
**ARTICLE I
NAME, OFFICE, PURPOSE**

SECTION 1 – NAME:

The name of this organization is the Houston Chapter – Southwest Soccer Officials Association (“HSSOA”), a chapter of the Texas Association of Sports Officials – Soccer Division (“TASO-S”) which is a division of the Texas Association of Sports Officials (“TASO”), a non-profit corporation.

SECTION 2 – PURPOSE:

The purpose of the HSSOA is to foster and promote high school competition in the game of soccer by:

- A. Advancing the ideals of good sportsmanship and fair play through qualified officiating in soccer, and respect for the authority of soccer officials at all levels of competition.
- B. Providing educational programs to advance the skills of soccer officials at all levels of competition.
- C. Conducting studies of officiating problems and seeking solutions in cooperation with appropriate authorities.
- D. Developing and maintaining a membership consisting of experienced and capable soccer officials whose integrity is above reproach and who are actively engaged each year in officiating soccer games.
- E. Fostering a high standard of ethics encouraging fair play and sportsmanship and promoting closer cooperation and better understanding among officials, high school athletic representatives, coaches, and players.

**ARTICLE II
GEOGRAPHICAL**

HSSOA is identified as District VIII of TASO-S. The activities of HSSOA shall be confined to District VIII, as defined by TASO from time to time.

**ARTICLE III
MEMBERSHIP**

SECTION 1 – QUALIFICATION FOR MEMBERSHIP:

Applications will be processed in accordance with procedures established by the HSSOA Board of Directors (“Board of Directors”).

SECTION 2 - MEMBERSHIP YEAR:

The membership year shall be from May 1 through April 30.

SECTION 3 - PRIVILEGES OF MEMBERSHIP:

- 1) All members in good standing have the following privileges:
 - a) Voting privileges in selecting the elected officers of HSSOA.
 - b) Voting privileges in any matters that come before the HSSOA membership.
 - c) Eligible for assignments to HSSOA assigned games.
- 2) A member in good standing:
 - a) Has paid all fines, levies, and current dues in accordance with these By-laws and Operating Procedures.
 - b) Has acted in accordance with the Code of Ethics and Conduct for TASO officials and is not suspended from any HSSOA, TASO-S or TASO activities.
 - c) Has declared their Area of representation (North, Central or South) during the annual registration process.

SECTION 4 – TERMINATION OF MEMBERSHIP:

- 1) Membership may be terminated or suspended by a two-thirds vote of the entire voting members of the Board of Directors for the following only after due notice and recommendation of the disciplinary hearing:
 - a) Members who violate the provisions of the Constitution, By-laws, Code of Ethics, Standards of Conduct, Code of Ethical Conduct, or Operating Procedures of the TASO or HSSOA
 - b) Falsify information on the application for membership.
- 2) Members may appeal disciplinary action taken by the Board of Directors of the HSSOA, as appropriate under the TASO Code of Ethics and Due Process Guidelines.
- 3) Members who appeal disciplinary action taken by the Board of Directors at any level, shall abide by the decision of the TASO Ethics body.
- 4) This section does not apply to the removal of officers of HSSOA which is covered in ARTICLE VI.

SECTION 5 - ANNUAL MEMBERSHIP ROSTER:

- 1) The HSSOA will compile annually the names, addresses, telephone numbers, and other pertinent data of the members. Such roster will be provided to the TASO office as required from time to time by the TASO office.
- 2) The roster shall be available to any HSSOA member in good standing.

SECTION 6 - GRADING OF REFEREES:

The Board of Directors shall establish the criteria for determining the referee's grade. The criteria shall be included in the Operating Procedures and published to the HSSOA membership.

**ARTICLE IV
THE BOARD OF DIRECTORS****SECTION 1 – COMPOSITION:**

The Board of Directors shall be composed of elected members who have voting status and advisory members whose positions are optional and are non-voting.

- 1) Elected members are:
 - i) President,
 - ii) Vice-President-Development
 - iii) Vice-President-Scheduling
 - iv) Treasurer
 - v) Secretary
 - vi) Registrar
 - vii) Area Representative – North
 - viii) Area Representative – Central
 - ix) Area Representative – South
- 2) The Advisory members may be the:
 - i) Director of Training
 - ii) Director of Assessment, and
 - iii) Assignor(s).

SECTION 2 – DIRECTORS:

The Board of Directors shall be the governing body of the HSSOA, and shall be responsible for fulfilling the purposes, and administering the operations of this organization, subject to the rules, procedures and directives of the TASO.

SECTION 3 – POWERS:

- 1) Subject to the restrictions contained in the Constitution and By-laws of the TASO-S and TASO, the Board of Directors shall have full charge of the activities and general operations of the HSSOA.
- 2) It shall have the full power and authority, within the limitations imposed by law, to do all things necessary to further the purposes for which the association is organized and to serve the best interest of the association.
- 3) The Board of Directors shall have the power to recommend by-law changes and present these to the membership for vote.
- 4) The Board of Directors shall be empowered to rule on situations not covered in the By-laws and to adopt all operating procedures and to govern its own deliberations.

SECTION 4 – COMPENSATION OF DIRECTORS OR OFFICERS:

- 1) No individual member of this association shall receive any remuneration for any act or services done as a director, officer or otherwise for or on behalf of the association, for which that person is elected.
- 2) This provision shall not exclude the reimbursement of individual members for expenses incurred in or performing the business and affairs of this association and for fees paid to instructors, assignor(s), and assessors duly assigned by HSSOA officers.

SECTION 5 – INDEMNIFICATION OF DIRECTORS AND OFFICERS:

HSSOA shall indemnify each director and officer (including former directors and officers) to the full extent permitted by the laws of the State of Texas with respect to ordinary acts performed in good faith, but not for gross, wanton, or willful acts, acts committed in bad faith, or acts committed in conscious disregard of the Constitution and By-laws of the HSSOA or TASO or any applicable laws or statutes.

**ARTICLE V
OFFICERS AND THEIR TERM**

SECTION 1 – ELECTED OFFICERS:

The officers of HSSOA shall be the:

- a) President
- b) Vice-President-Development
- c) Vice-President-Scheduling
- d) Treasurer
- e) Secretary
- f) Registrar
- g) Area Representative - North
- h) Area Representative - Central
- i) Area Representative - South

SECTION 2 – OPTIONAL APPOINTED OFFICIALS:

- 1) The Board of Directors shall approve by majority vote of the voting Board of Directors:
 - A. The Director of Assessment
 - B. The Director of Training
 - C. Assignor(s) (as required)
- 2) These members are non-voting advisory members of the Board of Directors. Advisory members are based on organizational need.
- 3) The Director of Assessment and Director of Training and may be nominated by the Vice President – Development.
- 4) The Assignor(s) may be nominated by the Vice President –Scheduling.

SECTION 3 – OFFICE LIMITATIONS:

No person may hold more than one office that is listed in Article V, Section 1 or Section 2 at any given time.

SECTION 4 – TERM OF OFFICE:

- 1) The term of office for elected officers shall be two (2) years.
- 2) All elected members of the Board of Directors shall serve from May 1 through April 30.

**ARTICLE VI
ELECTION OF OFFICERS**

SECTION 1 – ELECTIONS:

- 1) Officers shall be elected by a majority of HSSOA members present at the April meeting.
 - a) Members may vote for any of the nominations of
 - i) President
 - ii) Vice-President-Development
 - iii) Vice-President-Scheduling
 - iv) Treasurer
 - v) Secretary
 - vi) Registrar
 - b) A member may vote only for the Area Representative for their declared Area of representation.
- 2) The President, the Vice-President-Development and the Registrar will be elected in odd-numbered years.
- 3) The Vice-President-Scheduling, the Secretary and the Treasurer will be elected in even-numbered years.
- 4) Area Representatives will also be elected in even-numbered years.
- 5) Candidates shall be nominated by the Nomination Committee. The Nomination Committee shall be appointed by the President and approved by the Board of Directors for the offices set out in Article V.
- 6) Names of other candidates may be submitted by the members at the election. All candidates shall have agreed to serve prior to their nomination. Area representatives may only be nominated for their declared Area of representation.

SECTION 2 – VACANCIES:

- 1) In the event of a vacancy in the office of President, the Vice-President-Development shall become the President.
- 2) If the offices of both President and Vice-President-Development are vacant, the Vice-President-Scheduling shall become President.

- 3) A vacancy in any other elected office, or the vacated office of the Vice President taking over the President's position, shall be filled by a majority vote of the remaining Board of Directors and approved by a majority vote of the membership at the next scheduled meeting. The appointee must be eligible to serve the entire term of the appointment.

SECTION 3 - PROCEDURE FOR RECALL OF OFFICERS:

- 1) An officer may be recalled by a two-thirds vote of the membership voting.
- 2) A recall request, signed by at least twenty (20) members in good standing, must be filed with the HSSOA Board of Directors.
- 3) The HSSOA Board of Directors shall certify the signatories and notify the membership at least twenty-one (21) days prior to the regular membership meeting at which the vote will be taken.

SECTION 4 – LIMITATION OF SERVICE:

- 1) A member shall be elected to a two-year term as a member of the Board of Directors.
- 2) A member of the Board of Directors may be elected to no more than three consecutive terms at any position, or serve a maximum of seven years as a member of the Board of Directors within a ten-year period.
- 3) The "ten-year period" referenced in paragraph 2 shall be defined as "beginning May 1st of the tenth year immediately prior to the present election."
- 4) No member shall be eligible for nomination or election unless his or her entire two-year term will be in compliance with all existing By-Laws.
- 5) For determination of a member's eligibility to serve on the Board within the "ten-year period", election to a Board position and appointment to a Board position shall have the same meaning and interpretation.

ARTICLE VII DUTIES OF THE OFFICERS AND DIRECTORS

SECTION 1 – PRESIDENT:

- 1) The President shall preside at all HSSOA and Board of Director meetings.
- 2) The President appoints committees as needed.
- 3) Represents and acts as liaison between HSSOA and school officials, TASO, and other TASO divisions.

SECTION 2 - VICE-PRESIDENTS:

A) The Vice-President - Development

- 1) Shall perform all the duties of the President in the President's absence.
- 2) Responsible for the HSSOA training and assessment programs with the option of appointing a Director of Training and/or a Director of Assessment to assist in his/her efforts.
- 3) Shall chair the ranking committee.

B) The Vice-President – Scheduling

- 1) Shall perform the duties of the President in case of absence of both the President and Vice-President - Development.
- 2) Responsible for the scheduling of officials at all games in the HSSOA district, with the option of appointing an Assignor(s) to assist in his/her efforts.
- 3) Responsible for the assignment of officials to state requested assigned games. The Vice-President - Scheduling shall make every effort to assign as many different referees who have expressed their desire and availability, to those play-off games requested by the state office which are outside the TASO-Houston Chapter regular season assigning area. The Vice-President - Scheduling may delegate this responsibility to any or all of the Board-appointed Assignors and to no one else. The Vice-President - Scheduling must rotate all play-off assignments equally among the Assignors for all play-off games, whether requested by the state office or by any school directly, which are to be played at any venue in the TASO-Houston Chapter's regular season assigning area. Additionally, for all play-off games in the TASO-Houston Chapter's assigning area for which the TASO-Houston Chapter has been requested to provide officials, the Vice-President - Scheduling shall ensure that no eligible TASO-Houston Chapter member will do more than one assignment as center referee and that for multiple games played at a single venue, there will be different three-man crews for each contest.
- 4) Is a member of the Ranking Committee.
- 5) Neither the Vice-President Scheduling nor any Chapter member shall assign or allow to be assigned to a non-Chapter member ANY game assignment at a school that utilizes HSSOA as the source of its TASO Soccer officials UNLESS the Board specifically and in advance authorizes same.

SECTION 3 – SECRETARY:

- 1) The Secretary shall keep the minutes of all HSSOA and Board of Director meetings.
- 2) Shall send out notices.
- 3) Preserve all records, and
- 4) Have charge of all necessary printing and publications ordered by HSSOA.

SECTION 4 – TREASURER:

The Treasurer shall receive

- 1) All dues and fees from the Registrar,
- 2) Shall place all receipts of the HSSOA into a fund from which disbursements authorized by the Board of Directors shall be made,
- 3) Shall be responsible for making all such authorized disbursements,
- 4) Shall maintain a complete financial record in the name of HSSOA, and
- 5) Shall prepare all reports necessary for government reporting.

SECTION 5 – REGISTRAR:

The Registrar annually shall

- 1) Send to each member a notice of dues and registration fees,
- 2) Collect such dues and fees,
- 3) Transmit them to the Treasurer,
- 4) Communicate with the TASO as required, and
- 5) Validate and certify the membership.

SECTION 6 - AREA REPRESENTATIVES:

- 1) The Area Representatives shall be:
 - a) North Area
 - b) Central Area
 - c) South Area

This position is to assure representation from the three major and distinct areas of HSSOA.

- 2) Each Area representative shall be responsible for:
 - a) Chairing the Discipline and Protest committee for their respective areas. They shall nominate at least six additional members to be approved by the Board of Directors. Current members of the Board of Directors (other than the Area Representatives) may not be appointed to Discipline and Protest committees. Area Representatives and three BOD-approved members are the minimum necessary to conduct a Discipline and Protest hearing.
 - b) Shall be member of the Ranking Committee.
 - c) The Area Representatives shall communicate first to the Assignors, then to the Vice-President - Scheduling and the Vice-President - Development any complaints by a constituent concerning the quality and/or quantity of assignments the constituent has received. In the event, the preceding process is not resolved to the satisfaction of the complainant, the Area Representative shall refer the matter, along with all pertinent information, to the Board of Directors for resolution.

SECTION 7 – DIRECTOR OF TRAINING (OPTIONAL):

- 1) The Director of Training shall be:
 - a) Responsible for training program lesson plans, training aids, etc. to maintain a consistent program for HSSOA.
 - b) Responsible for administrating any written tests and physical testing.
 - c) The primary liaison with the TASO Director of Training.
 - d) Work closely with the Director of Assessment to develop specific training programs to address needs identified in the assessment program.

SECTION 8 – DIRECTOR OF ASSESSMENT (OPTIONAL):

- 1) The Director of Assessment shall be:
 - a) Responsible for the assessment program.
 - b) Training qualified assessors.
 - c) Establishing quality standards to allow for a consistent assessment program.
 - d) Shall work closely with the Director of Training to develop specific training programs to address needs identified in the assessment program.

SECTION 9 – ASSIGNOR(S) (OPTIONAL):

- 1) The Assignor(s) shall be responsible for scheduling officials for each game scheduled to be played in the Assignor's area of responsibility within HSSOA.
 - 2) The assignor reports directly to the Vice President of Scheduling.
 - 3) The assignor's area of responsibility shall be determined by the Vice President of Scheduling.
- The number of assignors is determined by the Vice-President-Scheduling.

**ARTICLE VIII
COMMITTEES**

SECTION 1 – STANDING COMMITTEES: There shall be three (3) Standing Committees of the Board of Directors, the Discipline and Protest Committee (D&P), the Ranking Committee, and the Nominating Committee. Membership on the D&P Committee, in addition to the Vice-President-Scheduling, shall be composed of six (6) members of the HSSOA not presently serving on the Board of Directors, nominated by the Area Representatives. For each case coming before the D&P Committee, the Chairman of the Committee shall convene three (3) committee members, one (1) from each of the areas, if available.

SECTION 2: The Board of Directors may create, or the President, subject to approval of the Board of Directors, may appoint **additional ad hoc** committees as needed. Terms for the **ad hoc** committee members shall be specified at the time of appointment, not to exceed the term of office of the President in office at the time of appointment.

**ARTICLE VIII
COMMITTEES****SECTION 1 – STANDING COMMITTEES:**

- 1) The Standing Committees of the HSSOA shall be:
 - a) Discipline and Protest Committee (D&P)
 - b) Ranking Committee
 - c) Nominating Committee
- 2) The Discipline and Protest Committee (D&P) shall be:
 - a) Chaired by the Area Representative for the member involved in each respective case.
 - b) Composed of six (6) members of the HSSOA not presently serving on the Board of Directors, nominated by the Area Representatives.
 - c) For each case coming before the D&P Committee, the Chairman of the Committee shall convene three (3) committee members, one (1) from each of the areas, if available.
- 3) The Ranking Committee shall be composed of the:
 - a) Vice President – Scheduling,
 - b) Vice President – Development,
 - c) Area Representative – North,
 - d) Area Representative – Central,
 - e) Area Representative – South, and
 - f) may include the Director of Training and Director of Assessment.
- 4) The Nominating Committee shall be composed of at least 3 members of HSSOA appointed by the President and subject to approval by the Board of Directors.

SECTION 2 -- AD HOC COMMITTEES:

The Board of Directors, or the President, may appoint, subject to approval of the Board of Directors, additional *ad hoc* committees as needed. Terms for the *ad hoc* committee members shall be specified at the time of appointment, not to exceed the term of office of the President in office at the time of appointment.

**ARTICLE IX
MEETINGS**

SECTION 1 – REGULAR MEMBERSHIP MEETINGS: HSSOA shall hold a regular membership meeting of members once per month from September through April. Notice of the meeting schedule shall be provided to all members. The Board of Directors may call a special membership meeting by giving notice at least 30 days in advance of the meeting. Each member **in good standing** shall be entitled to vote on any business considered at any membership meeting. The place, time and date for a membership meeting shall be determined by the Board of Directors.

SECTION 2 – BOARD OF DIRECTORS MEETINGS: The Board of Directors shall meet at least once per month. The President may call a special meeting of the Board of Directors and shall be required to promptly call a special meeting of the Board of Directors at the written request of a majority of the Board of Directors. Special meetings shall require five business days prior notice to each member of the Board of Directors. The Board of Directors may agree by majority vote to dispense with a monthly meeting.

SECTION 3 – VOTE AND QUORUM: The members of HSSOA present at a membership meeting, or a majority of the Board of Directors at a Board of Directors meeting, shall constitute a quorum.

SECTION 4 – CONDUCT OF MEETING: Meetings of HSSOA shall be conducted generally in accordance with Robert's Rules of Order as from time to time amended.

ARTICLE IX MEETINGS

SECTION 1 – REGULAR MEMBERSHIP MEETINGS:

- 1) HSSOA shall hold regular membership meetings. Meeting frequency and notice shall be defined in the Operating Procedures of HSSOA.
- 2) Notice of the meeting schedule shall be provided to all members.
- 3) The Board of Directors may call a special membership meeting by giving notice at least 30 days in advance of the meeting.
- 4) Each member **in good standing** shall be entitled to vote on any business considered at any membership meeting.
- 5) The place, time and date for a membership meeting shall be determined by the Board of Directors.

SECTION 2 – BOARD OF DIRECTORS MEETINGS:

- 1) The Board of Directors shall meet as necessary, to conduct chapter business.
- 2) **Notice of regular Board meetings must be published to the general membership at least 28 days prior to the meeting.**
- 3) The President, or any Board member, may call a special meeting of the Board of Directors.
- 4) Special meetings shall require prior notice of five business days to each member of the Board of Directors.

SECTION 3 – VOTE AND QUORUM:

- 1) The members in good standing of HSSOA present at a general membership meeting shall constitute a quorum and may vote as required on items of chapter concern. Only members present may vote.
- 2) A majority of the voting members of the Board of Directors at a Board of Directors meeting shall constitute a quorum. Only members present may vote.

SECTION 4 – CONDUCT OF MEETING:

Meetings of HSSOA shall be conducted generally in accordance with Robert's Rules of Order as from time to time amended.

ARTICLE X DUES

A schedule of dues payable by members of HSSOA shall be adopted by the Board of Directors each year. The Board of Directors shall be entitled to terminate the membership of any member who has not paid dues after a deadline prescribed by the Board of Directors.

ARTICLE X DUES

- 1) A schedule of dues payable by members of HSSOA shall be adopted by the Board of Directors each year.
- 2) The Board of Directors shall be entitled to terminate the membership of any member who has not paid dues after a deadline prescribed and published by the Board of Directors.

**ARTICLE XI
PROPERTY RIGHTS**

No member, director, or officer of HSSOA shall have any right, title or interest in or to any property of any kind owned by HSSOA or used by it in connection with the performance of its functions, nor in or to any income or other funds received by it; and no part of the net earning of HSSOA shall inure to the benefit of any member except as provided for in Article IV, Section 4.

**ARTICLE XII
AMENDMENTS**

SECTION 1: The members of HSSOA shall have the power to alter, repeal, or amend these By-laws at any regular meeting of the members, by an affirmative vote of two-thirds (2/3) of the votes cast, provided proper notice of the proposed action has been given.

SECTION 2 - NOTICE OF AMENDMENT VOTE: A member wishing to propose amendments, alterations or repeal shall send notice of intent to the President or the Secretary prior to the next scheduled Board of Directors meeting. The Board of Directors will present the item(s) at the next general meeting. ~~be mailed to each member at least thirty (30) days.~~ A copy of the proposed amendments, alterations or sections for repeal, shall be made available to each member at the general membership meeting immediately prior to the meeting at which it will be voted upon.

**ARTICLE XII
AMENDMENTS****SECTION 1 -- ALTER, REPEAL OR AMEND BY-LAWS:**

The members of HSSOA shall have the power to alter, repeal, or amend these By-Laws at any regular meeting of the members, by an affirmative vote of two-thirds (2/3) of the votes cast provided proper notice of the proposed action has been given.

SECTION 2 - NOTICE OF AMENDMENT VOTE:

A member wishing to propose amendments, alterations or repeal shall:

- 1) Send notice of intent to the President or the Secretary prior to the next scheduled Board of Directors meeting.
- 2) **Present the amendment, alteration or repeal of the By-Laws or Operating Procedures at the Board Meeting.**
- 3) The Board of Directors will present the item(s) at the next general meeting.
- 4) A copy of any proposed amendments, alterations or sections for repeal, shall be made available and published in either written or electronic form to each member at the general membership meeting immediately prior to the meeting at which it will be voted upon but no later than 28 days prior to the vote.

**ARTICLE XIII
MISCELLANEOUS**

SECTION 1: The members of HSSOA shall have the power to alter, repeal, or amend these By-laws at any regular meeting of the members, by an affirmative vote of two-thirds (2/3) of the votes cast, provided proper notice of the proposed action has been given.

SECTION 2: In the event of a conflict between any provision of these Bylaws and any provision(s) of the SSOA or SOA constitution, the provisions of the SSOA or SOA constitution shall prevail.

**ARTICLE XIII
MISCELLANEOUS****SECTION 1 – CONFLICTS:**

In the event of a conflict between any provision of these Bylaws and any provision(s) of the TASO constitution, the provisions of the TASO constitution shall prevail.

SECTION 2 – COMMUNICATIONS:

- 1) The HSSOA is required to publish annually and make available by print or electronic distribution to each member of HSSOA the following information:
 - a) Constitution
 - b) By-Laws
 - c) Operating Procedures
 - d) TASO, TASO-S, HSSOA Code of Ethics
 - e) Financial Statement
 - f) Membership Roster
 - g) Ranking Guidelines
 - h) Board of Director Meeting Minutes
- 2) Operating Procedures shall be established by the Board of Directors and approved by the membership. Changes to the operating Procedures may be proposed by any member of HSSOA and adopted by the Board of Directors by a two-thirds (2/3) vote of the entire voting Board members.