



## **CONSTITUTION OF HUBER HEIGHTS SOCCER**

The Constitution of the Huber Heights Soccer Association was Revised and Approved at the Regular meeting, 10/27/2022 by the membership.

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## **Article I: General**

### **Section 101 – Name**

The name of this organization shall be the "Huber Heights Soccer Association" herein after referred to as "HHS".

### **Section 102 – Purpose**

1. Teaching the fundamentals of soccer: the necessity of fair play and the development of self-discipline and sportsmanship.
2. Providing recreational soccer opportunities for our area residents, without prejudice.
3. To organize and manage fund raising projects as necessary to provide funding for the operation of HHS.
4. To perform all actions necessary to the operations and functions of the association.
5. The development of the skills and attitudes that is most favorable to the enjoyment of the game of soccer.
6. To coordinate competition between HHS member teams and possibly member teams of other organizations.

### **Section 103 – Jurisdiction**

The jurisdiction of HHS shall be the general area in, and surrounding, the City of Huber Heights, Ohio. Approval authority for exceptions to this article rests with the Board of Directors.

### **Section 104 – Government**

1. HHS shall be governed by a Board of Directors, also referred to as the "Board", in accordance with this Constitution, HHS By-Laws, Rules & Regulations and Local, State and Federal Law.
2. The HHS year is defined as December 1 through November 30 of the following year.
3. HHS shall be governed in such a manner as to maintain a 501(c)(3) non-profit status.

## **Article II: Board of Directors**

### **Section 201 – Membership of the Board**

The Board of Directors shall consist of no more than 20 Members holding the following positions with responsibilities as defined by the HHS By-Laws:

- |   |                                   |
|---|-----------------------------------|
| 1. President  | 6. Director of Coaches            |
| 2. Vice President                                   | 7. Director of Referees           |
| 3. Secretary  | 8. Director of Fields & Equipment |
| 4. Treasurer  | 9. Director of Marketing          |
| 5. Director of Scheduling-adding to Executive Board | 10. Director of Apparel           |
|   | 11. League Directors (10)         |

### **Section 202 – Duties and Obligations**

The responsibilities of the Board of Directors shall include but are not limited to the following:

1. Insure that HHS activities are safe for everyone and to protect the morale of players and members.
2. Make all policy decisions regarding the operation of HHS in accordance with the HHS Constitution.
3. Represent members of HHS at official meetings and in all dealings with other organizations.
4. Establish all fees and budgets supporting HHS.
5. Approve expenditures not included in the budget, provided funds are available or acquired (collected) in a Board approved manner.

### **Section 203 – Election of Board Membership**

The President and Secretary shall be elected in January in even years. The Vice President, Treasurer and Director of Scheduling shall be elected in January in odd years. Board members shall be elected in accordance with Article V.

### **Section 204 – Term of Office and Term Limits**

Each elected official shall serve a two-year term contingent on continued Board membership. All other Board positions shall be selected on a yearly basis.

Board members serve a term of up to two years and shall serve in the class of the year to which they were first elected, including Board members who were elected in an interim election.

A Board Member may be elected to multiple terms.

### **Section 205 – Vacancies**

Board Positions shall be filled in accordance with Article V of the Constitution.

### **Section 206 – Order of Succession**

The order of succession shall be as listed in the section above in the event the President resigns, is

removed, or is unable to serve.

### **Article III – Membership and Voting**

#### **Section 301 – Eligibility**

HHS Members shall be:

- Each Coach and Assistant Coach of record (in good standing).
- Players and their parent(s) or guardian(s) as listed on registration forms held by the Registrar.
- HHS Board Members.

#### **Section 302 – Voting**

HHS Voting Members shall be HHS Members that are:

- Coaches of record in good standing (or a proxy delegated authority by a coach).
- HHS Board Members.

Each member shall have no more than one (1) vote. Voting privileges are as defined in this Constitution, By-Laws or as desired by the Board.

#### **Section 303 – Member Conduct and Responsibilities**

HHS members are not law enforcement officers, doctors, firemen, or rescue squad personnel. No member will attempt to perform the duties of any of the above or other such duties unless the member is qualified to perform the duties they undertake with the understanding they do so at their own risk, or unless the person(s) in charge of the event which involves an HHS member(s) is willing to accept responsibility for the members action(s).

1. At no time will an HHS Member carry a weapon such as a gun, nightstick of any description, knife or anything defined as a weapon in the "Ohio Revised Code", while as a representative of HHS, unless legally authorized and required to do so.
2. As a member of HHS, it is mutually understood by all concerned that a member of the association shall in no way hold the association liable for any claims, actions, proceedings, damages, and liabilities including attorney's fees that result from criminal negligence on the member's action(s).

## **Article IV: Meetings**

### **Section 401 – Quorum**

A quorum of one half of the current Board Members is required to transact business and must include either the President or Vice President. Approval of normal business shall be by majority vote.

### **Section 402 – Closed Meetings**

A Closed meeting of the Board will be held monthly and at such other times as the Board may deem necessary for the purpose of conducting business. Meeting agenda shall follow a generally accepted order of business for non-profit organizations.

1. Attendance at Closed meetings is limited to Board Members and persons authorized by the Board.
2. The initial meeting of the Board will include reviewing the financial situation of HHS, elect and select Board Members to positions and decide on a tentative calendar for the coming year. All funds, equipment, records, and other property of HHS shall also be relinquished to the new Board by the old Board during the initial meeting.

### **Section 403 – Open Meetings**

Open meetings shall be convened by the Board and are open to all HHS members and persons authorized by the Board President or Board to attend. The Board shall convene at least three (3) Open meetings per year. The Open meeting schedule shall be determined and published prior to the first scheduled registration.

1. All agenda items shall be approved by the Board or Board President and must be submitted to the President or Vice President at least two weeks in advance of the meeting.
2. A comment session, or open forum, is required in each open meeting and is open to all HHS members. The presiding HHS Officer may defer items requiring extensive discussion, decision, or other action for the next Open Meeting, a special meeting or other appropriate forum.

### **Section 404 – Special Meetings**

The Board shall convene special meetings of the voting members at such times and places, as it may consider necessary or desirable. Special meetings must also be convened within 72 hours upon receipt of a petition for such a meeting signed by not less than 50% of the eligible voting members.

## **Article V: Election of Board Members and Board Positions**

A general election shall be held annually no later than the last Open meeting before October 30 to elect and fill open Board memberships in the next year. Appropriate steps, as practical, shall be taken so that approximately half of the Board is elected each year.

### **Section 501 – Nominations**

Nominations for Board membership shall be in an Open Board meeting prior to the election. Nominations will be made by a nomination committee or by HHS members from the floor. Persons wishing to volunteer as a Board member may nominate themselves by declaring their intent with the Board President or Secretary allowing adequate time (at least three weeks) prior to the general election.

1. The Board President may appoint a nominating committee consisting of not less than three members with at least one member from the Board, and may appoint the chairperson for this committee. This committee may nominate not less than one consenting member for each of the vacancies to be filled on the Board.
2. Each nominee shall file a volunteer application with the Secretary and shall be interviewed by the Board to inform nominees of responsibilities and expectations prior to the election. Nominees will declare their intent to be a candidate at that time.

### **Section 502 – Election Procedures**

The General Election shall be by closed ballot with each Voting Member having a number of votes equal to the number of open Board Memberships. Persons (equal to the number of open Board memberships) receiving the highest number of votes shall be considered elected as Board Members.

1. Ties shall be decided by a second closed ballot of the current Board with the candidate(s) receiving a majority of votes considered elected. A tie Board vote shall be decided by the President or by the Vice President in the President's absence.
2. In the event that the number of candidates is less than or equal to the number of open memberships, voting members will vote to either accept or reject candidates. A candidate receiving a majority of votes as accepted shall be considered elected as a Board member.

### **Section 503 – Vacancies**

Vacant Board memberships that are not filled by the general election or that become vacant during the year may be filled at any time between January and September.

1. Volunteers shall file a volunteer application with the Secretary and shall be interviewed by the Board to inform nominees of responsibilities and expectations prior to the election.
2. The Board shall vote, internally, by closed ballot to accept a candidate. A candidate shall be considered elected as an interim Board member by receiving a majority vote and shall have all of the rights, responsibilities and privileges of a Board member until an interim election can be held.
3. An interim election shall be held at the next regularly scheduled Open meeting. HHS Voting Members shall vote to either accept or reject the interim Board member. The vote shall be by closed ballot, with a majority vote accepting the candidate needed for the interim



member to continue as a Board member.

#### Section 504 – Non-Officer Board Positions

An internal Board selection shall fill non-officer Board positions in the first meeting of the calendar year with each Board Member holding at least one position. A Board member may be elected to multiple positions to compensate for Board vacancies until the vacancy is rightfully filled.

1. Officers shall be elected by an internal vote of the active Board members. Voting may be by closed ballot. A majority vote of Board members exceeding one half of the current Board membership shall be required to elect a member to a position.
2. Votes shall be counted by two (2) Board members (not running for said position) selected by the Board. Ties shall be decided by the President, or Vice-President in the President's absence, after two (2) rounds of votes have failed to successfully elect a Board member.

## *Article VI: Discipline and Removal of Members*

### Section 601 – Grounds for Disciplinary Actions

Verbal and physical child abuse; child endangerment; foul language; unsportsmanlike conduct; persistent rules and law violations; disregard of duties; or actions not in accordance with good order of HHS shall subject HHS Members and players to discipline and/or removal according to the HHS Constitution, By- Laws and Rules & Regulations.

### Section 601 – Disciplinary Actions

Disciplinary actions shall range from, but are not limited to: verbal counseling, written reprimands, temporary suspension from duties, removal from an official position, or removal from HHS activities (including as a spectator).

1. Official verbal or written reprimands and counseling may be administered as directed by the President or the Board. The Board shall be notified, and a record shall be entered into the minutes of said actions at the next regularly scheduled Closed Board Meeting.
2. Suspension and/or removal from duties shall require a 2/3 majority vote by the Board.
3. The President, Vice President or Field Marshall have the right to temporarily suspend any member for a major offense (as described in Article IX Section A of the Constitution) pending a determination of the full Board within 5 game days of the infraction.

### Section 602 – Appeals

Members shall have a right to appeal a suspension or removal by notifying the President or Vice President, in writing, within 72 hours of receiving notification of their suspension or removal and are therefore entitled to a hearing before the full Board.

1. A reasonable attempt should be made to facilitate an agreeable time and location but shall be within 5 game days of the appeal notice.
2. The hearing shall be limited to the Board, the accused party, witnesses called by the accused, and witnesses called by the Board. Signed written statements by witnesses will be accepted.

### Section 603 – Removal of Board Members

Voting Members can remove a Board Member(s) by petitioning for a Special Meeting according to Article VII of the Constitution and conducting a hearing and vote. An official from HHS's sponsoring/ruling body (e.g. - SAY, Ohio South, etc) shall chair the meeting. Voting shall be by closed ballot. A two thirds vote by a quorum of one half of the voting members is required to remove the Member(s).

## **Article VII: Association Insight & Dissolution**

### **Section 701 – Association**

The HHS association, is non-sectarian and non-partisan, having no political affiliation with any political party and honoring the rights of any individual as to race, color, national origin, religious belief, sex, freedom of expression and the rights of self determination, so long as the exercising of such rights is not detrimental to any other individual, or HHS in general.

### **Section 703 – 501(c)(3) Status**

The HHS association may engage in any lawful act or activity for which the association may be organized under the general non-profit corporation laws of the State of Ohio. The purpose for which the corporation is organized shall be limited only to the extent and in such manner that such purposes constitute charitable and educational purpose within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954, as amended or suspended from time to time.

Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on (A) by an association exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code 1954 (or the corresponding provision of any future United States Internal Revenue law) or (B) by an association contributions to which are deductible under Section 107(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue law).

### **Section 703 – Distribution of Resources**

No part of the net earnings of the association shall inure to the benefit of, or be distributable to its members, officers, directors, or other private persons, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth by the association.

### **Section 704 – Dissolution**

Upon dissolution of the association, the Board and Officers shall, after paying or making provision for the payment of all of the liabilities of the association, dispose of all of the assets of the association exclusively for the purpose of the association in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board and Officers shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the association is located, exclusively for such purpose or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purpose.

## **Article VIII: Amendments to the Constitution and By-Law's**

### **Section 801 – Amendments to the Constitution**

This Constitution may be amended only at scheduled member's meetings or at special member's meetings called for the specific purpose of amending the Constitution provided the following notification requirements are met:

1. All voting members of HHS must be furnished in writing, at least ten (10) days in advance, of proposed amendments and notifications of the time, date, and place of the meeting to act on the proposed amendments.
2. After any changes have been made to this document, in whole or in part the change(s) will be documented and passed on to all voting members of record.

Amendments to the Constitution shall be approved by two thirds of voting members present. A quorum of 50% of voting members is required to vote.

### **Section 803 – Amendments to the By-Laws**

All Board members must be provided in writing, with at least ten (10) days in advance, of any proposed changes to the By-Law's. They must also receive notification of the date, time and meeting place to act on the proposed amendments.

Amendments to the By-Law's shall be approved by the current Board by a majority vote. A quorum of two thirds of the active Board members is required to vote.

## **Article IX: Parliamentary Authority**

### **Section 901 – General**

"Robert's Rules of Order, Revised", shall govern the association in all cases not specifically covered by the Constitution, By-laws, Rules & Regulations.