

**UNITED STATES TABLE SOCCER FEDERATION
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UNITED STATES TABLE SOCCER FEDERATION BYLAWS

CHAPTER I - NAME AND DEFINITIONS

Section 1. The name of this corporation shall be the **United States Table Soccer Federation**, hereinafter referred to as the USTSF. The USTSF shall serve as the recognized National Governing Body (NGB) for the sport of table soccer in the United States.

Section 2. As used in these Bylaws, the term:

A. "Active athlete" means any individual who is actively participating in international athletic competition in the sport of table soccer or who has represented the United States in international athletic competition held under ITSF jurisdiction in the sport of table soccer within the preceding ten (10) years;

B. "Actively engaged athlete" means an athlete engaged in athletic competition at a level of proficiency appropriate for selection to a national team in the sport of table soccer;

C. "Affiliated Club or Organization" means any multi-sport or table soccer organization whose principal purpose is to independently and regularly conduct table soccer programs and/or competitions in the United States at the national and/or lesser levels that chooses to affiliate with USTSF;

D. "Allied Table Soccer Organization" means a recognized not-for-profit corporation, club, federation, union, association or other group organized in the United States who sponsors, arranges or supports table soccer and who is a recognized member of USTSF as defined in Chapters V and VII;

E. "Board" means the Board of Directors of USTSF;

F. "Community Based Programs" means any multi-purpose organization that regularly conducts, sponsors or supports grassroots table soccer programs and/or competitions for the purpose of educating, instructing and promoting awareness of and interest in table soccer and that chooses to affiliate with USTSF. Community Based Programs include but are not limited to Boys and Girls' Clubs, YMCAs, Association of College Unions International, and Valley International Foosball Association.

G. "Headquarters" means the principal office of USTSF;

H. "IOC" means International Olympic Committee;

I. "ITSF" means and is the acronym for International Table Soccer Federation -- the international governing body for table soccer;

J. "National Team" means each year's standing national team;

K. "Quadrennium" means the four-year period that begins with the first meeting after the Summer Olympic Games and extends until convening the first meeting following the next Summer Olympic Games;

L. "Sanction" means a certificate of approval issued by authority of USTSF;

M. "USOC" means United States Olympic Committee;

N. "USTSF athlete" means any athlete who meets the eligibility standards established by USTSF for the sport of table soccer;

O. "USTSF athletic competition" means a contest, game, meet, match, tournament, or other event in which USTSF athletes compete.

CHAPTER II -- PURPOSES

Section 1. The mission of the USTSFS is to select and train the best U.S. athletes to represent the U.S. in international table soccer competition, helping them to achieve sustained competitive excellence in the sport of table soccer.

Section 2. The purposes of the USTSFS are to act as the National Governing Body (NGB) for the sport of table soccer in the United States, and to act as the member of the ITSF for table soccer in the United States. In connection with such purposes, the USTSFS shall encourage and support athletic activities by all participants without regard for race, color, religion, age, gender or national origin, in the sport of table soccer by:

- A. Establishing national goals for the sport of table soccer and encouraging the attainment of those goals;
- B. Coordinating and developing athletic competition in the United States relating to the sport of table soccer;
- C. Promoting the participation and the development of skills of table soccer players at all levels through programs for table soccer coaches and competition officials;
- D. Exercising exclusive jurisdiction over all matters pertaining to the participation of the United States in the sport of table soccer in world championships and other international competitions, except the Olympic or Pan American Games, which come under the jurisdiction of the USOC;
- E. Obtaining for the United States, in cooperation with the USOC when the Olympic or Pan American Games are involved, the most competent representation possible for the United States in the sport of table soccer;
- F. Promoting and supporting activities in the sport of table soccer involving the United States and foreign nations;
- G. Keeping table soccer athletes informed of policy matters of the NGB;
- H. Promoting and encouraging physical fitness and public participation in the sport of table soccer and the education of the public with respect thereto;
- I. Assisting organizations and individuals concerned with sports in the development of table soccer programs from grassroots and junior development through the elite levels;
- J. Protecting the right of opportunity, without discrimination on the basis of race, color, religion, age, gender, or national origin, of any athlete, coach, trainer, manager, administrator, or official to participate in athletic competition in the sport of table soccer;
- K. Providing for the swift resolution of conflicts and disputes involving athletic competition in the sport of table soccer;
- L. Fostering the development of athletic training facilities for use by athletes training for competitions in the sport of table soccer and assist in making such facilities available to such athletes;
- M. Providing and coordinating technical information on physical training, mental training, equipment design, coaching, and performance analysis in the sport of table soccer;
- N. Encouraging and supporting research, development and dissemination of information in the areas of sports medicine, sports science and sports safety related to the sport of table soccer;
- O. Fulfilling all other purposes outlined in general for National Governing Bodies by the USOC; and
- P. Fulfilling such other purposes as may be stated in the Certificate of Incorporation of the USTSFS.

CHAPTER III -- POWERS OF THE CORPORATION (USTSF)

Section 1. The USTSF shall be the National Governing Body for the sport of table soccer in the United States. The corporation shall be autonomous in its governance of the sport of table soccer, in that it shall independently determine and control all matters central to such governance, shall not delegate such determination and control, and shall be free from outside restraint. This provision shall not be construed as preventing the USTSF from contracting with third parties for administrative assistance and support, in connection with its purposes. In connection therewith, the corporation shall exercise the following powers:

- A. Represent the United States in relations with the ITSF;
- B. Serve as the coordinating body for athletic activity in the sport of table soccer in the United States;
- C. Exercise jurisdiction over international athletic activities and sanction international athletic competition held in the United States and sanction the sponsorship of international athletic competition held outside the United States in the sport of table soccer, in accordance with the provisions of these Bylaws;
- D. Conduct athletic competition in the sport of table soccer, including local competition, regional championships, national championships, and international athletic competition in the United States, and establish procedures for the determination of eligibility standards for participation in such competitions, except for restricted competition referred to in paragraph F below;
- E. Nominate to the USOC individuals and teams to represent the United States in the Olympic or Pan American Games in the sport of table soccer in accordance with the USOC Constitution and Bylaws;
- F. Designate individuals and teams to represent the United States in international athletic competition (other than the Olympic or Pan American Games) in the sport of table soccer and certify, in accordance with the rules of the ITSF, the eligibility of such individuals and teams, provided that any organization which conducts athletic competition, participation in which is restricted to a specific class of athletes (such as high school students, college students, or similar groups or categories), shall have exclusive jurisdiction over such competition. If such a sports organization wishes to conduct international athletic competition for table soccer to be held in the United States, or sponsor international athletic competition for table soccer to be held outside the United States, it shall obtain a sanction from the USTSF as provided in Chapter XXI;
- G. Facilitate, through orderly and effective administrative procedures, the resolution of conflicts or disputes which involve any of its members and any athlete, coach, trainer, manager, administrator, official, or amateur sports organizations, and which arise in connection with their eligibility for and participation in the Olympic Games, the Pan American Games, World Championship competition, or other protected competition as defined in the USOC Constitution and Bylaws;
- H. Establish and maintain offices for the conduct of the affairs of the corporation;
- I. Publish (or contract with another party to publish) a newspaper, magazine, or other publication consistent with its corporate purposes;
- J. Do any and all acts and things necessary and proper to carry out the purposes of the USOC as they relate to the USTSF;
- K. Promote and encourage educational programs in the sport of table soccer and inform the people of the United States of the virtues of good citizenship and sportsmanlike conduct, of the cultural aspects of national and international athletic activities, and of the benefits of physical fitness and participation in athletic activities;
- L. Prevent the unauthorized use of the names, symbols, emblems, terminology and trademarks of the USTSF.

CHAPTER IV -- MEMBERSHIP

Section 1. Membership in the USTSF shall be open to:

- A. Any eligible individual athlete, coach, trainer, manager, administrator, official or other individual active or interested in the sport of table soccer;
- B. Any sports organization, club association, or group including affiliated table soccer organizations as defined in Chapter I; and any multi-purpose organization which sponsors Community Based Programs as defined in Chapter I; or component of the Armed Forces which actively conducts programs or competitions in the sport of table soccer in the United States;
- C. Any other organization, corporation or individual which has an interest in developing the sport of table soccer in the United States.

Section 2. Membership Categories: There shall be at least three membership categories including Individual, Club and Organizational.

Section 3. Policies governing membership matters are as follows:

- A. Except for "protected competition" as that term is defined in the USOC Constitution, Article I, Section 2(G), an athlete must be a member in good standing of the USTSF or hold a valid player permit to participate in sanctioned competition. This provision shall also apply equally to any table soccer coach, trainer, manager, administrator or other official seeking to participate in the conduct of any not "protected competition."
- B. If an individual is not a US citizen, then eligibility to compete in a USTSF competition match is allowed if he or she is a member in good standing of his or her own country's ITSF-recognized national table soccer organization or the USTSF.

CHAPTER V - DUES

Section 1. Individuals, clubs, organizations, companies, or other entities who wish to be members of this organization shall be required to pay dues for annual memberships. There may be separate dues for individual, club and organizational memberships.

Section 2. The Board of Directors shall fix the amount of annual dues for all classifications of membership in the USTSF. Such dues shall be fixed on an equitable basis and shall be due and payable not later than the last day of the 12-month anniversary of the current membership effective date. Failure to renew a membership upon its expiration shall terminate all membership privileges. The dues established shall reasonably reflect the rights and services which the member receives within the member classification. The assessment of dues shall not prevent charging members fees for services unrelated to membership.

CHAPTER VI -- RECOGNITION OF AND SUSPENSION OR EXPULSION OF MEMBERS

Section 1. An individual or club may become a member of the USTSF by submitting a membership application to the USTSF and enclosing a check payable to the USTSF in the amount appropriate for the membership category.

Section 2. Any organization seeking to become a member of the USTSF shall apply in writing to the USTSF headquarters for recognition by the corporation. Such application shall set forth the qualifications of the applicant for membership and shall be referred to the Membership Services Committee. This Committee shall promptly review the application and forward same to the Board together with its assessment of the qualifications of the applicant and the action recommended by the Committee. Final decision on applications for membership shall be the responsibility of the Board. Applications for membership will be processed as they are received and will not be

held for submission to the Membership Services Committee or the Board at the regularly scheduled meetings unless there is a recommendation to deny membership.

Section 3. Any member, whether individual or otherwise, who violates any of the provisions of these Bylaws, or any operating policy of this National Governing Body can, after due notice and opportunity for a hearing in accordance with the procedures outlined in these Bylaws, have their membership suspended by the Board of Directors of the corporation upon recommendation by the Ethics and Disciplinary Committee or may be expelled by a two-thirds vote of the Board.

CHAPTER VII -- BOARD OF DIRECTORS

Section 1. The USTSFS shall be governed by a Board of Directors whose members are selected without regard to race, color, religion, national origin, or gender. Each member of the Board must be a member of the USTSFS throughout the entire term of service on the Board.

Section 2. The Board of Directors shall have general responsibility to define policies and establish procedures to be followed in carrying out the objectives and purposes of the corporation as set forth in its Certificate of Incorporation and Bylaws. The Board shall meet at least two (2) times each year.

Section 3. The Board shall include among its voting members active athletes as defined in Chapter I, Section 2A, who shall be elected by other athletes per USOC membership requirements and the USTSFS Standing Rules for Elections. The membership and voting power held by these individuals shall not be less than 20 percent of the Board of Directors or any committee, subcommittee, task force or any other group appointed or elected by the Board.

Section 4. A quorum for the transaction of business at a meeting of the Board of Directors shall exist if a majority of the members of the Board of Directors are present.

Section 5. The Board of Directors shall consist of the following members, each of whom shall have one (1) vote:

- A. The President, four Vice-Presidents, a Secretary, and a Treasurer. (amended 3/31/2007)
- B. The Olympic Athletes' Representative, elected by Olympic athletes to a four-year term effective at the beginning of each Summer Olympics quadrennium.
- C. Two National Athletes' Representatives, one male and one female, elected by athletes to two-year terms effective at the beginning of odd-numbered years.
- D. Community Based Programs' Representative, appointed by the President with the concurrence of the Board for a two year term.
- E. One representative from each amateur sport organization which has met the organization membership requirements of the USTSFS.

Section 6. Guests shall be permitted and will be encouraged to attend meetings of the Board of Directors but without voice or vote. Voice may be given by the President or the majority vote of the Board of Directors.

Section 7. All Board members shall be at least eighteen (18) years of age.

Section 8. No officers of the USTSFS may be officers of any other National Governing Body as recognized by the USOC.

CHAPTER VIII -- OFFICERS, DIRECTORS AND DUTIES

Section 1. The President shall chair all meetings of the corporation. The President shall recommend for Board approval all the USTSF Committee Chairs, and shall recommend for Board approval all nominations and appointments of the USTSF members to positions with the ITSF, USOC and other table soccer organizations. The President shall be an ex officio, non-voting member of all committees and shall perform such other duties as may be assigned by vote of the Board of Directors.

Section 2. The Secretary shall supervise the taking, making and distribution of all minutes, attend to the publication of official reports, attest documents, and perform such other functions as usually pertain to that office. Secretary shall oversee the record of the names and addresses of the members maintained by USTSF headquarters. The minutes of each meeting of the corporation shall be written in the manner and format prescribed by the most recent edition of Robert's Rules of Order (Newly Revised).

Section 3. The Treasurer shall oversee the finances of the corporation. The Treasurer shall render an annual financial report to the members and such special reports as may from time to time be called for by or under the authority of the Board of Directors. The Treasurer shall discharge such other duties as may be assigned by majority vote of the Board of Directors. The Treasurer shall be a member of the Fundraising and Finance and Planning Committees.

Section 4. The financial records of the corporation shall be audited at least once every twelve (12) months by an independent auditor who is a certified public accountant, selected by the Board of Directors, whose report shall be made available to the members.

CHAPTER IX -- EXECUTIVE DIRECTOR

Section 1. There shall be an Executive Director who shall be selected by and shall serve at the direction and will of the Board, and have all of the powers and duties usually vested in the office of the chief operating officer of a business corporation, and who shall carry out the policies of USTSF in accordance with these Bylaws and any Operating Regulation.

The Executive Director shall have, among others, the following duties (amended 3/31/07):

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- A. Supervision and appointment of staff: Supervising the staff of the corporation, including the appointment of such personnel as may be approved by the Board.
 - B. International communications: Supervising the proper handling of the correspondence and communications with individuals and organizations in foreign countries and the arrangements for attendance of United States teams competing in the United States or outside the United States and for participation of foreign athletes in the United States.
 - C. Execution of legal documents: Ensuring that all contracts and other legal commitments of the corporation are reviewed and signed by the authorized officers of the corporation.
 - D. Ex-officio memberships: Serving as a non-voting member of the Board and all committees.
 - E. Commitment review: Ensuring that all commitments of the corporation made by the Executive Director are submitted to the appropriate officers of the corporation for review and final approval or rejection prior to execution.
 - F. Budgetary Limitation: Operating within a yearly budget previously approved by the Board in accordance with the USTSF Financial Policies and Procedures Manual.

G. Yearly report: At the first yearly meeting of the corporation, preparing and presenting to the corporation a report on the state of the corporation.

H. Other duties: Carrying out other responsibilities assigned by the Board of the corporation from time to time.

I. Serve as the chairman of the Executive Committee.

Section 2. The Executive Director must attend all meetings of the Board of Directors unless excused for cause.

CHAPTER X -- USTSF REPRESENTATION ON THE USOC ATHLETES' ADVISORY COUNCIL

Section 1. The Olympic Athletes' Representative shall serve as the USTSF representative on the USOC Athletes' Advisory Council.

Section 2. The Secretary of the corporation shall promptly forward the name of the elected representative and alternate to the Executive Director of the USOC.

Section 3. In accordance with the Bylaws of the USOC, a statement setting forth the aforementioned procedures for the election of athletes to the USOC Athletes' Advisory Council shall be submitted to the USOC.

CHAPTER XI -- USTSF REPRESENTATION ON THE USOC BOARD OF DIRECTORS

Section 1. The representative from the corporation to the USOC Board of Directors shall be elected by the Board of Directors at the first Board meeting following the Summer Olympic Games, and shall serve at the pleasure of the Board or until the next meeting of the corporation following the next Summer Olympic Games. This representative shall keep the Board, Committees, and Executive Director advised in a timely manner of all matters within the USOC affecting the corporation, and shall distribute a written report of pertinent USOC activities at each meeting of the Board. The Secretary of the corporation shall be responsible for submitting the name of the representative to the USOC as may be required by the USOC Board of Directors.

CHAPTER XII -- USTSF REPRESENTATION TO THE ITSF

Section 1. The President's nominations for the corporation's representatives and alternates who shall be delegates to the ITSF, and nominees for any positions in the ITSF shall be subject to approval by the Board. The Board shall also decide whether the corporation will continue to support an ITSF representative from the United States who is being considered for re-election.

Section 2. Any member of the corporation who may be selected to a position in the ITSF is expected to attend mandatory meetings of the ITSF and shall submit timely written reports to the Board of Directors.

CHAPTER XIII -- ACTIONS TAKEN AT BOARD MEETINGS

Section 1. Actions taken at a meeting of the Board of Directors shall become effective immediately following the adjournment of the meeting, except as otherwise provided in these Bylaws or when an effective date has been recited in the record of the action taken.

Section 2. The minutes of meetings of the Board of Directors and of any committees shall be distributed within thirty (30) days of adjournment of such meeting as described in the USTSF Standing Rules. A summary of all such minutes shall be submitted by the Secretary and published at the USTSF web site. Full copies of all minutes shall be made available upon request of any member through USTSF Headquarters.

CHAPTER XIV -- COMMITTEES

Section 1. There shall be standing committees, which shall be advisory to and subject to oversight by the Board, as described in the Standing Rules for Committees. Standing committees include, but are not limited to, the following (amended 3/31/07):

- A. Executive
- B. Budget
 - 1. Subcommittee: USOC Funding Oversight
- C. Charitable Organizations
- D. Disabled Athletes
- E. Elite Players
- F. Equipment Approval
- G. Ethics and Disciplinary
- H. Grass Roots Development - Juniors & Collegiate
- I. Grass Roots Development - Adults & Seniors
- J. Grievance
- K. Hall of Fame
- L. International Relations
- M. Media and Publications
- N. Membership Services
- O. National Tournaments
- P. Nominating
- Q. Officiating
- R. Ratings
- S. Regional Tournaments
- T. Rules
- U. Sponsor Search and Approval
- V. Team USA Selection Oversight
- W. Women's Development

Section 2. The duties of each standing committee shall be as assigned by the President, subject to the approval of the Board of Directors.

Section 3. The President shall recommend for Board approval all committee chairs. Each chair shall recommend to the Board for approval persons with special expertise who they wish to have serve on that committee.

Section 4. Athlete representatives:

A. Each committee shall include at least 20% active athletes (as defined in the USOC Bylaws, Chap. XXIV, Sec. 7), and shall designate one seat for women's programs and one seat for men's programs where appropriate.

B. The athlete representatives in the following standing committees, which are defined as "Designated Committees" by the USOC Bylaws, shall meet the USOC requirements as described in the USOC Bylaws, Chap. XXIV, Sec. 7A.

- 1. Nominating Committee
- 2. Budget Committee
- 3. Grievance Committee
- 4. USOC Funding Oversight Committee
- 5. Team USA Selection Oversight Committee

Section 5. Elected athlete representatives on the Board of Directors shall serve on the disciplinary committee and may also serve on other committees.

Section 6. No member of a committee may be related to another member of the same committee, nor may any member of a committee be an employee or employer of another member of the same committee.

Section 7. A simple majority constitutes a quorum.

Section 8. Each committee shall determine its own rules of procedure, subject to Board approval, including reasonable notification of meetings and taking of votes by mail, telephone, or telecommunication. Such committees shall discharge their duties in accordance with the policies of the Board of Directors. A secretary will be appointed by the chair. The secretary shall keep accurate and complete minutes. The minutes of the meetings of all committees shall be provided to the Secretary and the Executive Director within thirty (30) days of the meeting for distribution to the members.

Section 9. Each committee may have meetings at major U.S. tournaments, where pertinent information pertaining to the conduct and concerns of the sport shall be discussed. Notice of such meetings shall be relayed to Board members, who are entitled to attend with voice but without vote (unless they are members of the committee).

Section 10. In addition to the standing committees established in Section 1, there shall be an Athletes' Advisory Committee. This Committee shall consist of the two (2) elected athlete representatives to the Board of Directors, the two (2) alternate elected athlete representatives, the AAC Representative and the AAC alternate. The Athletes' Advisory Committee shall serve in an advisory capacity to the Board of Directors in order to broaden communications between the corporation and currently active athletes as well as to serve as a source of opinion and advice to the Board of Directors with regard to both current and contemplated policies of the corporation.

Section 11. The President may create, subject to approval of the Board of Directors, such other special committees as may be necessary.

Section 12. The term of each chair of a standing committee shall run yearly or until a successor is appointed. The expiration term of special committees shall be stated when they are created.

CHAPTER XV -- STANDING RULES

Section 1. There shall be standing rules, adopted by the Board of Directors, to govern issues including, but not limited to: playing rules, tournament procedures, elections, committee actions and other business of the Corporation. Standing rules may be adopted, amended or rescinded by majority vote of the Board of Directors.

CHAPTER XVI -- AMENDMENTS TO BYLAWS

Section 1. These Bylaws may be amended or repealed by the affirmative vote of two-thirds of the entire Board of Directors cast at any meeting of the Board of Directors, provided that notice of such proposed amendment or repeal be contained in the notice of the meeting. Such notice of a proposed amendment or repeal of those Bylaws shall be included in the notice of such meeting upon written petition of at least four directors.

Section 2. All proposed amendments received by headquarters shall be forwarded, upon receipt, to the Secretary.

Section 3. Members of the Board of Directors may propose Bylaw changes in accordance with this Chapter. Proposed amendments to the Bylaws may be submitted by USTSF members in good standing to the President of the corporation when accompanied by 100 supporting signatures of USTSF members in good standing. Such amendments must be placed on the agenda of the next Board meeting.

Section 4. Except for proposed amendments distributed in accordance with the procedure outlined above, no other amendment shall be considered by a meeting of the Board of Directors, nor shall any proposed amendment to an amendment as proposed be considered, unless the same merely goes to the form and not the substance thereof. Nevertheless, if more than one amendment has been proposed on the same subject matter, and there are substantive differences between such amendments, the Board may, after due consideration of such proposals, adopt a

compromise of substance as well as form, and if the adoption of an amendment as proposed or amended or compromised is inconsistent or in conflict with other parts of the Bylaws, the meeting may adopt conforming amendments appropriate to the case.

Section 5. Such amendments shall be effective as of the closing date for the casting of votes, or at such later date as may be specified in the proposal.

CHAPTER XVII -- ELIGIBILITY

Section 1. The eligibility criteria of USTSF for athletes shall be the eligibility rules pertaining to table soccer consistent with those of the ITSF. For Olympic and Pan American Games, USTSF shall also observe the eligibility standards of the USOC, the IOC and the ITSF. In no case shall USTSF eligibility criteria be more restrictive than those of the ITSF.

Section 2. Questions of eligibility shall be determined at a meeting of the Board of Directors upon recommendation of the National Teams Committee. No athlete shall be declared ineligible to participate without fair notice and an opportunity for a hearing as defined in Chapter XX.

Section 3. Any athlete who has been declared ineligible for cause pursuant to a fair hearing process in any other Olympic or Pan American sport by the National Governing Body for that sport according to its processes shall be ineligible to compete in the sport of table soccer for the same period of time as the period of ineligibility in that sport.

CHAPTER XVIII -- MEMBER CONDUCT

Section 1. Code of Conduct:

A written code of conduct, approved by the Board, will govern athletes' conduct and behavior while a member of the National Team, National Junior Team or the time during which the individual is in resident athlete status at a USTSF Training Center. This code of conduct will be signed by the athlete as a condition of acceptance to the National Team, National Junior Team or selection as a resident athlete. The code of conduct will specify sanctions and penalties for non-compliance. Additional conduct codes will provide guidance for Organization officials, tournament officials, and referees.

Section 2. Member Misconduct:

If this corporation or any of its employees becomes aware of conduct by any organizational or individual member which violates the rules or policies of the corporation or is otherwise inconsistent with the best interests of this sport, the Ethics and Disciplinary Committee of this corporation may consider action to be taken against the member.

The Ethics and Disciplinary Committee Chair will inform the member of the alleged misconduct and provide the member fifteen (15) calendar days from the time the member receives notice, to respond. If the explanation is acceptable to the Chair, no further action will be taken. If, however, it is not acceptable, the Ethics and Disciplinary Committee Chair will respond to the member with an appropriate action of probation (continued participation upon condition), or suspension (forbidding participation) of membership for not more than one year.

If the member does not accept the decision of the Disciplinary Committee Chair, then the member shall be entitled to be heard before a hearing panel. If the member does not respond to the Chair within fifteen (15) calendar days, a hearing panel shall be convened to consider pertinent facts and to render a binding decision. Notwithstanding the member's failure to respond, the member shall be advised of the date, time, and location of the hearing and will be further advised of his or her right to be present and heard.

The hearing panel will consist of the President, the Athletes' Advisory Council representative and a member of the Disciplinary Committee appointed by the President. The panel shall convene to consider testimony or any other pertinent facts within 30 calendar days from receipt of the appeal or from the conclusion of the fifteen (15) day response period if the member fails to respond. The members of the panel will then deliberate and render a binding decision of not guilty, probation or suspension. If the hearing panel recommends expulsion from the membership, this decision must be finalized by a two-thirds majority vote of the Board.

CHAPTER XIX - INTERNAL GRIEVANCE PROCEDURES

Section 1. Opportunity to participate:

Neither the corporation nor any member of USTSF may deny or threaten to deny an amateur athlete the opportunity to compete in the Olympic or Pan American Games, World Championship competition or other such protected competitions as defined in the USOC Constitution; nor may the corporation, nor any such member of USTSF, subsequent to such competition, censure or otherwise penalize any such athlete who participates in such competitions.

Any amateur athlete who alleges the denial of a right established in this Section by the corporation, or a member of the corporation, shall immediately inform the President, who shall cause an investigation to be made and steps to be taken to settle the controversy without delay. Notwithstanding any efforts taken by the President to settle the controversy, the athlete may refer the matter promptly to the Executive Director of the USOC for action under Article IX of the USOC Constitution (if such Article applies). The rights granted to athletes under this Section of this Chapter shall apply equally to any coach, trainer, manager, administrator, or other official seeking to participate in the conduct of any of the international amateur athletic competitions designated or referred to in this Section.

Section 2. Filing:

Any member of the corporation may file a written grievance in the form of a Complaint with the Secretary pertaining to any matter within the cognizance of the corporation and alleging a violation of any provision of these Bylaws, the Amateur Sports Act of 1978, or the United States Olympic Committee Constitution and Bylaws. At the time of filing, a copy of the Complaint shall be sent to Headquarters.

Section 3. Fair Notice:

Fair notice and an opportunity for a hearing shall be accorded to any athlete, coach, trainer, manager, administrator, or official named as a respondent, under the provision of this Chapter before the corporation declares such individual ineligible to participate in any competition. This includes the right to an expedited hearing in the event that a competition is so scheduled that an expedited proceeding is necessary.

Section 4. Form:

Any grievance shall be signed under oath and shall allege with particularity the nature of the grievance and/or each claimed violation of the aforementioned documents by reference to specific section thereof, stating in concise language how, when, and where the alleged violation occurred. The factual allegations shall be set forth in numbered paragraphs, each paragraph containing a single factual allegation. A statement of specific remedies sought shall be included with any grievance.

Section 5. Grievance Process and Procedures:

A. Grievance Panel: In the Fall of the Summer Olympics year a Grievance Panel of seven (7) individuals, all of whom are members of this corporation, will be appointed by the President, subject to Board approval. They shall not be employees or Board members of the corporation. The Grievance Panel will serve as a group from which hearing panels and investigators will be selected as defined in this subsection. This panel shall include not less than three (3) "active athletes" as defined in Chapter II, that will represent a broad cross section of athletes. The President shall also appoint one of the seven (7) members of the Panel to be the Chair. The corporation shall provide counsel to the Grievance Panel, who shall assist the Panel in the administration of this grievance procedure, including the creation of a standard set of procedures for the conduct of grievance hearing.

B. The Investigator: Upon receipt of a grievance or complaint, one of the panel members shall be assigned by the President of the corporation as the investigator for that case. The investigator shall not be involved in the conduct which is the subject of the Complaint, any relation to the Complainant, or member of an organization (other than this corporation) which is involved in the Complaint.

C. The Investigation: The investigation of the Complaint shall at least include a collection of all relevant documents and interviews (when practical) with the Complainant, the Adverse Party and other persons having information related directly to the subject matter of the Complaint. The investigation shall be completed within thirty (30) calendar days of the appointment of the investigator.

D. Mediation of the Complaint: Within fifteen (15) calendar days of the end of the investigation, the Investigator shall present a written report of the investigation and recommendation as to the appropriate disposition of the complaint. Without being limited to that recommendation, the President may then attempt to mediate the dispute to the satisfaction of the Parties. If mediation is successful, the agreed upon resolution must be recorded by the President in a form which includes written acknowledgment to the Parties of the resolution and copies of which are sent to the Board of Directors.

E. Hearing Panel: If the President is unable to mediate the dispute to the satisfaction of the Parties within ten (10) calendar days of the receipt of the investigator's report, the President will notify the Chair of the Grievance Panel to appoint three (3) members of that Panel to serve as the group which will hear the grievance (the "Hearing Panel"). These appointments shall be subject to the following:

1. The Chair of the Grievance Panel may appoint him/herself to the Hearing Panel.
2. The appointment of the three (3) member hearing Panel will include at least one woman.
3. The Hearing Panel must include one (1) athlete.
4. A Chair of the Panel will be designated by the President, subject to Board approval.

F. The Hearing: The Hearing Panel shall convene within thirty (30) calendar days of the end of mediation to hear evidence, make findings of fact, and adjudicate the issues raised. All interested Parties shall have the right to counsel, present evidence in support or in opposition to the grievance, to examine and cross-examine witnesses, and to present such factual or legal claims as will support their positions. A summarized record of the proceedings will be made by the Hearing Panel. The rules of evidence shall not be strictly enforced and the burdens of proof and of going forward shall be on the complainant. The Hearing Panel shall expeditiously conduct its hearing and report its findings of fact and decisions of the Panel to the Board of Directors and all interested Parties. The Panel can render decisions of probation or suspension for a specified period of time or order such relief as it deems appropriate (e.g. letter of apology or restitution including payment for damaged equipment), but may not impose monetary fines as part of its penalty. The decision of the Hearing Panel shall be final and binding on all parties, except to the extent that decision is modified on appeal.

G. Appeal: Appeal from a decision of the Hearing Panel may be taken by any Party, including the corporation, to the Board by written notice filed with USTSF Headquarters, within fifteen (15) calendar days of receipt of the decision of the Hearing Panel. The notice for appeal must set forth the basis for appeal. Headquarters will forward copies of the notice of appeal to the other Parties, all of whom shall have the right of appeal to the Board within fifteen (15) calendar days of receipt of the notice of appeal. The Board shall render a written decision on the appeal within thirty (30) calendar days of receipt of notice and responses. A decision of the Board with respect to an appeal shall be final and binding on all Parties.

H. Expedited procedure: If the Complainant challenges a rule or decision affecting eligibility to participate in an international event or an event sanctioned by or conducted by the corporation, and where it is clearly demonstrated that established grievance procedures will preclude participation in a scheduled competition to which the Complainant had been or would have been entered, then the Complainant may, as part of his/her written complaint, request that the complaint be referred immediately to a Hearing panel which will convene and render a decision within ten (10) days. If a decision on the complaint cannot be rendered prior to the time of a competition to which the Complainant had been previously scheduled to attend, the Complainant will be permitted to compete in that competition. In response to such a request, within 24 hours the President will:

1. Send to the Complainant a notice acknowledgment receipt of the Complaint.
2. Send to any Adverse party a notice of the filing of the complaint, where no notice be sent if the Adverse Party is the corporation. The notice should include a copy of the Complaint.
3. Notify the chair of the Grievance Panel.

Section 6. General:

All notices, reports and decisions under this Section shall be made in writing and delivered in person by registered or certified mail, or other form of delivery creating a record of receipt. Participation in grievance procedures shall be deemed to constitute agreement to be bound by the provisions of this Section and decisions rendered in accordance therewith.

CHAPTER XX -- ARBITRATION

Section 1. The corporation shall submit to binding arbitration conducted under the auspices of the American Arbitration Association in accordance with its commercial rules then pertaining: (i) any controversy involving its recognition as a national governing body for the sport of table soccer, as provided for in the Constitution and Bylaws of the USOC and Section 205 of the Amateur Sports Act of 1978 (P.L.95-606), or (ii) any controversy involving the opportunity of any athlete, coach, trainer, manager, administrator, or official to participate in athletic competition in the sport of table soccer, as provided for in the Constitution and Bylaws of the USOC.

CHAPTER XXI -- SANCTIONING OF ATHLETIC COMPETITIONS

Section 1. If a person or sports organization proposes to hold an international table soccer competition within the United States, the USTSF shall promptly grant a sanction request for that competition, provided that there is no clear and convincing evidence that holding the event would be detrimental to the best interest of the sport, and that the organization or person requesting the sanction:

- A. pays the USTSF sanctioning fee;
- B. submits a notarized financial report of past events, if any;
- C. demonstrates that:
 1. the amateur status of the athletes will be protected;
 2. the competition will be conducted by qualified officials
 3. proper medical supervision will be provided for athletes;
 4. proper safety precautions will be taken to protect the personal welfare of both athletes and spectators.

Section 2. If the request is to sponsor U.S. athletes in competition **outside** the U.S., the sponsor must also submit a report of the most recent sponsorship trip to a foreign country, if any, as well as demonstrating that the entity hosting the foreign events meets the above listed requirements.

Section 3. The USTSF Board of Directors will take action on the recommendation of the Sanctioning Committee within 7 days of receiving it. The USTSF Secretary will then immediately inform those seeking the sanction of the decision.

CHAPTER XXII -- CONFLICT OF INTEREST AND ETHICAL PRACTICES

Section 1. Conflict of Interest:

If any officer, member of the Board of Directors, or any Committee, has a financial interest in any contract or transaction involving the corporation, such individual shall abstain from the corporation's evaluation or approval of such contract or transaction. The member must disclose such conflict to the corporation. Upon such disclosure being made, the contract or transaction shall not be voidable if the Board of Directors or Committee in good faith authorized the contract or transaction by the affirmative vote of the majority of the disinterested Directors or Committee members and the contract or transaction is fair to the corporation at the time it is authorized.

Section 2. Ethical Practices:

The Board of Directors shall adopt and enforce a written code of conduct governing the conduct, behavior, and ethical practices of officers, members of the Board of Directors, committees, staff and employees of the corporation and members of official delegations. Board members, members of committees, and staff and employees of USTSF must give written disclosure of the source(s) and amount(s) of annual income from table soccer-related activities. Upon election, selection or appointment to the positions described in this section, each person shall agree in writing to abide by such code as a precondition of acceptance of the position or appointment. Such code may be amended from time to time by the Board of Directors as it may deem necessary.

Section 3. Athlete Representatives serving on the Board or committees who are under contract to table soccer manufacturers or organizations must disclose commercial conflicts of interest and the names of their sponsors, but are exempt from disclosing the specific financial details of their contracts.

CHAPTER XXIII -- INDEMNIFICATION

Section 1. The corporation shall indemnify each of its present or former directors, officers, employees, or official representatives, or any person who is or was serving another corporation or other entity in any capacity at the request of the corporation against all expenses actually and reasonably incurred by such person (including, but not limited to, judgments, costs, and counsel fees) in connection with the defense of any pending or threatened litigation to which such person is, or is threatened to be made, a party because such person is or was serving in such capacity.

This right of indemnification may also apply to expenses of litigation which is compromised or settled, including amounts paid in settlement, if the corporation approves such settlement as provided in Section 2 hereof. An individual listed above shall be indemnified if the individual acted in good faith and in a manner the individual reasonably believed to be in or not opposed to the best interests of the corporation. The termination of any litigation by judgment, order, settlement, conviction, or plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the individual did not act in good faith and in a manner the individual reasonably believed to be in or not opposed to the best interests of the corporation.

Section 2. Any amount payable as indemnification pursuant to this Chapter may be determined and paid by the corporation upon a determination by majority vote of the Board of Directors, not including those members who have incurred expenses in connection with the litigation for which indemnification is sought, that the individual in question has met the standard of conduct set forth in Section 1 above.

Section 3. Any expenses incurred by a qualified individual in connection with the defense of any litigation may be paid by the corporation in advance of a final disposition of such litigation upon receipt of a written commitment by such person to repay the amount advanced if it is determined under Section 2 hereof that such person is not entitled to be considered for indemnification pursuant to this Chapter.

Section 4. The Board of Directors may, at its discretion, authorize the purchase of insurance on behalf of any persons potentially indemnifiable under this Chapter. Such insurance may include provisions for indemnification of such persons for expenses of a kind not subject to indemnification pursuant to this Chapter.

CHAPTER XXIV -- ADMINISTRATIVE - FISCAL AND LEGAL MATTERS

Section 1. Depositories.

The Board shall, from time to time as necessary, designate depositories for funds, property, and assets belonging to or under the control of the corporation.

Section 2. Liability Insurance.

The corporation shall secure comprehensive liability insurance coverage, including insurance for athlete/participant injury liability.

Section 3. Audit schedule.

The Board, effective at the beginning of each fiscal year, shall select an independent Certified Public Accountant to audit the books and financial records of the corporation for the ensuing year. After completing the audit, the auditor shall submit an audit report to the Board, and as soon thereafter as reasonably possible, a copy of such audit report shall be available for each member of the corporation upon request.

Section 4. Contracts.

All contracts, not in the ordinary course of affairs of the corporation, shall be examined and approved by an attorney retained by the corporation, and approved by the Board, prior to execution. The contents of all contracts affecting Standing Committees shall, during their negotiation phase, be communicated to the appropriate committees. Unless otherwise directed by the Board, all written contracts shall be executed on behalf of the corporation by the President, Executive Director or other Board members as appropriate. Equipment approval contracts requiring the Equipment Chair's signature are considered to be contracts in the ordinary course of the corporation's affairs.

CHAPTER XXV -- TRANSACTING BUSINESS BY MAIL, E-MAIL or FAX

Section 1. Except as otherwise provided in these Bylaws, the members, Board of Directors, and standing committees shall have the authority to transact their respective business by mail, e-mail, or facsimile machine if in the judgment of the President the urgency of the case requires such action. In addition, the Board of Directors may authorize that the election of the applicable members of the Board of Directors of the corporation be conducted by mail vote of the members. However, if a third of the total eligible votes of the members or Board of Directors, as the case may be, indicate their unwillingness to decide a matter in such a manner, the President must call a meeting of the group involved to determine the question at issue.

CHAPTER XXVI-- DUTIES REGARDING OLYMPIC SYMBOLS AND TERMINOLOGY

Section 1. The corporation shall cooperate in every way possible with the USOC and the Executive Director of the USOC in preventing the unauthorized use of the names, symbols, emblems, terminology and trademarks of the USOC or the word "Olympic" and its derivatives, as well as symbolic equivalents thereof, the Olympic rings, or the United States Olympic Emblem as described in the Amateur Sports Act of 1978 (360 U.S.C.S 380).

CHAPTER XXVII -- SAVING CLAUSE

Section 1. Failure of literal or complete compliance with provisions of these Bylaws with respect to dates and times of notice, or the sending or receipt of the same, or errors in phraseology of notice of proposals, which in the judgment of the members at meetings held do not cause substantial injury to the rights of members, shall not invalidate the actions or proceedings of the members at any meeting.

STANDING RULES FOR COMMITTEES

There are currently no additional standing rules for committees beyond the committee rules as set forth in the Bylaws as covered in Chapters XIV and XV. Additional standing rules governing committees will be added when needed and adopted by the Board of Directors.

STANDING RULES FOR ELECTIONS

Standing Rules for Elections for United States Table Soccer Federation Board of Directors and Other Business to Come Before the General Assembly Meeting

Voting is to take place at General Assembly meetings of the United States Table Soccer Federation (USTSF). General Assembly meetings are to be held semi-annually.

The Board of Directors Offices for election by the General Assembly are (but are not limited to):

President
Vice President
Vice President
Vice President
Vice President

All above Officers/Directors are elected to two (2) year offices.

Voting procedures:

President

Each voter may cast only one vote for the office of President.

A simple majority of votes is required for election to office.

A simple majority shall be defined as follows, the candidate with the most number of votes shall be considered to have won the election.

In the case of a tie for the most number of votes, a second balloting shall commence between the candidates that were tied, and the candidate with the most number of votes shall be declared the winner of the election. This process shall continue until a winner is declared.

Vice Presidents

Each voter may vote for up to 4 candidates on the ballot

The three candidates with the most number of votes shall be declared the winners, if there is a tie involving the 3rd or 4th selection, a second balloting shall commence with the appropriate number of candidates receiving the most votes being declared the winner(s).

A simple majority shall prevail unless otherwise specified in the current Bylaws of the Corporation.

Voters shall be represented by regional and national promoters/representatives who shall cast their votes as proxy for their constituency. Each invited voting representative is to be counted as one vote only. Only those present at the meeting may vote.

All other business to be voted on at the General Assembly by the representatives shall be done in a similar way with each voter present casting one vote.

The newly elected Officers/Directors terms shall begin immediately upon the closing of the General Assembly meeting, following the elections.

Subsequent to election of the Board of Directors, the Offices of Secretary and Treasurer are to be appointed or re-confirmed by the Board.

General Assembly meetings are to be publicly announced not later than 45 days beforehand, with the agenda to be published and distributed 30 days prior to assembly.

These election procedures are to be in effect for all elections to be held at any and all USTSF General Assembly meetings. These rules for election shall become null and void upon dissolution of the corporation.

CODE OF ETHICS

There are 3 portions to the Code of Ethics (and Conduct): 1) Organizational, 2) Tournament Officials and Referee's, and 3) Athletes. Sections XVIII, XIX, XX and XXII of the USTSF By-Laws provide additional guidance on related matters.

1) Organizational Code of Ethics and Conflict of Interest Policy

The purpose and function of this policy is to provide minimum standards of acceptable conduct for USTSF Staff, volunteers and member organizations. The members of the USTSF's board of directors, officers and members of committees of the board of directors, including task forces, shall owe to the USTSF the same duties of care and loyalty as are owed by directors of any other nonprofit corporations. Specifically, each director, officer and committee member shall discharge his or her duties (a) in good faith, (b) with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and (c) in a manner that the director, officer or committee member reasonably believes to be in the best interests of the USTSF.

Code of Ethics: The Code of Ethics establishes minimum standards of acceptable conduct. The Code of Ethics should be read and complied with by every USTSF employee and volunteer. For this purpose, the term "volunteer" includes the members of the USTSF's board of directors and executive committee as well as the members of every other USTSF committee and task force. Accordingly, volunteers, staff, and member organizations are required to comply with the following USTSF Code of Ethics when representing, or participating in USTSF activities or events:

1. Conduct all dealings with honesty and fairness.
2. Respect the rights of all employees to fair treatment and equal opportunity, free from discrimination or harassment of any type.
3. Know, understand and comply with the laws, regulations, and codes of conduct governing the conduct of USTSF business - both domestic and foreign.
4. Ensure that all transactions are handled honestly and recorded accurately.
5. Protect information that belongs to the USTSF, our donors, sponsors, suppliers and fellow workers.
6. Avoid conflicts of interest, both real and perceived.
7. Never use USTSF assets or information for personal gain.
8. Recognize that even the appearance of misconduct or impropriety can be very damaging to the reputation of the USTSF and act accordingly.

Conflicts of Interest: The Code of Ethics provides a framework of integrity for interactions with or on behalf of the USTSF. However, given the unique makeup of the USTSF family, more in depth questions may arise regarding conflicts of interest. For this reason the following guidance is provided:

The USTSF defines a conflict of interest as any personal or financial relationship that could influence or be perceived to influence your objectivity when interacting with, representing, or conducting business for or on behalf of the USTSF.

For example if (1) personal or financial interests exist with any person or concern with whom the USTSF has a business or other relationship and (2) the other relationship or interest could influence or be perceived to influence the objectivity of an organization official's decisions, that individual must:

Disclose the interest to the USTSF Executive Committee, who shall have the authority to either (a) approve the relationship, or (b) refer the matter to the Board of Directors for further consideration. If the matter is determined to present a potential conflict of interest or the perception of a conflict, the individual in question is required to:

1. Excuse themselves from any formal or informal discussions related to the actual, perceived, or potential conflict between the USTSF and the person or concern.
2. Abstain from voting and/or from seeking to influence the vote on any matter related to the person or concern.

Questions regarding the application of the USTSF's Code of Conduct or the Conflict of Interest Policy must be addressed to the USTSF Executive Committee.

2) Tournament Officials and Referees Code of Conduct and Ethics

Tournament Officials and Referees of the United States Table Soccer Federation (USTSF) shall behave in an ethical manner at all times, in all areas affecting their responsibilities. This involves doing what is inherently right, and just, and is founded on the individual's integrity and competence, and specifically includes adherence to the rules of play as adopted and approved by the USTSF.

Tournament Officials and/or Referees are responsible to:

1. Be objective and fair in the execution of their duties
2. Provide independent judgments
3. Avoid situations with a conflict of interest
4. Treat all involved in the competition with respect
5. Respect the judgment of other tournament officials and referees
6. Refrain from illegal conduct and/or activities while representing the USTSF

Tournament officials and referees must further understand that failure to follow this Code of Conduct and Ethics could result in being brought before the USTSF Disciplinary Committee for review, a hearing, advisement and/or action per Chapter XVIII of the USTSF Bylaws. Additionally in the case of referees, failure to follow the Code of Conduct and Ethics could result in review by the Officiating Committee and potentially could result in the revocation of USTSF Referee Certification.

3) Athletes Code of Conduct and Ethics

It is the duty of all associated with the USTSF to exemplify the highest ideals of sportsmanship, ethical conduct, and fair play. All are expected to both respect and abide by the guidelines for behavior described in the following Athletes Code of Conduct and Ethics.

Athletes are responsible to:

1. Show respect for teammates, opponents, spectators, tournament officials and referees.
2. Respect the integrity, judgment and authority of tournament officials and referees.
3. Exhibit fair play, sportsmanship and proper conduct during play, on the tournament grounds, in the host facility, and to encourage others to do the same.
4. Refrain from the use of profanity, vulgarity and other offensive language and gestures.
5. Adhere to the established USTSF-approved Rules of Play and tournament procedures.
6. Win with character, lose with dignity.
7. Not commit any act that would be considered an offense under Federal, State, Municipal or host country laws.
8. Represent themselves, their teammate(s), their organization or club, their sponsor(s), their fellow competitors, the USTSF, their country, and the community with proper conduct at all times.

Athletes further understand that failure to follow this Code of Conduct and Ethics could result in being brought before the USTSF Disciplinary Committee for review, a hearing, advisement and/or action per Chapter XVIII of the USTSF Bylaws.
