



BATON ROUGE SOCCER CLUB

AMENDED & RESTATED BY-LAWS

ARTICLE I NAME

The official name of this organization is the Baton Rouge Soccer Club, Inc. ["BRSC" or the "Association"]. BRSC is a registered trade name owned by Baton Rouge Soccer Association.

ARTICLE II MISSION STATEMENT & PURPOSE

The mission of the Association is to provide and promote excellence in soccer and physical fitness programming to people of all ages and abilities.

BRSC achieves this mission by a.) offering and promoting the game of soccer in ways that maximize the positive experiences the game brings to those that play it; b.) providing excellence in instructional and competitive soccer opportunities for all levels of play that enhance character, community, and the love of the great game; and c.) serving as a community partner in the greater Baton Rouge metropolitan area in providing opportunities to build character through team oriented activities.

While competitive success is a goal, the Association strives to enrich its Members' lives by offering an environment to play the game regardless of outcomes. To that end, no child or adult will be left behind.

BRSC has established safe and sound playing fields, highly qualified and credentialed coaches and support staff, and diverse playing programs that present and promote integrity, honesty, ethics, compassion, and good sportsmanship.

The purpose of this Association shall be:

- A. To promote, foster and afford opportunities for playing soccer in the greater Baton Rouge metropolitan area.
- B. To develop, promote, and administer the game of soccer among players in the greater Baton Rouge metropolitan area.
- C. To promote soccer and physical fitness through instructional and educational programs designed to meet the needs of all players.
- D. To support the training and licensing of coaches and referees for soccer activities.
- E. To organize and provide the necessary support for the activities listed above, and to encourage more active public support of soccer and physical fitness.

- F. To promote the education of players in sportsmanship, leadership, self-confidence and self-achievement.
- G. To combat juvenile delinquency.

ARTICLE III MEMBERSHIP

The total membership [the "Membership," "General Membership," and/or "Members"] of this Association shall be composed of i.) properly registered coaches, players, and team managers; ii.) licensed referees; iii.) parents of properly registered players in the Association; iv.) the Board of Directors; and v.) those individuals whose Membership rights are determined in accordance with any agreements with outlying associations/clubs and/or geographic areas in and around the greater Baton Rouge metropolitan area, as may be determined and deemed appropriate by the Board of Directors. Membership voting rights, participation, and other eligibility requirements shall be determined as follows:

- A. **VOTING RIGHTS** – Each and every team properly registered in the BRSC database and/or any team recognized in accordance with any agreements with outlying associations/clubs and/or geographic areas in and around the greater Baton Rouge metropolitan area shall be entitled to one vote on all matters coming before General Membership meetings. Properly registered head coaches or their properly registered team representatives shall be entitled to exercise their team's one (1) vote. A team representative's exercise of a proxy shall only be allowed when the team's head coach has informed the Executive Director or has executed a written proxy. UNDER NO CIRCUMSTANCES SHALL A PERSON HAVE MORE THAN ONE (1) VOTE ON ANY MATTER COMING BEFORE THE GENERAL MEMBERSHIP.
- B. **MEMBERSHIP PARTICIPATION** -- Subject to the above provisions defining voting rights, all Members shall be entitled to participate in all affairs coming before the General Membership, and shall be entitled to run for offices as herein defined and proscribed.

ARTICLE IV MEETINGS

Section 1 General Meetings

- A. The Board of Directors shall meet at a time and place appointed by the President, but shall endeavor to meet on a monthly basis as deemed practical by the President.
- B. General Membership meetings shall be scheduled by the Executive Director, and shall be held prior to commencement of the spring playing season.
- C. Youth recreational age divisions shall meet prior to both the fall and spring playing seasons to receive playing schedules and discuss matters pertaining to their respective leagues. These meetings shall be chaired by the Executive Director. The At-Large Board Members who have jurisdiction over the competitive and adult leagues may schedule meetings with players, coaches, and/or team managers as they deem necessary.

Section 2. Emergency Meetings

Subject to the provisions established in these By-Laws, the following individuals shall constitute a "Limited Purpose Emergency Committee": the President and/or Executive Director and any two (2) members of the Board of Directors. A Limited Purpose Emergency Committee may act on matters of a catastrophic or urgent purpose when it is impractical or impossible to call a Board of Directors meeting. The committee shall expeditiously report their actions to all Board Members in writing. Before the emergency meeting can be held, a reasonable attempt must be made to contact all Board Members to give them an opportunity to attend. Actions of any Limited Purpose Emergency Committee shall always be subject to subsequent ratification/approval/modification by the Board of Directors.

Section 3. Quorum & Approval

For meetings of the Board of Directors, one-half ($\frac{1}{2}$) of those individuals who have been elected or appointed to serve shall be required to conduct business at any meeting of the Board. Attendance by telephone or other electronic media shall be allowed, but subject to approval by the President.

All eligible voting Members [as defined in Article III of these By-Laws] in attendance at a General Membership meeting shall constitute a quorum in order to conduct business.

Meetings of any committee [standing or special] shall require two-thirds ($\frac{2}{3}$) attendance of those respective committee members.

At any meeting of the Board of Directors, General Membership, and/or committee, unless specifically provided otherwise in these By-Laws, after a quorum has been confirmed as being in attendance, whether directly or by proxy, a simple majority shall be required to conduct business.

ARTICLE V ORGANIZATION & ADMINISTRATION

A. Board of Directors & Officers

The Baton Rouge Soccer Club shall be governed by a Board of Directors consisting of not less than nine (9) and not more than fifteen (15) individuals, comprised of the Executive Director and elected individuals as hereafter provided.

At the General Membership meeting held on February 7th, 2015, concurrently with the adoption of these Amended By-Laws, the General Membership shall elect not less than eight (8) individuals, who, together with the Executive Director, shall serve on the Board of Directors [the "Initial Board"].

At its first meeting after its election, the Initial Board shall elect and/or appoint Board Members other than the Executive Director to the following offices –

- i.) President,
- ii.) Vice President of Compliance,
- iii.) Secretary,

- iv.) Treasurer, and
- v.) At least four (4) At-Large Directors.

The President, Vice President of Compliance, Secretary, and Treasurer shall serve an initial Board term of three (3) years commencing February 7th, 2015, but at the General Membership meeting held in February of 2018, Board positions held by those officers shall thereafter revert to two (2) year terms with elections by the General Membership in even numbered years.

The remaining At-Large Directors elected on February 7th, 2015, shall serve two (2) year terms, and these Board positions shall be elected by the General Membership in odd numbered years.

In the event the Association expands its presence into geographic areas in and around the greater Baton Rouge metropolitan area, subject always to the Board of Directors having the absolute power and authority to determine the number of available Board positions as being between 9 and 15, the Board of Directors shall have the authority to approve up to five (5) additional Board of Directors positions based upon the respective geographic area [hereafter the "Regional Directors," the "XXX Parish Director," or the "XXX Area Director"].

Upon approval by the Board of Directors as to creation of a Regional Director position, subject to Board of Directors review and/or approval, the President shall have the power to appoint the Regional Director[s].

After appointment to the Board of Directors as provided above, Regional Director[s] shall be presented for nomination for the Board of Directors at the next regularly scheduled meeting of the General Membership. Upon being elected as Regional Director[s] by the General Membership, the Regional Director[s] shall serve [a] two (2) year term[s].

The Board of Directors shall have the power and authority to set and/or establish any term limits on any Board and/or officer position, including for At-Large and Regional Directors.

In all respects, the Board of Directors shall have the absolute power and authority to withdraw from any outlying geographical area[s] by revoking and/or rescinding any Regional Director position on the Board of Directors.

The Regional Directors shall enjoy all rights and privileges as other members of the Board.

B. Duties of the Board of Directors

The duties of the Board of Directors shall be as follows:

1. To approve the operational budget and fees for the Association and to determine the disbursement of Association funds;
2. To establish Association policies, procedures, and long term goals;
3. To approve and appoint At-Large Directors;
4. To approve, rescind, revoke, and/or withdraw any Regional Director position on the Board of Directors;

5. To approve or to review when appropriate any proposed or implemented governance rules for applicable leagues;
6. To approve any registration fees and proposed increases;
7. To enforce BRSC guidelines for conduct of the Members;
8. To consider recommended changes to the By-Laws;
9. To establish and consider the terms and provisions for employment of the Executive Director;
10. To review the Executive Director's actions in appointments, hiring and firing of employees, and the dismissal of coaches;
11. To approve any plan of merger, partnership, dissolution, sale, lease, exchange, or other disposal of all, or substantially all of the Association's assets;
12. To maintain the operation of the Association within the rules established by i.) the United States Soccer Federation ["USSF"], and ii.) the Louisiana Soccer Association ["LSA"];
13. To conduct Association business and affairs, and to call emergency meetings as may be required;
14. To ensure that any At-Large Director[s] for adults and youth leagues provide the appropriate levels of play and competition in keeping with the goals, objectives and policies of the Association;
15. To review the Executive Director's actions in determining the Association's participation in sanctioned or promoted activities, functions, and tournaments sponsored or promoted by the LSA, the USSF, and/or any other sanctioned or recognized soccer agency; and
16. To do or perform any other act or action that is necessary to properly direct the Association's affairs.

The President shall have the right to vote on any matter(s) coming before the Board of Directors. In the event of a tie as to a particular matter, the President shall further cast the deciding vote, thus creating the possibility of the President casting two (2) votes as to a particular matter.

Board members shall not be allowed to serve as more than one (1) officer for the Association.

With the exception of the Executive Director, all other members of the Board of Directors shall serve without compensation for their service on the Board.

C. Eligibility Requirements for Service on the Board of Directors

Eligibility/qualifications to run for and serve as President of the Association shall be based upon the following criteria:

- i.) current member of the Board of Directors;
- ii.) If no qualifying candidates are available from the current Board of Directors, previous service on the Board of Directors at any time;
- iii.) If no qualifying candidates are otherwise available, any Member in good standing of the Association.

Any member in good standing of the Association may run for any other office. However, for the office of Treasurer, preferences shall be accorded to those individuals with an accounting and/or financial background. For the office of Vice President of Compliance, preferences shall be accorded to individuals with experience in risk management.

D. Executive Director

The Executive Director shall i.) serve on the Board of Directors, ii.) be a BRSC employee, and iii.) preside over all coaches and staff meetings. The Association's Board of Directors, through its actions as well as upon assessment of the recommendations of any applicable committee appointed by the President, shall in all respects have the power and authority to i.) solicit, locate, and collect applications for the Executive Director position, ii.) identify qualified candidates, iii.) conduct interviews, iv.) negotiate terms and conditions for employment of the Executive Director, v.) assess the Executive Director's performance, and/or vi.) determine whether to terminate or renew the Executive Director's employment in accordance with his employment agreement, if any. Any assessment and/or determinations of the Executive Director's performance shall be determined by the Association's Board of Directors, minus the participation and/or discussion of the Executive Director, who may be excused from any Board of Directors meeting which discusses any aspect of his employment.

The Executive Director shall administer and carry out all necessary and required day to day operations of the Association, including but not limited to i.) registration of players; ii.) establishing foul weather policies; iii.) enforcing the decisions of any Discipline Committee formed pursuant to Article VII for the purpose of investigating and determining the imposition of any discipline and/or sanctions involving any team, coach, player, or Member; iv.) hiring and discharging coaches, as well as other appointed and/or salaried employees; v.) coordinating all marketing and public relations activities on behalf of the Association; vi.) serving as point of contact and liaison with The RECREATION AND PARK COMMISSION FOR THE PARISH OF EAST BATON ROUGE ("BREC"), East Baton Rouge city/parish governing agencies and departments, and local media, as well as any other appropriate geographic area, board, agency, and/or commission; vii.) coordinating with the Treasurer to establish an annual budget; viii.) actively promoting soccer throughout the greater Baton Rouge metropolitan area; ix.) such other duties and responsibilities as may be described in his employment agreement; and x.) all other acts and actions necessary to carry out the Association's operations.

In the absence of the President, he shall preside over any Board or General Membership meeting.

Duties of Officers, At-Large & Regional Board Members

1. The **PRESIDENT** shall coordinate all of the activities of the Board of Directors. He shall convene and preside over all Board of Directors meetings and any other functions of the Association with the exception of i.) those activities and operations administered by the

respective At-Large Directors, as well as ii.) the day to day Association operations and activities for which the Executive Director shall administer. Subject to review and approval by the Board of Directors, the President shall further delegate areas of responsibility for the At-Large Directors, and shall appoint any Regional Directors once such [a] position[s] is/are approved by the Board of Directors. He shall further have the power and authority to appoint members of the Board of Directors to any Special Committee as provided in Article VII, and shall, subject to review and approval by the Board of Directors, further be empowered to charge those committees and enforce its/their actions and determinations, subject to the specific requirements of any such Special Committee as provided in Article VII. The President shall also coordinate with the Vice President of Compliance as to all legal matters for the Association. His term of office shall begin upon his election.

2. The **VICE PRESIDENT OF COMPLIANCE** shall serve as the Association's advisor in all compliance issues with respect to adherence to by-laws, risk management, and related guidelines. Preferences for this office shall be for individuals with experience in risk management. In the event he determines that a particular risk is presented through Association activities, including coaches or other officials' credentials or qualifications, he shall report same to the Board of Directors for appropriate action. His term of office shall begin upon his election. In the absence of the President and the Executive Director, he shall preside over any Board or General Membership meeting.
3. The **SECRETARY** shall record the minutes of all Board of Directors and General Membership meetings, and shall transcribe and present those minutes to the Board of Directors at its next meeting. His term of office shall begin upon his election.
4. The **TREASURER** shall oversee all financial records for the Association, including but not limited to collecting and disbursing Association funds and revenues, preparing financial statements, and preparing an annual budget for the upcoming fiscal year. Preferences for this office shall be for individuals with a financial and accounting background, with experience in preparing and analyzing financial data, preparing financial statements, and informing the Board of Directors of all aspects of the Association's financial management and resources. He shall also develop and oversee a treasury management policy consistent with the Association's needs. His term of office shall begin upon his election.
5. **AT LARGE DIRECTORS** and **REGIONAL DIRECTORS** shall implement and enforce policies and procedures necessary for the subject matters and/or geographic areas in which they are appointed by the President and/or the Board of Directors. They shall further work and coordinate with the Executive Director with respect to these subject matters, including but not limited to --
 - i.) Coordinating, promoting and developing playing rules for the At-Large Director's applicable league;
 - ii.) Holding any required meetings of teams, coaches, and/or team managers to discuss pertinent league issues;
 - iii.) Coordinating any required education, training, public relations, and/or marketing as determined by the Board of Directors;
 - iv.) Coordinating and serving as liaison with any agency or commission as determined by the Board of Directors;

- v.) Coordinating and implementing any marketing and/or fund raising activities on behalf of the Association; and/or
- vi.) To the extent applicable, representing and making recommendations as to any pertinent or applicable geographic area.
 - a. In all respects, all acts, actions, decisions, and recommendations of **REGIONAL DIRECTORS** shall at all times be subject to review and approval of the Board of Directors.

ARTICLE VI REMOVAL OF DIRECTOR & OFFICER

Section 1. Board of Directors

Subject to and limited by the provisions of any applicable employment agreement, any member of the Board of Directors may be removed by a vote of two-thirds (2/3) of i.) the voting Membership present at a duly called General Membership meeting of the Association, or ii.) the Board of Directors, but as to removal by the Board, only if written notice and stated purpose of the meeting is sent to all Board Members at least five (5) business days prior to the Board meeting. The filling of a vacated position shall be done by the Board of Directors, to serve until the next applicable meeting to hold an election.

Section 2. Resignation/Dismissal

If any member of the Board of Directors resigns or fails to attend three consecutive meetings without having sent to such meeting[s] a valid excuse, he shall be deemed to have resigned -- and it shall be the duty of the President to fill such vacancy, subject to approval of the Board of Directors.

ARTICLE VII COMMITTEES

Section 1. Standing Committees

A. Executive Committee

The Executive Committee shall be responsible for advising the Board of Directors on matters of operations, policies and procedures for the Association, and shall report to the Board on any such policy determinations and recommendation. This committee shall consist of the President, the Executive Director, the Vice President of Compliance, and at least one (1) At-Large Board Member to be appointed by the President, the latter of whom shall chair the Executive Committee.

B. Finance Committee

The Finance Committee shall conduct detailed analyses of the Association's finances and shall periodically report its findings and determinations to the Board of Directors. It shall be comprised of the Treasurer and at least two (2) other Members to be appointed by the President. The Treasurer shall chair the Finance Committee.

C. Contractual Review Committee

For any issues arising pursuant to contractual requirements by and between the Association and any contracted employee, the President shall appoint a committee

consisting of not less than three (3) members of the Board of Directors to review and make periodic recommendations to the Board of Directors as deemed necessary and appropriate.

Section 2. Special Committees

The President shall be empowered to form any committee for any special purpose as he deems prudent and appropriate, and shall further have the power to appoint any member of the Board of Directors to serve on such Special Committee. Examples of the types of Special Committees for which the President may form and charge are –

i.) Disciplinary Committee

The President shall charge and empower this committee with any and all appropriate authority to investigate and make determinations regarding any accusation, as well as any proposed sanction against or involving any team, player, coach, manager, and/or Member. Unless the Executive Director is the subject of inquiry or scrutiny, he shall in all respects serve as a member of any Discipline Committee, and shall chair same. The committee shall have the power to conduct any investigation it deems appropriate, to make findings of fact, and to determine appropriate sanctions, including revocation of Membership. The committee, through the Executive Director [or through an alternate chair as appointed by the President], shall report its findings to the Board of Directors. The Executive Director or the President shall be empowered to implement and enforce any such proposed sanction.

In all respects, any aggrieved team, player, coach, manager and/or Member shall have the right to appeal any proposed sanction or finding of fact to the Board of Directors, but only upon written notice to the President within 15 days after receipt of notice by the applicable team, player, coach, manager, and/or Member of the findings and any sanctions as determined by the Disciplinary Committee.

ii.) Employment & Compensation Committee

If authorized by the President, other than for issues brought before the Contractual Review Committee, this committee shall make recommendations to the Board of Directors as to any contractual and/or compensation issues relating to any employee of the Association.

iii.) By-Laws Committee

If authorized by the President, this committee shall convene to make recommendations to the Board of Directors as to any proposed changes or amendments to the By-Laws.

ARTICLE VIII FINANCES

Section 1. Accounting

The Baton Rouge Soccer Club is a nonprofit organization, domiciled and chartered in the State of Louisiana, deriving its funds principally from registration fees and contributions. The Association shall have a checking account at a Baton Rouge area financial institution. The books and financial records of the Association shall be audited or reviewed annually as determined by the Board of Directors. The President, Executive Director, and Treasurer shall be authorized to sign on the checking and/or any investment accounts on the Association's behalf, unless otherwise determined by the Board of Directors. All transactions that materially affect the Association's financial standing shall require approval of the Board of Directors. The Board of Directors shall have the power to convene an emergency meeting of the General Membership for consideration of matters that materially affect the Association's financial status or standing.

The Board of Directors may authorize the Executive Director, any Board Member, agent or agents to enter into any contract or to execute any deliver any instrument on behalf of the Association consistent with BRSC's financial policies and procedures promulgated by the Board of Directors, and such authority may be general or confined to specific instances or occurrences.

No loans shall be contracted on behalf of the Association and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances or occurrences.

Section 2. Fees

Registration fee(s) shall be established by the Executive Director, subject to Board of Directors approval -- prior to the scheduled registration period and shall be used for expenses incurred in operating the program, such as equipment, field maintenance, referees' fees, and awards.

ARTICLE IX INDEMNIFICATION

Any person who at any time serves or has served as a director or officer of the Association, or at the request of the Association, is or was serving as an officer, director, agent, partner, trustee, and/or administrator for the Association, shall be indemnified, defended, and held harmless against liability by the Association to the fullest extent permitted by law in the event he is made, or is threatened to be made a party to any pending or threatened civil, criminal, administrative, investigative, or arbitral proceeding, suit, or action, and any appeal taken therewith (and any inquiry or investigation that could lead to such action, suit or proceeding), whether or not brought by or on behalf of the Association, seeking to hold him liable by reason of the fact that he is or was acting in such capacity for or on behalf of the Association.

The rights of indemnification above described shall, to the fullest extent allowed or permitted by law, cover i.) costs and expenses, including reasonable attorneys' fees incurred in connection with defense of any such suit, action, or proceeding, ii.) all reasonable payments made by him in satisfaction of any judgment, decree, fine, or settlement for which he may have become liable, and iii.) reasonable expenses incurred in enforcing such indemnification rights.

Expenses incurred by anyone entitled to the indemnification rights described herein shall where practicable be paid by the Association in advance of the final disposition of any such proceeding.

The Board of Directors shall take all such actions as may be necessary and appropriate to authorize the payment of indemnification and defense obligations as herein described, including without limitation, making a good faith evaluation of the manner in which the claimant for indemnity acted and whether in the best interests of the Association.

The indemnity rights as herein described shall inure to the benefit of legal representatives of any applicable person, and shall not be exclusive of any other rights to which such person may be entitled.

ARTICLE X RULES AND REGULATIONS

Soccer playing rules for both league and tournament play will be in accordance with the FIFA Laws of the Game and Universal Guide for Referees (current English edition), USSF, and appropriate state sanctioned rules and regulations, along with amendments and additions adopted by BRSC.

ARTICLE XI TOURNAMENTS

Section 1. Board of Directors Approval

The Board of Directors shall approve all tournaments and jamborees held by BRSC. The Executive Director shall oversee all BRSC sanctioned tournaments and jamborees, and shall approve the officials for the events.

Section 2. LSA Approval

Tournaments or jamborees involving teams from other Associations require LSA approval.

Jamborees within BRSC do not require LSA approval.

ARTICLE XII AMENDING BY-LAWS

Proposed amendments to the By-Laws may be proposed by the President and/or a 2/3 vote of Board of Directors at a meeting at which a quorum is present when the vote is taken. Any such recommended changes or amendments to the By-Laws shall be voted on by the Board of Directors at its next regular meeting or any special meeting convened, provided that all required notices of such meeting for such special purpose are distributed. Any changes or amendments to the By-Laws shall require a 2/3 vote of Board of Directors Members at a meeting at which a quorum is present when the vote is taken.

At any General Membership meeting, any Member shall have the right to petition for any change or amendment to the By-Laws, provided that the following has occurred:

- i.) The Member shall have sent any such proposed changes or amendments to the President, the Executive Director, or Secretary at least 30 days prior to the General Membership meeting;

- ii.) The President and/or the Executive Director shall have distributed the proposed changes or amendments to the Board of Directors; and
- iii.) The President and/or Executive Director shall have made copies of the proposed changes or amendments for distribution at the General Membership meeting.

Subject to satisfaction of all of the above, any such proposed changes or amendments to the By-Laws shall be included on the General Membership meeting agenda. Such proposed changes or amendments shall further require a simple majority vote of approval of the Members in attendance at the General Membership meeting.

Approved amendments to the By-Laws shall take effect as provided in the amendment[s], or in the absence of any such statement, on July 31st following adoption of the amendment[s]. Notification of such approved amended By-Laws shall be distributed electronically to the General Membership. An announcement and promulgation of the approved amendment[s] to the By-Laws shall be uploaded onto the Association's web site.

Amendments to any section of the By-Laws which alter another section of the By-Laws shall have the effect of also amending that affected section of the By-Laws. Amendments to the By-Laws with a specified length of effect (i.e., a program instituted for only one year) shall automatically be deemed deleted from the By-Laws as they expire, and without any further need for action.

The Board of Directors shall have the responsibility to properly implement any transition and/or changes to the By-Laws in a prudent manner.

All existing By-Laws presently in effect and not in direct conflict remain in effect until amended as provided herein.

ARTICLE XIII MISCELLANEOUS

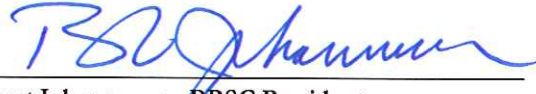
- A. All references to the masculine gender shall be interpreted as applying to both genders.
- B. If any specific section, term, or provision of these By-Laws is for any reason struck or deemed unenforceable, the remaining sections, terms, and /or provisions of these By-Laws shall remain in effect to the maximum extent allowed, and shall be interpreted as if the offending provision were struck.
- C. To the extent of any conflict with any playing and/or administrative procedure, guideline, rule or regulation promulgated by the USSF, LSA, FIFA, or any other governing body or agency relating to the game of soccer, these By-Laws shall be amended to conform with such other procedures, guidelines, rules, and/or regulations.

THESE BY-LAWS, HAVING BEEN APPROVED BY THE BATON ROUGE SOCCER CLUB'S BOARD OF DIRECTORS ON JANUARY 12th, 2015, AND PROVIDED FOR REVIEW AND ANALYSIS BY THE BRSC GENERAL

MEMBERSHIP AT LEAST TWENTY-ONE (21) DAYS PRIOR TO THE GENERAL MEMBERSHIP MEETING, ARE HEREBY ADOPTED FOR APPROVAL BY THE BRSC GENERAL MEMBERSHIP THIS 7th DAY OF FEBRUARY, 2015, AND BECOME EFFECTIVE THIS DATE AS WELL, AS CERTIFIED BEFORE ME, CHRIS SONNIER, BRSC SECRETARY, AND ATTESTED BY ROBERT JOHANNESSEN, BRSC PRESIDENT.



Chris Sonnier, BRSC Secretary



Robert Johannessen, BRSC President