

CONSTITUTION

Twinsburg Athletic Club Soccer Association, Inc.

ARTICLE 1 NAME AND LOCATION

This association shall be known as the Twinsburg Athletic Club Soccer Association, Inc., referred to herein as "Twinsburg AC" or the "Club." Twinsburg AC is located in the City of Twinsburg in Summit County , Ohio

ARTICLE 2 PURPOSE

2.01 This organization is organized exclusively as a non-profit, educational organization under section 501(c)(3) of the United States Internal Revenue Code.

2.02 The purpose of the Twinsburg AC Soccer Association shall be to develop, promote, and administer the game of soccer among players under 18 years of age, within its boundaries. This purpose shall include registration of players, collecting of fees and sponsorships, and any other legitimate activities appropriate to conducting a soccer program.

2.03 No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Two hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE 3 AFFILIATION

Twinsburg AC may be affiliated with any organization approved by the United States Soccer Federation (USSF).

ARTICLE 4 MEMBERSHIP AND THE TWINSBURG AC AREA

5.01 The boundaries of the Twinsburg AC shall be defined as all of that territory within the Twinsburg School District .

5.02 Membership shall consist of Regular Membership and Associate Membership. Regular and Associate Members, herein referred to as "Members," have the same rights as to voting, serving as officers, and are responsible for abiding by the conduct policies. The Twinsburg AC will not discriminate against any individual on the basis of race, color, religion, age, sex or national origin. Fees or dues for youth soccer players shall be established by Twinsburg AC, shall be sufficient to support the purpose of the Club, and shall be adjusted and approved from time to time by the Board of Directors.

5.03 Regular Members are defined as those parents or guardians who have paid the proper fee as set by the Board and have at least one child registered on a Club Team. There shall be one vote per each child registered on a Twinsburg AC Team,

provided proper fees for the current session have been paid. All votes must be cast in person and may not be voted absentee, by proxy, or otherwise assigned.

5.04 Associate Members are defined as those persons who are interested in furthering the goals of the Club, but do not otherwise qualify for Regular Membership status. Associate Members are required to pay a fee set by the Board of Directors, which is sufficient to defray the costs incurred by the Club for respective affiliation fees due to the USSF and OYSAN for that member. Associate Members are entitled to one vote with equal rights. An Associate Member may hold a position on the Executive Board.

ARTICLE 5 GOVERNMENT OF THE CLUB

6.01 The Twinsburg AC will be governed by an Executive Board referred to herein as the "Board." The Board may consist of up to nine Officers consisting of a President, Vice President Boys, Vice President Girls, Coaches Rep Boys, Coaches Rep Girls, Secretary/Treasurer, Club Registrar, Club Manager and Field & Equipment Manager. Members of the Executive Board shall be elected at the Annual General Meeting (AGM) of all Club Members.

6.02 The Executive Board shall have the powers and authority as set forth in the by-laws, rules, regulations and policies of the Twinsburg AC. They shall transact business in the name of the Twinsburg AC.

6.03 The Twinsburg AC shall operate pursuant to the laws of the State of Ohio and the United States of America. The Club shall have policies on Registration, Travel, Discipline and Appeals, Health and Safety of players, Parents Code of Conduct, and other policies. The Twinsburg AC prohibits all abuse of participants including sexual and physical, and shall maintain policies to help prevent such actions from occurring.

ARTICLE 6 MEETINGS OF MEMBERS

7.01 The affairs of the Twinsburg AC, including election of the Executive Board, shall be handled at the Annual General Meeting to be held in the fourth quarter of the fiscal year. The fiscal year shall run July to June. General Business Meetings may be held from time to time as deemed necessary by the President. Meetings shall be held at a time and place to be designated by the President, and shall be publicly announced. Written or verbal notice stating the place, day and hour of the meeting shall be given not less than 48 hours prior to the meeting.

7.02 A Special Club Meeting can be called by the President, or by written request of three Board members to discuss no more than two items of business. Upon receipt of three signatures of Board members, the Secretary will set the date, time and place of the meeting, giving 48 hours notice.

7.03 Quorum for a meeting of the Membership at the Annual General Meeting (AGM), a General Business Meeting, or any Special Meeting of the Membership, shall be defined as any number of Members, which are present.

ARTICLE 7 PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Twinsburg AC in all cases to which they are applicable and in which they are not inconsistent with this Constitution and associated By-Laws and any special rules of order the Club may adopt.

ARTICLE 8 AMENDING THIS CONSTITUTION

9.01 The Executive Board may propose amendments to the Constitution. Such proposals require a 2/3 majority vote of the Board, at a meeting duly called and specified for such action. Such recommended changes to the Constitution must be presented to the Club Membership for approval at a Regular or Special Club Meeting.

9.02 This constitution may be amended, altered, or repealed by a 2/3 majority vote of the membership when a quorum is represented. Any proposals or motions to amend or change the constitution must be provided to the membership in writing at least two-weeks prior to the meeting scheduled for that purpose. The revised constitution and/or any amendments shall become effective after the adjournment of the meeting upon which it was voted, providing there is no other date specified for the effective date.

ARTICLE 9 DISSOLUTION

This Association may be dissolved by an affirmative vote of $\frac{3}{4}$ of the Members at a meeting called for this purpose after two weeks notice has been given. Should this association be dissolved or disbanded for any reason, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose, as determined by a majority vote of the Executive Board. If no vote is taken within a week of the vote to dissolve, the above will go – First, to any OYSAN-affiliated soccer organizations which are located in the Twinsburg AC Area. – If no OYSAN-affiliated soccer organization exists within the Twinsburg AC Area, then Second to any USSF-affiliated soccer organizations which are located in the Twinsburg AC Area, - and Third, if no OYSAN or USSF affiliated soccer organizations, then to the Twinsburg School District.