



HIGHLANDER SOCCER CLUB

P.O. Box 594, Claysville, Pennsylvania 15323

admin@highlandersoccerclub.com



Constitution of Highlander Soccer Club

Article I - Name

This association shall be known as the Highlander Soccer Club or HSC.

Article II - Notices

Notices to the organization should be sent to P.O. Box 594; Claysville, PA 15323

Article III - Purpose

The purpose of HSC shall be to develop, promote and administer the game of soccer for youth under 19 years of age. The HSC shall serve Washington County and surrounding communities.

HSC is organized and operated exclusively for the above stated purpose, and other related non-profit purposes, and no part of any earnings or income shall inure to the benefit of, or be distributed to, its members, officers or other private parties, except that HSC shall be empowered to pay reasonable compensation for services rendered and to make payments, and distributions in furtherance of the purpose defined herein. Notwithstanding any other provision of this constitution, HSC shall not carry any other activities not permitted to be carried on by the organization exempt from federal income tax under Section 501C (7) of the Internal Revenue Code of 1954 [26USC 501 [c] [7] or corresponding provisions of any subsequent Federal Tax Law.

Article IV - Affiliation

HSC shall be an affiliate of the PA West Soccer Association hereinafter known as PA-West and has been constituted as a Youth Soccer Association as defined in HSC Constitution. HSC shall be subject to the authority of PA-West soccer, the United State Youth Soccer Federation, hereinafter known as USSF and the Federation Internationale de Football Association (hereinafter known as FIFA).

Article V - Government

HSC shall be governed by its Constitution, By-laws, and Rules and Regulations. HSC shall retain its own autonomy, but will adhere to the Constitution, By-laws, and Regulations of the PA West Soccer Association in all matters pertaining to interstate, regional, national, and international competition, or in other competitions sponsored by PA West.



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Article VI - Membership

Membership in HSC shall be open to any resident within the area of Washington County or surrounding communities.

The parent or guardian(s) of each player accepted for membership and otherwise in good standing shall be entitled to voting rights at any general special meeting of the membership of HSC as provided in the By-laws.

The acceptance of membership obligates the member to comply with the provisions of the Constitution, the By-laws, and the Rules and Regulations of HSC. Penalties for violation thereof shall be taken as provided in the By-laws.

All teams, clubs, and associations within the territorial jurisdictions of PA-West who are not members of PA-West shall be deemed non-affiliated organizations. Members of PA-West shall not play soccer games against non-affiliated organizations without prior approval and authorization of the Youth Board of PA-West.

Article VII - Fees

Members shall pay annually a membership fee to HSC that shall be assessed on a seasonal (fiscal) year basis and shall be defined as provided in the By-laws. The fee shall be determined by HSC Board of Directors as provided by HSC By-laws.

Article VIII - Seasonal Year

The Seasonal (Fiscal) Year shall begin on September 1 and end on August 31 on the following calendar year. The Constitution and By-laws and Regulations shall be in effect during the entire twelve (12) months of the Seasonal Year.

HSC shall distribute its income for each Seasonal (Fiscal) Year at each time and in such manner so as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954 (28 USX 4942) or corresponding provisions of any subsequent Federal Tax Law.

HSC shall not:

1. Engage in act of self-dealing as defined in Section 4941 (d) Internal Revenue Code of 1954;
2. Retain any excess business holdings as defined in Section 4943 (d), Internal Revenue Code of 1954;
3. Make any investments in such a manner as to subject it to tax under Section 4944, Internal Revenue Code of 1954; make any taxable expenditures as defined in Section 4945 (d), Internal Revenue Code of 1954; or any corresponding provisions of any subsequent Federal Tax Laws.



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Article IX - Board of Directors

The government of HSC, with the authority set out herein and in the By-laws, shall be vested in a governing body known as the Board of Directors or the Board.

The composition of the Board shall be as follows:

(4) Officers elected at the Annual General Meeting as follows:

- ❖ President
- ❖ Vice-President
- ❖ Secretary
- ❖ Treasurer

The following Board members appointed by the four (4) elected officers of the Board. Such appointees must be acceptable to at least 3/4 of the appointing Board members:

- ❖ Referee Administrator
- ❖ Registrar
- ❖ IT/Media Specialist

The Board shall meet as provided in the By-laws.

Board members whether elected or appointed shall serve from August 1 of a Seasonal Year to July 31 of the succeeding Seasonal Year.

The duties and responsibilities of the Board members both individually and collectively shall be as provided in the By-laws.

All decisions of the Board are final unless appealed to a Special Meeting of the membership of HSC, and overruled or modified by the Special Meeting, all as provided in Article XI.

All vacancies occurring on the Board during the Seasonal Year shall be filled by appointment of the Board of Directors and confirmed a two-thirds majority by the Membership. Such new Board members arising from vacancies shall continue in office until the next July 31.

Any member of the Board may be removed from office and relieved of all duties by a two-thirds vote of a quorum membership of HSC at any General or Special meeting of the membership, provided notice of the proposed removal is given in the call of the meeting.



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Article X - General Meetings of the Membership

There shall be at least two (2) general meetings of the membership during each Seasonal Year, one of which shall be designated as the Annual General Meeting (AGM).

The AGM shall be called by the President, with the concurrence of the Board, toward the end of each Seasonal Year, but no later than July 31 of the Seasonal Year.

With respect to all general meetings, notification to all members in good standing shall be given not less than fifteen (15) day in advance of the scheduled date.

The order of business at general meetings shall be as follows:

1. Call to order
2. Reading of the minutes of the last general meeting
3. Acceptance of those minutes
4. Reports of the Treasurer, Secretary, Registrar, and Committees
5. Unfinished business
6. Proposals for amendments to the Constitution and By-laws
7. Election of Officers (AGM)
8. New Business
9. Adjournment

Ten (10) members present in good standing in addition to those Board Members present shall constitute a quorum. Voting by proxy shall not be allowed. Hereafter reference to voting membership assumes adherence to quorum.

Officers elected at the AGM shall take office on August 1 or the current Seasonal Year.

Special meetings of the membership may be required from time to time. Special meetings may be called by the President, with the concurrence of the Board.

Article XI - Amendments

The Constitution may be amended or repealed, in whole or in part, by two-thirds vote of the membership present and in good standing on the basis of one vote for each such member at the duly called meeting of HSC provided a quorum is present. Proposals for amendment or repeal of the Constitution must be made in writing and be submitted to the Secretary so as to allow thirty (30) days notice to all members prior to consideration of such proposals at any meeting.



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Article XII - By-laws

By-laws will hereafter adopted that may be amended or repealed, in whole or in part, in the manner provided therein.

Article XIII - Dissolution

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities, dispose of all assets of the Association exclusively for the purpose, or purposes, stated in Article II of the Constitution in such manner, or to such organization, or organizations, constituted exclusively for the purpose or purposes as shall at the time qualify as exempt under Section 501C (3) and/or Section 501C (7), Internal Revenue Code of 1954, or any corresponding provisions of any subsequent Federal Tax Law, as the Board of Directors may determine. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of any county in which the principal office of the organization, as said Court shall determine, which are organized and operated exclusively for such purposes. The use of any surplus funds for private inurnment to any person in the event of sale of the assets or dissolution of Organization is expressly prohibited.