

Constitution and By Laws

1. Identification

1.1. Name

1.1.1. The name of this organization is the FishHawk Soccer Club, Inc. hereafter referred to as “FHFC”. Adopted by the Board of Directors, hereafter referred to as the “BOD”, on February 23, 2009, with subsequent amendments. The organization operates under the name, “Florida Hawks Futbol Club.”

1.2. Place of Business

1.2.1. The principal place of business shall be within the immediate and surrounding areas of the FishHawk Sports Complex in Lithia, Florida. FHFC may have other offices within or without the area, as the BOD may designate or as the business of the FHFC may require from time to time.

1.3. Affiliation

1.3.1. FHFC is affiliated with District 3, Region C of the Florida Youth Soccer Association (FYSA), the United States Youth Soccer Association (USYSA), and its parent organization of the United States Soccer Federation (USSF).

1.4. Colors

- 1.4.1. The official FHFC colors, to be worn by all representative traveling teams are navy blue, light blue, and white.
- 1.4.2. Due to the necessity of contrasting colors between opponents, FHFC teams that participate solely in-house will not be required to comply with Section 1.4.1 above.

2. Purpose, Goals, and Objectives

2.1. Purpose

- 2.1.1. The purpose of FHFC is to promote interest, participation, and player development in the game of soccer among youth and adults; and to improve soccer skills and knowledge by offering coaching to all participants to improve participants’ physical and mental capabilities, to conduct fair and equitable soccer and tournament competition, and to provide participants fundamental skills and developmental opportunities that shall enable them to play soccer in an environment that fosters fun, participation, and learning through quality soccer and educational programs appropriate to their desire, skill, and commitment.
- 2.1.2. FHFC is dedicated to instilling in players, parents, managers, coaches, and directors the ideals of good sportsmanship, honesty, loyalty, courage and to treat with respect all who are encountered during their involvement in FHFC activities whether on or off the field of play.
- 2.1.3. FHFC is not intended to interfere or compete with other local youth soccer organizations or scholastic programs, rather to compliment/supplement their program and organizational efforts.

Constitution and By Laws

2.2. Goals

2.2.1. To achieve the above stated purposes, FHFC members will organize and supervise soccer activities for youth and adults that implement and encourage the ideas and development of good sportsmanship, creativity, and achievement in soccer. These same principles apply to all parents, coaches, directors, officers, and any other representative of FHFC.

2.2.2. FHFC will achieve these goals by:

- establishing and maintaining a volunteer, non-profit, charitable organization designed for educational recreational and competitive soccer purposes;
- encouraging and promoting the teaching, coaching, and playing of soccer;
- promoting community soccer involvement;
- cooperating with other associations and organizations designed to further the above FHFC purposes;
- promoting (through work and modeling) trustworthy and responsible principles/attitudes in both the youth and adults of FHFC;
- being responsible for the soliciting, collecting, and receiving of funds for the above stated purposes; and
- cooperating with and abiding by the rules of the Florida Youth Soccer Association, FishHawk Youth Sports Association, and any associated governing bodies.

2.3. Objectives

2.3.1. Youth and adults of FHFC shall be governed by the objective to set good sportsmanship examples, and these shall take precedence over any desire to win. Their conduct as FHFC representatives shall do nothing to disgrace FHFC. They will maintain the highest moral and ethical standards of good conduct.

2.3.2. Objectives will be met by the fostering of these principles:

- 2.3.2.1. teaching proper soccer techniques and fundamentals including fair play and good sportsmanship;
- 2.3.2.2. encouraging players and coaches to achieve their highest potential, thus fielding a competitive soccer team;
- 2.3.2.3. encouraging members to have fun, enjoy, and seek to work together rather than in conflict or under an adversarial relationship; and
- 2.3.2.4. promoting (through word and modeling) trustworthy and responsible principles/attitudes in both the youth and adults of FHFC.

2.4. Non-discrimination

2.4.1. FHFC will not discriminate against any individual based on race, color, religion, sex (including pregnancy, sexual orientation, or gender identity), national origin, age (40 or older), disability and genetic information.

Constitution and By Laws

2.5. Physical & Sexual Abuse

- 2.5.1. To the extent permissible under applicable law, FHFC shall adopt policies prohibiting sexual and physical abuse that are consistent with the criteria established by the FYSA and the USYSA.

2.6. Suits

- 2.6.1. No player, team, referee, coach, manager, director, official, or representative thereof should first attempt to exhaust all available remedies within the appropriate soccer organizations as set forth in the United States Soccer Federation Administrative Rule Book prior to engaging a lawyer or invoke the aid of the courts of any state or of the United States without first.

3. Financial Management

3.1. Non-profit Status

- 3.1.1. Notwithstanding any other provision of these Bylaws, FHFC is organized exclusively for one or more of the purposes as specified in 501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under IRC 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.
- 3.1.2. No part of the net earnings of FHFC shall inure to the benefit of any members, trustee, director, or other officer of FHFC, or any private individual (except that reasonable compensation may be paid for services rendered to or for FHFC), and no member, trustee, director, or officer of FHFC or any private individual shall be entitled to share in the distribution of any of FHFC's assets on dissolution of FHFC.
- 3.1.3. No substantial part of the activities of FHFC shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC 501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.
- 3.1.4. In the event of dissolution, all the remaining assets and property of FHFC shall, after payment of all its debts and obligations of whatsoever kind and nature, be distributed to another organization exempt under IRC 501(c)(3), or corresponding provisions of any subsequent tax laws, or to local, state, or Federal government for public purposes. FHFC reorganizations or name changes shall not constitute dissolution.

3.2. Revenues

- 3.2.1. FHFC shall fund itself through player registration fees, contributions from members, participants, sponsors, and interested persons and earnings on income. FHFC will also be permitted to conduct specific fund-raising functions to include, but not limited to, the operation of a concession stand.
- 3.2.2. Registration fees for players shall be established by FHFC and shall be sufficient to defray the cost of the program, and shall be adjusted and approved from time to time by the BOD.

Constitution and By Laws

- 3.2.3. The funding for special projects, other than those necessary to ensure FHFC's self-sufficiency, shall not be assessed as a mandatory part of, or supplement to, player registration fees.
- 3.2.4. Whenever the lawful activities of FHFC involve among other things the charging of fees or prices for its services or products, it shall have the right to receive such income, and in so doing, may make an incidental profit. All such incidental profits shall be applied to the maintenance and operations of the lawful activities of FHFC, and in no case, shall be divided or distributed in any manner whatsoever among the members, directors, or officers of FHFC.

3.3. Disbursements

- 3.3.1. All contributions received and funds raised shall be used only to further the specific purposes, goals, and objectives of FHFC as outlined in Section 2 above.
- 3.3.2. Any property purchased with FHFC funds shall be owned outright in the name of the organization, to include any items reimbursed to any member who may make purchases on behalf of FHFC.
- 3.3.3. The BOD may vote the expenditure of monies as it deems necessary and advisable, and it may contract for the lease/purchase in the name of the organization of equipment or facilities for the use of members in activities consistent with the purpose of the organization.
- 3.3.4. The BOD may contract for personal services in the name of the organization as it deems necessary and advisable consistent with the purpose of the organization.
- 3.3.5. All such contracts shall be approved by a simple majority vote of Board members present at any officially called meeting.
- 3.3.6. Except as otherwise stated in 3.3.4 above, no Officer/Director, committee member, coach, manager, official or member shall contract any debt on behalf of, or in the name of, either FHFC or its members of Directors, without the express consent and approval of the Board.
- 3.3.7. Except as otherwise stated in 3.3.4 above, no action taken by any Officer/Director, committee member, coach manager, official or member shall, or shall be deemed to be, the action of FHFC or Board, or shall be binding on FHFC, Directors or members, unless such actions shall have been ratified by the BOD.

3.4. Deposits

- 3.4.1. All funds of the organization shall be deposited to the credit of the organization in such financial institutions as the BOD may select, consistent with appropriate law and federal regulations.

4. Membership

4.1. Eligibility

- 4.1.1. All properly constituted individuals, not subject to suspension under the United States Soccer Federation Bylaws, shall be eligible for one of the following types of membership in FHFC.

Constitution and By Laws

- 4.1.2. General Membership: All players properly registered with FHFC shall be considered general members and as such shall have the right to play soccer with FHFC. Parents or legal guardians of members who have not yet reached the age of majority shall act as their representatives with FHFC.
- 4.1.3. Associate Membership: Any adult, who is committed to the philosophy of FHFC, is actively involved as an officer, director, coach, referee, committee member and/or volunteer regardless if they have a child enrolled in FHFC.
- 4.1.4. League membership shall be renewable yearly at the time of registration if the member remains active and in good standing within FHFC through eligibility set forth.
- 4.1.5. All memberships shall automatically terminate upon the expiration of the registration period with no action required by the BOD.
- 4.1.6. All members must abide by the bylaws of this organization, all existing rules and regulations, as well as those established in the future, and all applicable rules and regulations as may be required by FYSA with whom the organization is affiliated.
- 4.1.7. Membership in FHFC is not transferable or assignable.

4.2. Application

- 4.2.1. Application for membership as a player must be made on the approved registration form, completed fully, including appropriate verification of birth date, and accompanied by the appropriate registration fee. The BOD may authorize late registration penalties.
- 4.2.2. Previous members, who have outstanding fees or fines owing, must pay their debt in full before FHFC will accept their current year memberships or provide releases.
- 4.2.3. It is the philosophy of FHFC to make soccer available to all youths regardless of financial condition. Accordingly, subject to the availability of funds, the BOD may adopt policies regarding the waiver of registration fees and the payment of individual registration fees due to FYSA if an individual player is unable to pay their registration fee due to financial hardship.
- 4.2.4. Adult applicants, including Board Members, coaches, assistant coaches, trainers, and volunteers must submit a completed Coach/Volunteer Application Form and comply with all FHFC and FYSA requirements regarding criminal background checks, which may include, but not limited to, the submittal of fingerprints.

4.3. Meetings

4.3.1. Annual General Meeting (AGM)

- 4.3.1.1. The annual meeting of FHFC members shall be held annually at such time and/or place (including virtual format) as determined by the BOD.
- 4.3.1.2. The actual meeting date and location will be published on the FHFC website and/or its social media platforms, as well as publicly posted at the soccer fields, and shall constitute official notice.
- 4.3.1.3. The business of this meeting shall include only:

Constitution and By Laws

- A report on the activities of FHFC.
- A full Treasurer's annual report, in writing, on the complete assets and expenditures of FHFC.
- Offering of suggestions to the BOD for improvements in the quality of the program.
- A review of the Constitution & By-law Amendments, if applicable.
- Any other business as may properly come before the meeting as approved by the BOD.

4.4. Voting

4.4.1. Each Officer, Director, and Appointed Officer shall be entitled to one vote on:

- The annual election for the Board of Director positions;
- Changes to the bylaws; and
- Any merger or working partnership with another soccer organization, league, or related affiliate.

4.4.2. A quorum of the BOD is required to conduct business at all FHFC meetings.

4.4.3. A quorum is defined as a simple majority of the total number of current FHFC directors.

Directors must be physically present at a meeting or attending by videoconferencing means to establish a quorum or to vote on business.

4.5. Resignation

4.5.1. Members may resign their membership in FHFC by submitting a letter of resignation to the BOD.

4.5.2. Such resignation shall be effective upon the date specified within or, if no such date is specified, upon receipt of the thereof by a member of the BOD.

4.5.3. The resigning member shall remain liable for payment of any assessment or other sum levied or which became payable by the member to FHFC prior to acceptance of the member's resignation.

4.5.4. Request for refunds must be in writing and submitted to the BOD.

4.5.5. The refund amount, if any, will be determined by the BOD.

4.5.6. The BOD will establish a deadline for each program as deemed appropriate after which no refunds will be granted for any reason.

4.6. Suspension & Termination

4.6.1. The BOD by majority vote of those present at any authorized meeting shall have the authority to discipline, suspend, or terminate the membership of any member when the conduct of such person is considered detrimental to the best interests of FHFC.

4.6.2. The BOD may convene as a Board of Conduct to rule on matters of, or pertaining to, the conduct of any officer, director, coach, player, contractor, or another club member.

Constitution and By Laws

- 4.6.3. A suspended director or member shall be in “bad standing” during the period of the suspension. As such, said member shall be ineligible to vote at any membership meeting and shall be disqualified from participation in any FHFC sanctioned match or event.
- 4.6.4. The BOD by majority vote of those present at any authorized meeting shall have the authority to terminate the membership of any member who becomes ineligible for membership.
- 4.6.5. Upon written request signed by a former member and filed with the Secretary, the BOD may, by the affirmative vote of a majority of those present, reinstate such former member to membership upon such terms as the BOD deem appropriate.
- 4.6.6. Any member of FHFC subject to disciplinary actions, including but not limited to suspension or termination of their membership shall be notified of the proceedings, informed of the general nature of the charges, and given the opportunity to appear at a meeting with the BOD to answer such charges.
- 4.6.7. Depending on the seriousness of the issue, a Judiciary Committee may be convened and shall act as the investigating authority of all alleged infractions of FHFC’s bylaws and rules and charges of misconduct.
- 4.6.8. The Board of Conduct will report its findings at a meeting of the BOD for considerations and/or action.
- 4.6.9. The BOD has the authority to confirm or veto the recommendations of the Board of Conduct.

4.7. Government, Structure, & Responsibilities

4.7.1. Authority

- 4.7.1.1. The authority of FHFC shall be vested in the bylaws of the FHFC as approved or amended except as superseded by the authority of federal, state, or local statutes.
- 4.7.1.2. The affairs and property of the FHFC shall be managed and controlled by its BOD who shall be natural persons of full age and who must be members of FHFC. The Directors may exercise all such powers and conduct all business as may be done by the organization, subject to the provisions of the Constitution and Bylaws herein.
- 4.7.1.3. Routine operating policies and procedures shall be contained within FHFC Policies & Procedures Manual and shall be reviewed periodically by the BOD.
- 4.7.1.4. Without limiting the generality of Section 4.7.1.2, the BOD is specifically responsible for and reserves all powers regarding:
 - 4.7.1.4.1. enforcing and interpreting the Bylaws of FHFC;
 - 4.7.1.4.2. adopting and enforcing the Rules & Regulations of FHFC;
 - 4.7.1.4.3. filling any vacancy on the BOD;
 - 4.7.1.4.4. settling of disputes, protests, and appeals;
 - 4.7.1.4.5. adopt and execute a budget and establish a fee structure; and
 - 4.7.1.4.6. making decisions on all FHFC matters not covered by the Bylaws or Rules & Regulations of FHFC.

Constitution and By Laws

4.7.1.5. Any member can make a request in writing to the President and/or the Parliamentarian to rescind or amend any vote that has been conducted by the BOD. The President shall present the request to the BOD for consideration, at which time any Director may move to rescind or amend the previous decision in accordance with Robert's Rules of Order. Any member making such a request may also request to appear in person before the BOD during the consideration of the request, subject to approval by the President in his or her sole discretion.

5. Board of Directors and Leadership

- 5.1. The BOD shall consist of no less than seven (7) and no more than eleven (11) Members: President, Vice President, Treasurer, Secretary, and up to seven (7) Member at Large positions.
- 5.2. The Board of Directors, except for the seven (7) Member at Large positions, shall be elected by the existing Officers and Directors present at a meeting established for the purposes of elections.
- 5.3. Unelected Officer Positions shall be declared vacant and filled as per Section 5.18 below.
- 5.4. Member at Large and vacant Director positions may be appointed by President with ratification by a quorum of affirmative votes by the existing BOD present at such meeting.
- 5.5. The newly appointed Directors shall take office effective immediately at the close of such meeting.
- 5.6. Any two or more positions on the BOD may be held by the same individual except that an individual may not hold the offices of both President and Treasurer at the same time.
- 5.7. No Director shall be entitled to more than one (1) vote, regardless of the number of voting positions held.
- 5.8. No Officer (President, Vice President, Treasurer, and Secretary), in their capacity as an Officer, shall receive compensation for any services rendered to FHFC, notwithstanding he/she may be reimbursed for actual expenses incurred in the performance of their duties based upon the presentation of sufficient documentation for the expense in accordance with the policies/procedures established for such presentation.
- 5.9. The BOD shall meet as necessary, but no less than once per quarter, for the reading of reports, the administration of the FHFC programs and other business as may properly come before the BOD.
- 5.10. Regular meetings of the BOD shall be called by an appointed Administrative clerk.
- 5.11. Special meetings of the BOD may be called by the President or upon the written request by three (3) directors.
- 5.12. The President may authorize a vote by videoconference or email at his/her discretion providing sufficient documentation is maintained to support vote outcome.
- 5.13. All meetings shall be conducted under the Roberts Rules of Order and should follow the standard agenda:
 - 5.13.1. Call to Order – by the presiding Officer
 - 5.13.2. Roll Call – by the Secretary

Constitution and By Laws

- 5.13.3. Reading of the minutes of the previous meeting, by the Secretary (Followed by the necessary questions and a vote for acceptance of the minutes)
- 5.13.4. Treasurer's Report
- 5.13.5. Reports of Committees
- 5.13.6. Old Business
- 5.13.7. New Business
- 5.13.8. Adjournment
- 5.13.9. Closed Session (if required)
- 5.13.10. Issues brought before the BOD requiring a vote should be of a policy or other officially binding nature including, but not limited to:
 - 5.13.10.1. approval of fiscal elements;
 - 5.13.10.2. contracts for products or services to FHFC in an amount greater than budget allocations;
 - 5.13.10.3. legal actions affecting FHFC;
 - 5.13.10.4. proposals by committee or BOD member that affects most FHFC members;
 - 5.13.10.5. disciplinary actions against Directors, members, or players; and
 - 5.13.10.6. grievances, protests, or appeals properly presented to the BOD.
- 5.14. Election of Officers
- 5.15. Qualifications
 - 5.15.1. To be eligible for consideration to a position on the BOD, an individual must be a member in good standing, have reached the age of majority, accept the responsibility of the BOD's function and agree to perform in accordance with these the Constitution and Bylaws.
- 5.16. Elections
 - 5.16.1. All BOD elections shall be conducted by Yea or Nay voting by the existing Directors.
 - 5.16.2. If a majority is not reached on the first ballot, all nominees, except for the two candidates receiving the highest number of votes, shall withdraw prior to commencement of the second vote.
 - 5.16.3. In the case of a tie vote, the President shall cast the deciding vote.
- 5.17. Terms of Office
 - 5.17.1. Each elected Officer shall be elected for a term of two (2) years and until their successors shall have been duly elected and shall have qualified, subject to any provisions of these bylaws with respect to removal of officers.
 - 5.17.2. To maintain vision and direction, the President and Treasurer will be elected in odd numbered years (e.g. 2011) while the remaining elected Officers will be elected in even numbered years (e.g. 2012).
 - 5.17.3. Any elected Officer may succeed themselves and may run for re-election or to serve in another Director position.
 - 5.17.4. Newly elected Officers shall assume office immediately after the close of the business at the meeting for elections.

Constitution and By Laws

5.18. Vacancies

- 5.18.1. Vacancies of the BOD, other than the President, resulting from any reason shall be filled from among the qualified members of FHFC based on the recommendation of the President and subject to the approval of a majority of the remaining Directors.
- 5.18.2. The appointee(s) shall serve the remainder of the original term.
- 5.18.3. If a vacancy occurs in the President's office, the Vice President shall succeed the Office for the remainder of the term and will fill the position of Vice President in accordance with these Bylaws
- 5.18.4. Should all offices become vacant simultaneously, an election shall be held to elect a new President.
- 5.18.5. The remaining offices shall then be filled in accordance with these Bylaws.

5.19. Conflict of Interest

- 5.19.1. Any Director or committee member who has a conflict of interest in a matter brought before the BOD or any committee shall be required to recuse himself or herself from proceedings on that matter.
- 5.19.2. Any director or member may petition in writing the BOD to have a voting member of the BOD or any committee recused from any vote provided there is sufficient cause to do so. This determination will be considered prior to vote being cast.

5.20. Protection and Indemnity of Directors and Officers

- 5.20.1. No Director or Officer of FHFC shall be liable for the acts, receipts, neglects, or defaults of any other Director or Officer, or for joining in any receipts or other acts for conformity, or for any loss or expense happening to FHFC through the insufficiency or deficiency of any security in or upon which any monies of FHFC shall be invested, or for any loss or damage arising from bankruptcy, insolvency, or tortious act of any person with whom any of the monies, securities or effects of FHFC shall be deposited, or for any loss occasioned by any error of judgment or oversight on his/her part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his/her office or in relation thereto..
- 5.20.2. No Director or Officer of FHFC shall be liable to FHFC for any loss or damage suffered by FHFC because of any action or omission made in good faith and with the same degree of care and skill as an ordinarily prudent person would have exercised or used in the same or similar circumstances. In addition, a Director is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: (1) one or more of the officers or employees of FHFC whom the Director reasonably believes to be reliable and competent in the matters presented; (2) legal counsel, public accountants, or other persons as to matters the Director reasonably believes are within the person's professional or expert competence; or (3) a committee of the BOD of which he or she is not a member if the Director reasonably believes the committee merits confidence. The

Constitution and By Laws

foregoing shall not be exclusive of other rights and defenses to which he/she may be entitled as a matter of law.

5.21. Officers

5.21.1. General Duties

- 5.21.1.1. Attend all FHFC board meetings in a voting capacity and submit reports, as needed, to the FHFC BOD.
- 5.21.1.2. Submit a summary report at the end of her/his term and provide a copy to the President and assure a complete and orderly transfer of all information to her/his successor.
- 5.21.1.3. All officers must consent to a background check which may include criminal and financial information as a stipulation of their position. Any change in this background information must be immediately communicated to the BOD.

5.21.2. President

- 5.21.2.1. The President is the Chief Executive Officer and as such is responsible for the growth and welfare of FHFC.
- 5.21.2.2. The President shall serve a term of two (2) years in office from the date of election. To maintain vision and direction, the President will be elected in odd numbered years, beginning at the Annual General Meeting in 2011.
- 5.21.2.3. To maintain vision and direction, candidates for Presidential elections shall be limited to existing BOD members who must have served in that capacity for a minimum of 1 (one) year prior to election.
- 5.21.2.4. When the BOD is not in session, the President shall have general and active management and control of the business affairs of FHFC and all authority thereto and shall see that all orders and resolutions of the BOD are carried into effect.
- 5.21.2.5. It shall be the duty of the President to preside at all meetings of the members and BOD.
- 5.21.2.6. The President may decide not to vote except in the case of a tie vote, in which case the President may cast the deciding vote or may waive the right to do so.
- 5.21.2.7. The President shall approve the minutes of meetings over which he/she presides.
- 5.21.2.8. Unless otherwise stipulated within these Bylaws, the President shall appoint Standing Committee chairs as needed to consider special circumstance or ad hoc issues subject to ratification by a majority of the BOD.
- 5.21.2.9. The President shall fill vacancies on the BOD as necessary during his/her term of office subject to ratification by a majority of the existing BOD.
- 5.21.2.10. The President shall appoint, and the BOD will approve by motion of a simple majority, all Appointed Members, who will serve in a non-voting capacity.
- 5.21.2.11. The President shall serve as the official representative of FHFC in all its matters or may designate a representative for such matters.
- 5.21.2.12. The President may serve as an ex-officio member on all committees except the nominating committee and as such must be notified of all proceedings.

Constitution and By Laws

5.21.2.13. The President shall direct the formation of and appoint the chairperson for ad hoc committees of a temporary nature as deemed necessary to advance the work of FHFC.

5.21.2.14. The President shall call special meetings of the members and/or Board as required in accordance with these bylaws.

5.21.2.15. The President shall submit an annual report to FHFC membership.

5.21.3. Vice President (VP)

5.21.3.1. The VP is the Chief Operating Officer and as such shall have programmatic authority for the inception, operation, and management of all programs and services related to the development of players, coaches, and officials.

5.21.3.2. The VP shall perform the duties of the President in his/her absence.

5.21.3.3. The VP shall serve a term of two (2) years in office from the date of election. To maintain vision and direction, the VP will be elected in even numbered years, beginning at the Annual General Meeting in 2012.

5.21.3.4. The VP shall be responsible for establishing the overall vision and long-term direction of FHFC's programs. The VP will be expected to collaborate with the staff including but not limited to, the DOC, the Competitive Program Coordinator, Recreation Program Coordinator, TARSA Program Coordinator and any respective Program Committees to define, communicate and socialize a set of Principles that the Programs will be bound to. The BOD can amend any of the VP's decisions with a majority vote of the BOD.

5.21.3.5. The VP shall serve on the Board of Conduct for all issues that involve the conduct or affairs of any Member, coach, or official.

5.21.3.6. The VP shall ensure FHFC property, equipment and facilities are adequately stocked and maintained to provide a safe, effective, and efficient environment in which to provide FHFC's programs.

5.21.4. Treasurer

5.21.4.1. The Treasurer shall have custody of all funds and securities of the organization.

5.21.4.2. The Treasurer shall serve a term of two (2) years in office from the date of election. To maintain vision and direction, the Treasurer will be elected in odd numbered years, beginning at the Annual General Meeting in 2011.

5.21.4.3. The Treasurer shall disburse the funds of the organization in accordance with the general policies or specific directives of the BOD, taking proper vouchers for such disbursements.

5.21.4.4. The Treasurer shall ensure that all receivables of the organization are collected.

5.21.4.5. The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the organization in proper books of account.

5.21.4.6. The treasurer shall be responsible for depositing all funds or other valuable effects in the name of and to the credit of FHFC in such bank or banks as may from time to time be designated by the BOD.

Constitution and By Laws

- 5.21.4.7. The Treasurer shall produce all financial records when required by the BOD and shall provide a yearly financial report, in writing.
 - 5.21.4.8. The Treasurer shall be responsible for all statements required by law in maintaining the non-profit and tax-exempt status of and for FHFC.
 - 5.21.4.9. The Treasurer shall file or assist in filing any necessary government report or forms.
 - 5.21.4.10. The Treasurer shall be the FHFC spokesperson to external auditors.
 - 5.21.4.11. In the absence of the Treasurer, the Vice President will act as Treasurer.
 - 5.21.4.12. The Treasurer will be responsible to establish individual accounts for teams when needed. All financial activity at the individual team level will be at the overall direction of the Treasurer. All teams will be bound by the financial and accounting policies that the Treasurer establishes.
 - 5.21.4.13. The Treasurer shall be an ex officio member of the Sponsorship, Budget, and Scholarship committees.
- 5.21.5. Secretary
- 5.21.5.1. The Secretary shall serve a term of two (2) years in office from the date of election. To maintain vision and direction, the Secretary will be elected in even numbered years, beginning at the Annual General Meeting in 2012.
 - 5.21.5.2. The Secretary shall give, or cause to be given, all notices required to be given to FHFC members and Directors.
 - 5.21.5.3. The Secretary shall maintain a list of the eligible voting membership.
 - 5.21.5.4. The Secretary shall be the custodian for all FHFC legal documents such as contracts, deeds, insurance policies, etc.
 - 5.21.5.5. The Secretary shall maintain FHFC's Bylaws and Policies and Procedures Manual and ensure the distribution of these documents to Directors and FHFC members as directed.
 - 5.21.5.6. The Secretary shall attend to and file all FHFC correspondence and maintain a business/postal address for the organization.
 - 5.21.5.7. The Secretary shall prepare and distribute all official forms, information handouts, ballots or any other FHFC printed materials.
 - 5.21.5.8. The Secretary shall maintain all records related to motions and resolutions as voted on by the BOD.
 - 5.21.5.9. The Secretary shall serve on the Board of Conduct as needed or for issues in which his/her duties of office afford with a level of insight into the issue.
 - 5.21.5.10. Immediate Past President
 - 5.21.5.10.1. At the discretion of the acting President, he/she may invite the Immediate Past President (IPP) to remain on in an advisory capacity to the BOD.
 - 5.21.5.10.2. Since this appointment is temporary in nature, the term of this position is predicated on the needs of the BOD and the IPP may be removed at any time by the President.

Constitution and By Laws

5.21.5.10.3. The IPP will not have any voting rights, but may also fulfill other appointed positions as outlined herein. In the event that the position held is a voting position, the IPP will be vacated in lieu of the appointment to that voting position.

5.21.6. Appointed Positions

5.21.6.1. It is preferred that all Appointed Offices are held by unique individuals; however, it is allowed that one person hold multiple offices if no other candidate will volunteer. It is also allowable however not desired for Officers to hold Appointed Offices if no other Volunteers are available for that office.

5.21.6.2. Member at Large

5.21.6.2.1. Member at Large (MAL) shall be appointed by President subject to ratification by quorum of remaining BOD members.

5.21.6.2.2. MAL shall advise the BOD on matters related to Club business. MAL may be tasked with any role by the President, subject to ratification of the remaining BOD.

5.21.6.2.3. MAL shall have one (1) vote for any consideration of Club business including all appointments and elections subject to section 5.7 herein.

5.21.6.2.4. There is no published term for MAL, he/she may serve until such time as they resign or are replaced subject to section 4.6 herein.

5.21.6.3. Parliamentarian

5.21.6.3.1. The Parliamentarian shall advise the presiding officer on parliamentary procedures and interpretation of the Constitution and Bylaws, Contracts, and other legal matters.

5.21.6.3.2. The Parliamentarian is an ex officio member of the BOD and shall attend all meetings of the FHFC BOD in a non-voting capacity.

5.21.6.3.3. The Parliamentarian is the chairperson of the Bylaw Review Committee

5.21.6.3.4. The Parliamentarian shall supervise all elections, and related committees.

5.21.6.3.5. The Parliamentarian may serve as an ex-officio member of all committees.

6. Standing Committees

6.1.1. Special Events

6.1.1.1. The Special Events Committee shall be responsible for planning, coordination, and administration of all special events held by FHFC including, but not limited to, Opening & Closing Ceremonies, and team photographs.

6.1.1.2. The Special Events Committee shall research and make recommendations to the BOD in regard to photography services for team pictures.

6.1.2. Facilities

6.1.2.1. The Facilities Committee shall be responsible for the procurement, control, collection, and storage of all League equipment and uniforms.

6.1.2.2. The Facilities Committee shall maintain an inventory of all property of the League and maintain records of equipment distributed to FHFC teams and returned.

6.1.2.3. The Facilities Committee shall be responsible for FHFC maintenance and repairs.

Constitution and By Laws

6.1.3. Sponsorship

- 6.1.3.1. The Sponsorship Committee shall coordinate efforts to solicit sponsorship contributions for the benefit of FHFC.
- 6.1.3.2. The Sponsorship Committee shall coordinate the distribution of any sponsor-logo items.
- 6.1.3.3. The Sponsorship Committee shall be responsible for communicating with sponsors delivering sponsor checks to the Treasurer, and delivering thank you letters to the sponsors.

6.1.4. Budget

- 6.1.4.1. The Budget Committee shall prepare in a timely manner a budget for approval by the Board of Directors, and should deliver a budget by Q4 of each successive calendar year for consideration.
- 6.1.4.2. The Budget Committee shall have at least three Board members as part of the Committee.
- 6.1.4.3. The Budget Committee shall be chaired by the Treasurer. The Treasurer shall add additional members at his/her discretion.

6.1.5. Judicial/Board of Conduct

- 6.1.5.1. The Board of Conduct shall be chaired by the Vice President. The Board of Conduct should have at least one active coach, one non-Board member parent, the Parliamentarian, and the Vice President as part of the Committee. Other members may be appointed by the President with consent of the BOD.
- 6.1.5.2. The Board of Conduct will respond to misconduct reports it receives, in accordance with Section 4.6, Suspension and Termination.
- 6.1.5.3. The Board of Conduct shall be responsible for 1) hearing protests, ejections, appeals, and complaints; 2) administer discipline; and 3) present a written report of its findings and disciplinary decisions to the BOD.
- 6.1.5.4. The Board of Conduct shall hold fair and impartial hearings into all matters brought before it, and shall follow the FHFC guidelines to be used in determining what, if any, discipline is to be imposed.

6.1.6. Nominating

- 6.1.6.1. Not less than two (2) months prior to the Electoral Meeting for filling a Board vacancy, the BOD shall appoint a Nominating Committee consisting of at least three (3) persons representing a cross-section of the FHFC membership.
- 6.1.6.2. The members appointed by the BOD shall be current or recent members of the BOD who, because of their service, have a broad and up-to-date knowledge of the needs of FHFC.
- 6.1.6.3. This Committee shall prepare a slate of candidates for all elected offices.
- 6.1.6.4. This Committee may prepare a slate of candidates for all appointed offices.

6.1.7. Scholarship

- 6.1.7.1. The Scholarship Committee shall be responsible for screening and interviewing applicants and presenting a list of recommended scholarships to the BOD for final approval.

Constitution and By Laws

6.1.7.2. The Scholarship Committee shall consist of one of the Executive Officers, the Treasurer, and one At-Large BOD member. The President shall add additional members at his/her discretion.

6.1.7.3. The Scholarship Committee shall be permitted to award amounts for program fees as well as team budget fees at their discretion.

6.1.8. Constitution & By-Laws Review Committee

6.1.8.1. The Constitution & By-laws Committee shall be composed of the BOD.

6.1.8.2. The Constitution & By-laws Committee shall review the FHFC Constitution and By-laws beginning in January and provide proposed amendments to the BOD at the spring BOD meeting.

6.1.8.3. The Constitution & By-Laws Committee By-laws shall provide all proposed amendments at the Annual General Meeting for approval by membership.

6.1.9. Special/Ad Hoc Committees

6.1.9.1. The President may from time to time appoint committees and chairpersons to carry out functions specifically designated for the committee to assist in the administration of FHFC subject to the ratification of the Board.

6.1.9.2. Each subcommittee shall include at least one chairperson and may include additional personnel appointed by the President subject to Board ratification.

6.1.9.3. Special/Ad Hoc committees shall serve only if their purpose exists.

6.1.10. Meetings

6.1.10.1.1. Meetings of standing and ad hoc committees will be called as required by the chairperson or President.

6.1.10.1.2. The chairperson of the committee shall appoint one member of the committee to act as secretary and forward minutes of the meeting to the Secretary.

7. Amendments

7.1. Grammatical changes or order of placement changes to the Bylaws that do not change the content, meaning, or interpretation of the document are not considered to be amendments.