Premier competition through sponsorship by other affiliates and Fairfield USA is a result of the merger of two affiliates, Fairfield FC and Fairfield YSA. The latter two will dissolve as soon as Fairfield USA is admitted. The Arsenal and Fairfield USA applications were accepted by an overwhelming majority vote at the SouthWest District meeting held June 15, 2000.

We respectfully ask that you forward these applications at your earliest convenience to the State Board of Directors for ratification. If you have any questions, please call me. Thank you for your continued good efforts in support of our District.

Sincerely,

A handwritten signature in black ink that reads 'Ted Rozsa'.

Ted Rozsa
Vice President



**BYLAWS OF
FAIRFIELD UNITED SOCCER ASSOCIATION, INC.**

ARTICLE I

Name

The name of the corporation is **Fairfield United Soccer Association, Inc.**, hereinafter called "the Association" or "FUSA".

ARTICLE II

Purpose

1. The Association has been formed for the following purposes:
 - a. To provide a forum for youth soccer in the Town of Fairfield, Connecticut.
 - b. To develop soccer skills in youth players and to improve their level of understanding of the game of soccer.
 - c. To develop the concepts of sportsmanship and teamwork in youth players.
 - d. To field teams capable of competing on a travel team level for each age group formed (classic/premier when appropriate).
 - e. To represent the Town of Fairfield in league, state and tournament matches.
 - f. To create and maintain a sound public opinion of the game of soccer, promote good will and to protect and advance the interests of youth soccer.
 - g. To provide information and recommendations to the Town of Fairfield and any other regulatory body about the needs of a youth soccer program.
 - h. Effect the merger as set forth in the attached document.

2. Anything herein contained to the contrary notwithstanding, the purposes of the Association shall not include engaging in propaganda or otherwise attempting to influence legislation; nor shall they include the advancement of any of its objectives by engaging in propaganda or otherwise attempting to influence legislation; nor shall the Association make any grant or payment for such purpose.

ARTICLE III

Affiliations

1. The Association shall be affiliated with the Connecticut Junior Soccer Association, Inc. ("CJSA") and the United States Youth Soccer Association ("USYSA"), and shall at times be an affiliated "Club" as defined by CJSA and USYSA rules and regulations.
2. The Association shall abide by the rules and regulations of the CJSA and the USYSA.
3. The Association shall, through its Board of Directors, appoint a delegate or delegates to represent the Association at district level meetings of the CJSA and at such meetings of the CJSA or USYSA as the Board of Directors shall from time to time deem appropriate.

ARTICLE IV

Members

The Association shall have no members.

ARTICLE V

Board of Directors

1. Management of the Association shall be vested in a self-perpetuating Board of Directors consisting of not less than eight Directors. The number of Directors shall be established from time to time by a resolution of the Board of Directors.

2. The Board of Directors shall determine the policies and activities of the Association, shall elect the officers of the Association and shall have general management of the Association and its affairs.
3. The Board of Directors may employ or authorize the employment of paid personnel and may fix the terms and conditions of such employment.
4. No member of the Board of Directors shall be an employee of the Association or shall enter into any contract with or receive any compensation from the Association. Members of the Board of Directors may be reimbursed for expenditures made on behalf of the Association.
5. Each Director shall be assigned a primary area of responsibility as shall be determined by resolution of the Board of Directors from time to time. Each Director shall perform such other duties as may be assigned by the President/Co-Presidents or the Board from time to time.
6. Directors shall be elected at the annual meeting of the Board of Directors by the then current Board of Directors. Directors shall be elected originally for a two year term commencing with the date of election. After the first two year term, the Directors shall be elected for a term of one year commencing with the date of election and continuing until the next annual meeting. Notwithstanding any other provision of these bylaws, a Director shall remain a Director of the Association until such time as his or her successor shall be elected and qualified.
7. A Director may be removed for cause by vote of two-thirds majority of the other Directors. "Cause" shall include: (a) conduct deemed contrary to the best interest of the Association; (b) failure to attend three consecutive regularly scheduled meetings of the Board; or (c) failure to attend at least one-half of the regularly scheduled meetings of the Board in any one year. Prior to voting upon any resolution to remove a Director for cause, the President of the Association shall notify the Director in question, in writing, advising the Director that a resolution for his or her removal is to be considered, the cause for which the Director is to

be removed, and the time and place of the meeting at which the resolution is to be considered. A copy of the notice shall be sent to all other Directors. The resolution may be considered and acted upon at a regularly scheduled meeting of the Board of Directors or at a special meeting of the Board of Directors.

8. Any Director may resign at any time by giving written notice of resignation to the President/Co-Presidents of the Association.
9. In the event of a vacancy on the Board of Directors, a new Director may be elected at a regular meeting of the Board. Any Director so elected shall serve until the next annual meeting of the Board. For the first two years, any such new director shall be from the same prior club (FFC or FYSA) with which the former director had been affiliated, and shall be nominated by the remaining Board members from such former club, subject to approval by majority vote of all remaining Board members

ARTICLE VI

Meetings of the Board of Directors

1. The annual meeting of the Board of Directors shall be held in the Town of Fairfield during the month of June. At the annual meeting, the Board of Directors shall elect Directors to serve for the following year, and shall conduct such other business as may properly come before the meeting.
2. Regular meetings of the Board of Directors shall be held not less than two times a year.
3. Written notice of the annual meeting of the Board of Directors shall be given to each Director at least five days prior to the annual meeting. Any Director may waive notice of the annual meeting, in writing. The attendance by a Director at the annual meeting shall constitute a waiver of any defect in the notice or of any lack of notice.
4. The Directors shall be given such notice of the time of regular meetings of the Board as the President/Co Presidents of the Association shall deem appropriate.

5. Special meetings of the Board of Directors may be called by the President of the Association from time to time and shall be called by the President upon written request from any three members of the Board of Directors. In the event of a vacancy in the office of President, a special meeting of the Board of Directors may be called by any three members of the Board by causing a written notice of such special meeting to be delivered or mailed to the members of the Board. Notice of a special meeting shall be in writing and shall state the purpose of the special meeting. Notice of the special meeting shall be mailed or delivered to the Directors of the Association at least seven days prior to the date of the special meeting.
6. A majority of the Directors shall constitute a quorum at any meeting of the Board of Directors. Actions by a majority of the Directors present at a meeting at which a quorum has been established shall be binding upon the Association.

ARTICLE VII

Officers

1. The officers of the Association shall include a President/Co-Presidents, a Secretary, a Treasurer and such other officers as the Board of Directors may establish from time to time by resolution. The office of Secretary and Treasurer may be held by the same individual.
2. Officers of the Association shall be elected at the annual meeting and shall serve for an original term of two years or until their successor shall be duly elected and qualified. After the first two years, it will be on an annual basis.
3. The duties of the officers shall be as follows:
 - a. The President/Co-Presidents shall be the Chief Executive Officers of the Association, and shall preside over all meetings of the Board of Directors. The President/Co-Presidents shall appoint and be an ex-officio member of all standing and special committees. He or she shall perform such other duties as usually pertain to the office of the President or as may be delegated to the President by the Board of Directors.

- b. The Secretary shall maintain the records of the Association, including the minutes of meetings of the Board of Directors. The Secretary shall perform such other services as may be assigned by the President/Co-Presidents or by the Board of Directors.
- c. The Treasurer shall be responsible for receiving all funds paid to the Association, shall deposit such funds in the Association's official depositories and shall disburse such funds on the order of the Board of Directors. The Treasurer shall sign or counter-sign all checks drawn on the Association's accounts. The Treasurer shall at all times make the Association's accounts and books available for inspection by the President, the Board of Directors and any auditors who may be authorized by the Board of Directors. The Treasurer shall make a report at all regularly scheduled meetings of the Board of Directors, and at such other times as the President/Co-Presidents may require.

ARTICLE VIII

Committees

The Board of Directors may from time to time establish by resolution such committees as the Board of Directors shall deem necessary or appropriate to carry out the purposes of the Association. The members of each sub committee shall be appointed by the President/Co-Presidents.

ARTICLE IX

Teams

1. The Board of Directors shall establish and sponsor "Club Teams" (as defined by CJSA) in such age groups and in such number and at such competitive levels as the Board of Directors shall from time to time deem to be in the best interest of the Association and the players on such teams.
2. The Association shall provide such financial support to such teams as the Board of Directors shall from time to time deem to be in the best interest of the Association and the players on such teams.

3. The Board may from time to time to time hire such coaches, including a technical coaching director or coaching director, as the Board shall from time to time deem to be in the best interest of the Board and the players on the teams.
4. The Association shall charge the players on teams which it establishes or sponsors such participation fees as the Board of Directors shall from time to time deem to be appropriate.

ARTICLE X

Fund Raising

The Association shall from time to time engage in such fund raising activities as the Board of Directors shall deem necessary to carry out the purposes of the Association. The Directors may establish one or more committees to undertake fund raising activities and may select one or more Directors to administer and oversee all fund raising activities. All fund raising activities shall be carried out in a manner consistent with maintaining the Association's status as a tax exempt organization.

ARTICLE XI

Fiscal Year

The fiscal year of the Association shall end December 31.

ARTICLE XII

Amendments

These bylaws may be amended by a resolution adopted by not less than two-thirds of the Directors. Bylaws may only be amended at a special meeting called for such purpose with notice given to all Directors, which notice shall include a copy of all proposed changes in the bylaws. Amendments to these bylaws shall be effective upon adoption.

ARTICLE XIII

Tax Exempt Status

The Association shall at all times maintain its status as an organization exempt from taxes under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Nothing contained within these bylaws shall be interpreted or construed in such a manner as to endanger the Association's tax exempt status. To the extent it shall be determined that any provision of these bylaws is inconsistent with such tax exempt status, these bylaws shall be read as though such offending provision did not appear.