

MICHIGAN HIGH SCHOOL SOCCER COACHES ASSOCIATION
Constitution and By-Laws

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1. CONSTITUTION

1.1 Name

- A. The name of this organization shall be the “Michigan High School Soccer Coaches Association”, hereinafter referred to as the “MHSSCA” or the “Association”. It shall be incorporated as a non-profit organization in the State of Michigan.
- B. The Michigan High School Soccer Coaches Association shall maintain its tax exempt status under the Internal Revenue Code.

1.2 Purpose

- A. The purpose of this Association shall be to:
 - 1.) To promote soccer in the State of Michigan primarily, but not limited to, the high school level of competition,
 - 2.) To provide recognition of the outstanding Michigan high school players of its membership,
 - 3.) To provide recognition of the outstanding Michigan high school coaches of its membership, and
 - 4.) To provide continuing development and organization of high school soccer coaches in the State of Michigan.
- B. This Association shall designate a representative to serve as requested on the Michigan High School Athletic Association’s President’s Council.

1.3 Dues

- A. The membership dues of this Association shall be based on an annual fee.
- B. The effective dates of membership shall be August 1 through July 31 of the following year, regardless of when the dues are paid.
- C. Membership fees will be established by the membership.

1.4 Membership

Membership in this Association shall be open to any individual without regard to race, color, religion, age, sex, or national origin.

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1.5 Government

A. Authority

This Association shall be governed by its Constitution, By-Laws, and Rules and Regulations.

B. Board of Directors

The governing authority of this Association shall be vested in the Board of Directors as provided in the By-Laws.

C. Election of Directors

The Officers shall be elected by the members and shall hold office as prescribed in the By-Laws.

1.6 Meetings

A. The Michigan High School Soccer Coaches Association shall hold meetings as provided in the By-Laws.

B. "Robert's Rules of Order" shall govern all meetings of this Association.

1.7 Amendments

A. This Constitution may be altered or repealed only by affirmative action of three-fourths (3/4) of the Members attending an Annual General Meeting (AGM) or a Special Meeting, provided that notice of an intention to submit alterations, amendments or to repeal shall have been included in the notice of the meeting. Notice of a Special Meeting shall be mailed to all members at least thirty (30) days in advance.

B. Floor Submittal and Adoption

C. Members of this Association may submit amendments from the floor of the AGM. The originator must present the proposal in writing to the Secretary.

D. Three-fourths (3/4) of the votes cast shall be required for the adoption of amendments.

E. Mail Vote

In matter of urgent importance, the Board may submit to members in good-standing proposals for action, including proposals for changes of the Constitution and By-Laws of this Association, by mail.

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1.8 Place of Business

The place of business of this Association shall be the address of the current Treasurer.

2. BY-LAWS

2.1 Membership

- A. Application for membership by any individual or organization constitutes acceptance and approval of the Constitution and By-Laws of this Association.
- B. Membership shall be open to any high school coach in the State of Michigan.
- C. Any other individual or organization accepting of the purpose of this Association may apply for membership.
- D. An application for membership must be submitted to the Treasurer with the membership fee.

2.2 Fees and Dues

The Board shall determine the amount of the annual membership fee and any other fees required to conduct the business of this Association.

2.3 Government

- A. Board of Directors

The Board of Directors shall consist of:

- 1.) The President
- 2.) The Vice-President
- 3.) The Secretary
- 4.) The Treasurer
- 5.) The Past-President

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B. Board Authority

- 1.) The Board of Directors shall have the authority to initiate and implement policies and procedures for the operation and administration of the affairs of the MHSSCA.
- 2.) The Board of Directors shall have the authority to authorize the payment and reimbursement of expenses incurred on behalf of this Association when presented with a bill or invoice.
- 3.) This Board shall the authority to create and appoint committees as necessary to conduct the business of this Association.
- 4.) The Board of Directors shall undertake any activities or make rulings to further the purposes of this Association.

C. Board Duties

The Board of Directors shall have the duty to:

- 1.) Abide by the Articles of Incorporation, Constitution, and By-Laws of this Association,
- 2.) Make copies of the Constitution and By-Laws available to the members of this Association,
- 3.) Prepare, review, and approve the MHSSCA budget by
 - a. Ranking all existing and proposed programs in order of importance, feasibility, and desirability,
 - b. Formulating and implementing generally accepted accounting procedures, and
 - c. Reviewing and amending the budget as may be required.
- 4.) Provide annual reports to the membership, and
- 5.) Approve Life Membership to the MHSSCA..

D. Board Voting Rights

Each member of the Board of Directors shall have one vote at all meetings.

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E. Board Operations

- 1.) In the event of a vote by the Board, the voting positions of the Board members shall not be made public.
- 2.) All decisions of the Board shall be final and binding on all Members unless and until they are reconsidered (appealed) and reversed by the Board.
- 3.) No member of this Board of Directors shall be individually liable for the actions of this Association or any actions of any spectator, player, referee, team, or member under the auspices of this Association.

F. Fiscal Year

The fiscal year of this Association shall be from August 1 through July 31.

2.4 Executive Committee

The Executive Committee shall consist of:

- A. The President
- B. The Vice President
- C. The Secretary
- D. The Treasurer
- E. The Past President

2.5 Executive Committee Authority

- A. The Executive Committee shall have the authority to resolve any conflict regarding the interpretation of the Association's Constitution and By-Laws and other issues not fully covered in these documents.
- B. The President, Vice President, and Secretary shall serve as an Emergency Committee to decide matters which require urgent attention. Their decisions shall be reported at the next membership meeting.

2.6 Vacancies of Office

- A. In the event of a vacancy in the office of the President, the Vice President shall fill the vacancy.

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- B. The Executive Committee shall have the authority to fill other vacancies in order to meet the needs of the Association until the next AGM, at which time an election shall be held to fill the unexpired term.

2.7 Term of Office

- A. Elected officers shall serve for a period of two (2) years as follows:
 - 1.) The Vice President and Treasurer shall be elected in even numbered years.
 - 2.) The Vice President will assume the office of President following his/her two (2) year term of office.
 - 3.) The Secretary shall be elected in even numbered years.
 - 4.) The term of officers for the Executive Committee shall commence at the time of election for two (2) years.

- B. Election of Officers

The Officers of this Association shall be elected at the Annual General Meeting, separately, by ballot and shall require a majority of votes cast.

- C. Removal

Executive Committee members may be removed from their office on the petition of at least nine members at a Special Meeting by a two-third (2/3) vote of the attending membership.

2.8 Duties of Officers

- A. President

The President shall:

- 1.) Preside at all meetings of this Association,
- 2.) Appoint all Chairmen and be an ex-officio member of all Committees,
- 3.) Vote only in the case of a tied vote in Board or Executive Board meetings,
- 4.) Make an annual report on the state of the Association, and
- 5.) Represent the Association at the Michigan High School Athletic Association.

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B. Vice President

The Vice President shall:

- 1.) Assume the duties of the President in the President's absence,
- 2.) Assume the office of the President following the term of Vice President, and
- 3.) Perform other duties which may be assigned by the President.

C. Secretary

The Secretary shall:

- 1.) Respond to and keep record of all correspondence,
- 2.) Have charge and keep a record of all Association property, excluding finances,
- 3.) Record the minutes of all meetings and supply a copy to each Board Member, and
- 4.) Present a report on these activities at the Annual General Meeting.

D. Treasurer

The Treasurer shall:

- 1.) Have charge of all finances of the Association,
- 2.) Maintain a checking account in a bank approved by the Board,
- 3.) Submit an itemized report at the Annual General Meeting, and
- 4.) Reimburse and pay all expenses of this Association when valid billings are submitted.

2.9 Meetings

- A. The Board shall meet at least four (4) times a year.
- B. Time and place of Board meetings shall be determined by a majority vote of the Board members.
- C. The AGM shall be held in February of each year. The time and place shall be determined by the Board at least sixty (60) days in advance of the meeting.
- D. To be eligible for voice and vote at the AGM and any Special Meeting of this Association, Members must be in good standing and current in their membership fees.

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- E. Members unable to attend an AGM may arrange for a substitute. Substitutes shall not be entitled to vote. Substitutes may have voice only if recognized by the President.
- F. Elected Board Members shall have voice and one (1) vote at the AGM of this Association.
- G. Quorum
 - 1.) A quorum at the AGM or any Special Meeting of the Membership shall consist of those in attendance who are in good standing and eligible to vote.
 - 2.) A quorum at a Board Meeting shall be a simple majority.
- H. Annual General Meeting Agenda
 - 1.) Call to Order
 - 2.) Seating of Members and introduction of Officers
 - 3.) Minutes of the last AGM
 - 4.) Reports
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
 - e. All-State Chairmen
 - f. Unfinished Business
 - g. Election of Officers
 - h. New Business
 - i. Good of the Game
 - j. Adjournment

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- I. Regular Board Meeting Agenda
 - 1.) Call to Order
 - 2.) Roll Call
 - 3.) Minutes of the last Board Meeting
 - 4.) Reports
 - 5.) Unfinished Business
 - 6.) Correspondence
 - 7.) New Business
 - 8.) Good of the Game
 - 9.) Adjournment

2.10 Committees

- A. This Board shall the authority to create and appoint committees as necessary to conduct the business of this Association
- B. The Chairmen of all Committees shall be appointed by the President with the advice and consent of the Board and shall serve concurrently with the President.
- C. Committee Chairmen shall make all decisions relevant to their Committee's administration including the appointment of their committee members except as set forth otherwise in the By-Laws.
- D. This Association shall have the following Standing Committees:
 - 1.) Clinic Committee
 - 2.) All-State Selection Committee

2.11 Parliamentary Procedure

The rules contained in "Robert's Rules of Order" shall govern this Association and its Board.

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2.12 Amendments

- A. These By-Laws may be altered or repealed only by an affirmative vote of a majority of the Members attending an AGM or Special Meeting provided that notice of an intention to submit alterations, amendments, or to repeal has been included in the notice of the Special Meeting. The Special Meeting notice must be mailed at least thirty (30) days in advance of the meeting.
- B. Any amendment to these By-Laws shall take effect immediately following the meeting of adoption, unless otherwise provided for in those amendments.
- C. Upon adoption, amendments to the By-Laws supersede all By-Laws previously in effect.

2.13 Dissolution

In the event of dissolution of this Association, all liabilities of the Association shall be paid. Following the payment of all liabilities, the Board shall have the authority to dispose of or donate all assets, including cash accounts.