

CONSTITUTION AND BYLAWS OF THE TEXAS GULF COAST INTERCOLLEGIATE SOCCER OFFICIALS ASSOCIATION

Article 1 Name, Purpose, Objectives

Section 1: Name

The name of this organization shall be the Texas Gulf Coast Intercollegiate Soccer Officials Association ("TGCISOA"), a chapter of the National Intercollegiate Soccer Officials Association ("NISOA").

Section 2: Purpose

The purpose of the TGCISOA is to coordinate and supervise the activities of its members and to provide high-quality officials for matches sanctioned by NISOA and/or requested by collegiate institutions.

Section 3: Objectives

The objectives of the TGCISOA shall be as follows:

- To conduct and maintain a dynamic referee training program based on standards established by NISOA.
- To provide assessors to evaluate, with constructive feedback, the performance of all TGCISOA member officials.
- To provide high quality officials for all games and tournaments scheduled by institutions of the NCAA, NAIA, NCCAA, NJCAA, and NBCCA, whenever requested by NISOA or other authorized organizations.

Section 4: Status and Non-Discrimination

TGCISOA will be operated as an equal opportunity, non-profit organization and will not discriminate on the basis of gender, sexual orientation, race, ethnicity, national origin, or religion.

Article II Operations and Records

Section 1: Principal Office

The Principal Office of TGCISOA shall be located at the home address of the Secretary, where all official files, books and records of the organization shall be maintained.

Section 2: Books and Records

The organization shall maintain its books, records and files at the Principal Office. The files, books, and records shall be available for reasonable inspection by any member or a member's authorized representative. Each member has the right to conduct, at its own expense, a private audit of the books and records if it does so at a reasonable time and place, and after giving the Board of Officers at least thirty (30) days advance written notice, but not more often than once each calendar year.

Section 3: Operating Year

The Operating Year for the organization shall be the calendar year beginning 12:00am CST January 1 and ending 11:59pm CST December 31.

Article III Membership

Section 1: Membership Year

The Membership Year shall be the same as the Operating Year.

Section 2: Membership Dues

Each member is required to pay annual dues to NISOA in order to maintain their registration as a NISOA-certified member. Such dues are set by NISOA each year and are to be submitted to the TGCISOA Treasurer unless otherwise determined by NISOA or the Board of Officers.

Separate and apart from NISOA dues, each member is required to pay annual TGCISOA chapter membership dues in order remain a member in good standing. Such dues shall be set by the Board of Officers annually and are to be submitted to the TGCISOA Treasurer by the deadline as provided by the TGCISOA Board of Officers. The amount of such dues must be approved by a majority of the Board of Officers. Any TGCISOA chapter member who fails to submit payment of the TGCISOA chapter membership dues to the TGCISOA Treasurer by the stated deadline, will be charged an additional \$25 late fee.

Section 3: Membership Privileges

All members in good standing shall have the following privileges:

- a. Voting privileges in selecting the elected officers of the Board of Officers of TGCISOA;
- b. Voting privileges in any matters that are presented to the TGCISOA membership by the Board of Officers for approval or adoption;
- c. Eligible for assignments to TGCISOA assigned games.

A member in good standing:

- a. Has met the minimal requirements for meeting/training attendance;
- b. Has met the minimal requirements for testing and physical fitness;
- c. Has paid all required dues and fees to TGCISOA and NISOA;
- d. Has acted in accordance with the NISOA Code of Ethics and is not suspended from any membership activities by the Board of Officers or NISOA.

Section 4: Qualifications for Membership

All members of TGCISOA must meet the following minimal qualifications:

- Be twenty-one (21) years of age or older;
- Be fluent in the English language;
- Successfully pass an annual written exam testing knowledge and application of the NISOA laws, procedures and guidelines;
- Successfully pass an annual physical fitness exam testing speed, endurance and agility;
- Abide by the NISOA Code of Ethics;
- Abide by this Constitution and By-Laws of TGCISOA;
- Attend meetings and trainings conducted by TGCISOA.

Section 5: Selection of New Members

The Board of Officers shall evaluate and extend invitations to potential new members according to the needs and requirements of the organization. In order for an invitation to be extended to a potential new member, a majority of the Board of Officers must vote in favor of extending an invitation.

When considering potential new members, the Board of Officers shall consider the following attributes, in addition to others it may deem relevant:

- Grade, ranking or standing in the United States Soccer Federation or other recognized soccer organizations;
- Years of experience officiating soccer;
- Reputation within the soccer officiating community;
- Physical fitness abilities.

Potential new members who receive a majority vote of the Board of Officers to receive an invitation to join TGCISOA shall be contacted by the President and invited to join the organization. Such approved potential new members shall then have fourteen (14) calendar days to either accept or decline the invitation unless the Board of Officers decides to extend the deadline for acceptance. Those that choose to accept their invitation must notify the President in writing (email acceptable). The President shall then direct the Secretary to coordinate with the new member to process all required forms and fees. Any approved potential new member who does not accept their invitation in writing within the allotted time period shall be deemed to have declined the invitation unless other arrangements have been previously made with the President of TGCISOA.

Section 6: Former Members

Former members of TGCISOA who desire to become active members of TGCISOA again shall be considered in the same manner as potential new members. Accordingly, former members shall be evaluated using the same criteria as other potential new members and are not entitled to any special consideration or treatment due to their prior status as a member of TGCISOA.

Section 7: Membership Renewal

All TGCISOA members must renew their membership each year by paying the required dues and submitting all forms required by NISOA and TGCISOA. Members may renew their membership for the following year with no late penalty provided all dues and forms have been submitted to the Treasurer and/or Secretary, as applicable, prior to December 15. Members that desire to renew their membership after the December 15 deadline, but before March 31 may do so, but must pay any and all late penalties as provided for by NISOA and the Board of Officers, respectively. Any member that fails to renew their membership in both TGCISOA and NISOA prior to January 1 shall be considered a member not in good standing and shall therefore not be eligible for any of the privileges of membership until their membership has been properly renewed. Any member that does not complete their membership renewal by March 31 shall be deemed to have withdrawn from TGCISOA and will be ineligible for renewal thereafter. However, such member may be reconsidered in the future as a potential new member, subject to the same consideration and evaluation as other potential new members.

Section 8: Membership Roster

The Secretary of TGCISOA shall compile and maintain an updated list of the names, addresses, telephone numbers, email addresses and other pertinent information of the members. Such roster will be provided to NISOA as required and shall be available to any TGCISOA member in good standing upon request.

Article IV Compensation and Assignments

Section 1: Compensation for Services

All members of TGCISOA who provide officiating services will be paid for their matches in accordance with any agreements established between TGCISOA and the institutions served by TGCISOA.

Members who provide assessment services will be paid either by TGCISOA (developmental assessments) or by the assessed member(s) directly (e.g., assessments for National Referees and National Referee Applicants).

Section 2: Members as Independent Contractors

All members shall be independent contractors and shall not be employees of TGCISOA. Accordingly, all members are responsible for their own tax liabilities and TGCISOA shall not be responsible for withholding, paying or reporting any taxes for members.

Section 3: Assignments

All members who are in good standing and registered as referees with NISOA and TGCISOA shall be eligible for assignments to games assigned by TGCISOA. However, no member shall be entitled to be assigned to any number or level of games.

Article V Board of Officers and Directors

Section 1: Administration

The activities and business of the TGCISOA shall be coordinated, directed, and overseen by a Board of Officers elected by the membership. Each elected Officer shall have one vote and decisions by the Board of Officers must be by majority vote unless otherwise stated in this Constitution and By-Laws. All decisions by the Board require a quorum of at least three (3) Officers to be valid. Consequently, members serving on the Board of Officers shall be expected to attend any and all meetings.

The elected Officers of the Board of Officers may be assisted by non-voting Directors which are not part of the Board of Officers and are not elected. All non-voting Director positions may be filled by appointment of the President with the advice and counsel of the Board of Officers. However, the non-voting Director positions are not required and may be filled or left vacant at the discretion of the President.

Section 2: Elected Officers

The voting Officers of the Board of Officers shall consist of the following positions:

- (1) President
- (2) Vice President for Operations and Scheduling
- (3) Vice President for Referee Development
- (4) Secretary
- (5) Treasurer

Section 3: Appointed Directors

The non-voting Directors may consist of the following positions, in addition to any others approved by the Board of Officers:

- (1) Director of Assessment and Advancement
- (2) Director of Assignment
- (3) Director of Technology

Section 4: Qualifications

All elected Officers of the Board of Officers and appointed Directors shall be current TGCISOA and NISOA members in good standing. The same individual may not hold the position of both an elected Officer and an appointed Director without majority approval of the membership.

Section 5: Compensation

Officers, Directors, and other members elected or appointed to perform services for TGCISOA shall not be entitled to any compensation except as specified and approved by the Board of Officers. Such approved compensation may include, but shall not be limited to, reimbursement for expenses incurred in the performance of services for TGCISOA and stipends for specific services, such as assessment and instruction.

Article VI Duties and Responsibilities of the Officers and Directors

Section 1: President

The duties and responsibilities of the President shall be as follows:

- (1) Oversee and direct the administration of TGCISOA business and activities;
- (2) Preside at all meetings of the membership and all meetings of the Board of Officers;
- (3) Appoint and remove Directors;
- (4) Represents TGCISOA and acts as liaison between TGCISOA, school/conference officials, NISOA, and other NISOA chapters;
- (5) Coordinate with school/conference officials and assignors to promote the assignment of TGCISOA members to matches not assigned by TGCISOA;
- (6) Negotiate, as necessary, contracts regarding officiating fees, mileage/travel reimbursement, and assigning fees with schools and/or conferences serviced by TGCISOA.

Section 2: Vice President for Operations and Scheduling

The duties and responsibilities of the Vice President for Operations shall be as follows:

- (1) Oversee the operation of TGCISOA;
- (2) Coordinate the scheduling of meetings of the members, including the annual meeting;
- (3) Oversee any votes held by the membership, including the election of Officers at the annual meeting;
- (4) Obtain all match schedules from schools/conferences that have contracted for or otherwise arranged for TGCISOA to provide officials and input those schedules into any online website utilized by TGCISOA for assignments;
- (5) Notify all assigned officials and assessors of any schedule or other changes to matches assigned by TGCISOA;
- (6) Assist the Director of Technology with information to be provided on any website maintained by the chapter;
- (7) Exercise the duties and responsibilities of the President in his/her absence;
- (8) Assist the President as required and requested.

Section 3: Vice President for Referee Development

The duties and responsibilities of the Vice President for Referee Development shall be as follows:

- (1) Develop, oversee and administer programs and trainings to promote the quality and professionalism of chapter members;
- (2) Schedule and administer all physical fitness exams for the membership;
- (3) Make presentations at chapter meetings on issues related to raising the level of officiating by chapter members.
- (4) Coordinate with the Director of Assessment and Advancement to determine which members would benefit from receiving an assessment;
- (5) Make recommendations to the Board of Officers regarding which members should be recommended for and/or assigned to post-season playoff matches.

Section 4: Secretary

The duties and responsibilities of the Secretary shall be as follows:

- (1) Maintain and preserve appropriate records of all actions and transactions conducted by TGCISOA;
- (2) Record the minutes and attendance of each member meeting and each meeting of the Board of Officers;
- (3) Maintain a record of which members are in good standing and which are not in good standing, and determine which members are eligible to vote in chapter elections based on the Constitution and By-Laws of TGCISOA;
- (4) Serve as the Local Chapter Contact to NISOA;
- (5) Prepare and submit any and all documentation required for registration of TGCISOA and its members with NISOA;
- (6) Send out notices to TGCISOA members.

Section 5: Treasurer

The duties and responsibilities of the Treasurer shall be as follows:

- (1) Receive and disburse funds of TGCISOA as directed by the Board of Officers;
- (2) Collect annual dues for NISOA and TGCISOA;
- (3) Maintain an accounting of all dues and other fees collected, and all expenditures made;
- (4) Maintain one or more bank accounts for the holding of chapter funds;
- (5) Provide an accounting of all TGCISOA financial activity whenever requested by one or more Officers of the Board;
- (6) Prepare and submit invoices for fees owed by all schools/conferences which have contracted with TGCISOA for services.

Section 6: Director of Assessment and Advancement

The duties and responsibilities of the Director of Assessment and Advancement shall be as follows:

- (1) Oversee the training and development of the chapter assessors;
- (2) Assign assessors to assess matches as directed by the President or Vice President for Referee Development, or as members request;
- (3) Assist and advise chapter members interested in becoming a NISOA National Referee to meet the necessary requirements;
- (4) Assist chapter members who are certified NISOA National Referees to meet the necessary requirements for maintenance of their position;

- (5) Make recommendations to the Board of Officers regarding which members should be recommended for and/or assigned to post-season matches.

Section 7: Director of Assignment

The duties and responsibilities of the Director of Assignment shall be as follows:

- (1) Assign chapter officials to matches which TGCISOA has agreed or contracted to provide officials.
- (2) Coordinate with school/conference officials and assignors to promote the assignment of TGCISOA members to matches not assigned by TGCISOA.

Section 8: Director of Technology

The duties and responsibilities of the Director of Technology shall be as follows:

- (1) Maintain and update the chapter website;
- (2) Assist with the maintenance of any online websites utilized for assignments;
- (3) Provide technological and logistical support for member meetings.

Article VII Election of Officers

Section 1: Election Eligibility

Any member in good standing may stand as a candidate for an Officer position. Such members may put their own name forward for consideration or they may be nominated by another member in good standing. A member is not required to be present at the annual meeting in order to be considered for and elected to an Officer position.

A member may only hold one Officer position at a time. Hence, if an existing Officer is elected to another Officer position, the member must immediately resign the first position and the first position will be put up for election.

Section 2: Election Protocol

The election of Officers of the Board of Officers shall be by majority vote of the members in good standing who are in attendance at the annual meeting at which elections are conducted. Each such member shall be entitled to one vote and all voting shall be done by secret written ballot.

In the circumstances in which there are more than two candidates and no one candidate receives a majority of the vote, the two candidates with the highest number of votes shall advance to an immediate run-off. In the run-off, all members present shall vote again and the candidate receiving the highest number of votes in the run-off shall be elected to the Officer position.

Section 3: President

The President shall be elected to serve a two (2) year term in office at the annual meeting at the end of even-numbered years (e.g., 2010, 2012, 2014). Following election, the President's term shall commence January 1.

Section 4: Vice President for Operations and Scheduling

The Vice President for Operations and Scheduling shall be elected to serve a two (2) year term in office at the annual meeting at the end of odd-numbered years (e.g., 2011, 2013, 2015). Following election, the Vice President for Operations and Scheduling's term shall commence January 1.

Section 5: Vice President for Referee Development

The Vice President for Referee Development shall be elected to serve a two (2) year term in office at the annual meeting at the end of odd-numbered years (e.g., 2011, 2013, 2015). Following election, the Vice President for Referee Development's term shall commence January 1.

Section 6: Secretary

The Secretary shall be elected to serve a two (2) year term in office at the annual meeting at the end of even-numbered years (e.g., 2010, 2012, 2014). Following election, the Secretary's term shall commence January 1.

Section 7: Treasurer

The Treasurer shall be elected to serve a two (2) year term in office at the annual meeting at the end of odd-numbered years (e.g., 2011, 2013, 2015). Following election, the Treasurer's term shall commence January 1.

Article VIII

Resignation, Removal and Interim Appointment of Officers

Section 1: Resignation of the President

If, during his/her term, the President becomes no longer willing or able to perform the duties of the office, (s)he shall submit his/her written resignation (email sufficient) to the other members of the Board of Officers including the date the resignation shall become effective. Upon the effective date of resignation, the Vice President for Operations and Scheduling shall become the President and shall serve in the interim until an election is held at the next annual meeting. At the next annual meeting following resignation of the President, an election shall be held to fill the remaining term of the President, if it is not already an even-numbered year.

Section 2: Resignation of Officers Other Than the President

If during his/her term, any Officer other than the President is no longer willing or able to perform the duties of the office, (s)he shall submit his/her written resignation (email sufficient) to the other members of the Board of Officers including the date the resignation shall become effective. Upon the effective date of resignation, the President may appoint a member in good standing, which member shall serve in the interim until an election is held at the next annual meeting. At the next annual meeting following resignation of the Officer, an election shall be held to fill the remaining term of the Officer position, if the position is not already scheduled for election according to the Constitution and By-Laws of TGCISOA.

Section 3: Removal of Officers

Any Officer of the Board of Officers may be removed at a meeting of the membership by a two-thirds vote of the members present and in good standing. Should an Officer be removed by the membership, then the same procedures for filling the Officer position shall be followed as if the removed Officer had resigned.

Section 4: Appointed Directors

Non-voting Directors are appointed at the discretion of and by the President, subject to approval by a majority of the Board of Directors. Directors may be dismissed, removed and/or replaced by the President at any time and for any reason without notice. Any Director that desires to resign his/her position may do so at any time and for any reason by providing written notification to the President (email sufficient).

Article IX Meetings and Trainings

Section 1: General Meetings

TGCISOA shall hold meetings periodically as necessary to discuss the business of the organization and provide classroom training to the members. All members will be notified of the date, time, and location of meetings, preferably at least one week in advance. A minimum of four (4) general meetings shall be held annually including one annual meeting where elections for officer positions shall be held. Attendance of members at all meetings will be recorded by the Secretary.

Section 2: Field Trainings

At the discretion of the Board, TGCISOA may hold field trainings as necessary to enhance member knowledge and application of NCAA Rules and their interpretations. All members will be notified of the date, time, and location of any field training, preferably at least one week in advance.

Section 3: Annual Meeting and Elections

TGCISOA shall hold an annual meeting following the conclusion of the fall collegiate season, but no later than December 15th of each calendar year. Elections shall be held at such meeting. All members will be notified of the date, time, and location of the annual meeting at least one week in advance.

Section 4: Executive Meetings of the Board

Executive meetings of the Board of Officers may be called by the President at any time throughout the year to discuss chapter business and vote on chapter matters, as relevant. Chapter members other than elected Board Officers, including Directors, are not entitled to notice of or participation at such Executive Board meetings.

Section 5: Minutes of Meetings and Attendance

The Secretary shall record the minutes of all meetings and shall preserve the minutes as part of TGCISOA business records. The Secretary shall also keep a record of which members attend each meeting and which officers attend executive meetings of the Board.

Section 6: Attendance

All TGCISOA members are required to attend a minimum of two meetings annually. A member may only be excused by the Board from attending a meeting if the member notifies the President and/or Vice President for Operations and Scheduling in advance of the meeting and the Board subsequently deem the member's stated reasoning for his/her absence to be justified under the circumstances. Only in extreme circumstances will the Board consider excusing a member from attendance at a chapter meeting without prior notification of the President or Vice President for Operations and Scheduling.

Section 7: Quorum

At least fifty percent (50%) of the membership must be present to constitute a quorum for voting on TGCISOA business. All members in attendance, regardless of their good standing, shall be counted towards whether a quorum is present. However, only members in good standing may participate in any vote regarding TGCISOA business.

Article X

Disciplinary Actions

Section 1: Types of Disciplinary Action

In reviewing the conduct of TGCISOA members, the Board of Officers shall have the power to implement disciplinary action in response to detrimental conduct that the Board deems unethical, unprofessional, illegal, or otherwise harmful to the reputation of TGCISOA. A formal complaint does not need to be filed with the Board for the Board to investigate a matter or to take action.

In determining what action to take in response to the conduct of a member, the Board may take one or more of the following actions: (1) No action; (2) Probation of the member; (3) Suspension of the member; or (4) Expulsion of the member from TGCISOA.

Section 2: Investigation of Board Officer and Recusal

If an Officer of the Board is investigated for conduct that could result in disciplinary action, such Officer shall not be entitled to participate in the investigation or vote on any proposed disciplinary action.

Any Officer that has a conflict of interest may either voluntarily recuse themselves or be forcibly recused by the remaining Board Officers from both participation in the investigation of alleged conduct and the resulting vote(s) on any disciplinary action. An Officer may only be forcibly recused by unanimous vote of the remaining Board Officers.

Section 3: Probation

If a majority of the Board determines a member's conduct warrants probation, a member may be placed on probation for a period of time and/or number of game assignments during which the member's conduct will be monitored for further problems. If at the end of the probationary period the member has had no further problems or instances of conduct deemed unacceptable by the Board, then the member will be removed from probation. Any member on probation will continue to be considered a member in good standing.

Section 4: Suspension

If a majority of the Board determines a member's conduct warrants suspension, a member may be suspended from all chapter activities and game assignments for a period of time and/or number of game assignments. Any member that is suspended will be considered NOT in good standing until the entire suspension has been served.

Section 5: Expulsion

In the most severe of circumstances, the Board may expel a member from the chapter by unanimous vote of the Board of Officers. Any member that is expelled from the chapter will be immediately removed from all future assignments, forfeit all fees, and shall thereafter no longer be eligible to participate in chapter activities.

Section 6: Notice of Investigation and Disciplinary Action

Any member that is being investigated for conduct that could result in disciplinary action shall be notified in writing (email acceptable) by an Officer of the Board at least twenty-four (24) hours before any disciplinary action may take effect. During that time the member being investigated may submit to the Board any information he/she may deem important to the investigation.

Following any investigation, the Board will vote to determine what disciplinary action, if any, is warranted. As soon as is reasonably possible thereafter, the relevant member shall be notified in writing (email acceptable) of the Board's decision and the member's right to appeal the decision.

Section 7: Appeal of Disciplinary Action

Upon receiving notification of the Board's decision to impose disciplinary action, the member being disciplined may appeal the Board's decision by notifying the President of the Board in writing (email acceptable) of the member's desire to appeal the decision. The member being disciplined must appeal the decision within seventy-two (72) hours of receiving notification of the Board's decision or the member will waive his/her right to appeal. Any disciplinary action imposed by the Board shall not take effect until after the Board has considered and voted on the appeal.

Once a member has submitted its timely appeal to the President, the member shall have one week in which to submit any and all documentary evidence he/she would like to have considered, including any written statements from others. During this time, other members may also submit any and all relevant documentary evidence and/or written statements for consideration by the Board. Such evidence must be submitted to all Officers of the Board (email acceptable) and the Board is not required to consider any evidence submitted after the one week deadline has passed.

Upon conclusion of the one week deadline of the right to submit evidence, the Officers of the Board shall review and consider any and all evidence submitted to the Board and another vote of the Board shall be held. Upon this appeal vote, the Board may: (1) Dismiss the disciplinary action; (2) Uphold the original disciplinary action; (3) Reduce the original disciplinary action; or (4) Increase the original disciplinary action. As soon as is reasonably possible thereafter, the relevant member shall be notified in writing (email acceptable) of the Board's appeal decision. Any decision of the Board on appeal shall be final and shall take effect immediately upon the Board's appeal vote.

Article XI Amendments

Amendments to this Constitution and By-Laws of the TGCISOA may only be made by a two-thirds vote of the members in good standing in attendance at a meeting of the membership. Members shall be notified of any proposed amendments at least three (3) days prior to the meeting at which the amendments will be proposed, discussed, and voted on for adoption.

Article XII Enactment

This Constitution and By-Laws shall supersede and fully replace any and all previous Constitutions and By-Laws of TGCISOA including, but not limited to, those originally adopted on November 18, 2000 as revised on August 24, 2002.