

# NEW HAMPSHIRE SOCCER ASSOCIATION

Youth and Amateur Divisions

Affiliated with USYS, USASA, USSF, FIFA, and the USFF



# NEW HAMPSHIRE SOCCER ASSOCIATION

## RESTATED ARTICLES OF AGREEMENT

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## ARTICLE I NAME AND PURPOSE

### 1.1 NAME

This Association shall be known as the New Hampshire Soccer Association Youth and Adult Division, a non-profit corporation hereafter referred to as NHSA or the State Association.

### 1.2 MISSION STATEMENT

The New Hampshire Soccer Association mission is to provide opportunities for participants to develop to the highest skill level of the individual's ability; to provide through programs and activities education for coaches, players, referees, parents, and administrators; to promote and stimulate interest in the game of soccer.

### 1.3 OBJECTIVES

To promote the game of soccer and to provide for the following:

- organized soccer activity in the State of New Hampshire
- an environment that emphasizes the ideals of good sportsmanship and fair play, and the importance of development of both individual and team skills for players, coaches and officials
- an opportunity for players, coaches, and officials to expand their participation to regional, national and Olympic levels of competition
- goodwill through physical fitness

## ARTICLE II AFFILIATIONS:

### 2.1 PRIMARY AFFILIATIONS

This Association shall be an affiliate of and comply with the United States Soccer Federation, United States Youth Soccer, United States Amateur Soccer Association, and the United States Futsal Federation.

### 2.2 FEDERATION PRECEDENCE

- a) The USSF articles of incorporation, bylaws, policies and requirements take precedence over and supersede the governing documents and decisions of the NHSA and its members to the extent applicable under state law, and NHSA will abide by those articles, bylaws, policies and requirements of USSF.
- b) The NHSA will not join any organization that has requirements that conflict with the Federation's articles, bylaws, policies and requirements.

### 2.3 ~~INTERPLAY~~

NHSA and its members shall not discriminate against the participation of players or teams on the basis of that player or team's membership in, or affiliation with, another organization. Members are encouraged to allow teams of all other USSF members to participate in tournaments sponsored by NHSA or any of its members when

the teams otherwise comply with the tournament eligibility requirements. A tournament sponsor may charge each team an additional fee of not more than \$25 to participate in the tournament.

### ARTICLE III DISCRIMINATION POLICY

The New Hampshire Soccer Association and its members are committed to a policy of equal opportunity for its players, coaches and referees and prohibits discrimination or harassment against any individual on the basis of race, color, creed, religion, sex, age, sexual orientation, national origin or disability.

### ARTICLE IV AUTHORITIES

4.1 Its Articles of Agreement, Bylaws and Rules shall govern NHSA so long as they are consistent with those of USYSA, USASA, USSF, and USFF.

4.2 The governing authority of NHSA shall be vested in a Board of Directors to be known as an Executive Board whose power and authority shall be designated in the By laws.

4.2 The New Hampshire Soccer Association shall have an Executive Board

a. selected through an open and democratic process, which will have the following structure:

President  
Executive Vice President  
Recreation Vice President  
Competitive Vice President  
Adult Vice President  
Indoor Vice President  
Secretary  
Treasurer  
Past President

b. Divisions

The New Hampshire Soccer Association includes the following divisions for the play of soccer: - Competitive - Recreational -Adult - Indoor – Futsal.  
All Divisions shall comply with the authority of the New Hampshire Soccer Association.

c. These shall be the only Articles of Agreement for the above-mentioned divisions. Each Division can have its own Bylaws or Organizational Rules for areas not covered in the Association Bylaws. All Division Bylaws are subject to approval of the Association Executive Committee and must be on record with the NHSA Secretary.

### ARTICLE V MEMBERSHIP

5.1 The Membership of the NHSA and the members of the NHSA shall be open to any soccer players, coaches, trainers, managers, administrators, life members and officials not subject to suspension under Section 4 of Bylaw 241 of the USSF and to any amateur soccer organization in its territory.

5.2 Membership in NHSA shall be individuals, leagues, clubs and facilities that pay the appropriate registration fees and meet the requirements as defined in the Bylaws. Affiliated members are allowed to send a representative to attend and vote at the AGM. Affiliated members are defined in sections 4.1 and 4.2 of the bylaws and include Youth Competitive Leagues and Clubs, Youth Recreational Leagues, Indoor Facilities and Adult Leagues that register their players with the NHSA.

5.3 NHSA shall not issue capital stock or membership certificates.

## ARTICLE VI ANNUAL MEETING

6.1 The Annual General Meeting of the Association shall be held in a location in the state as decided by the Executive Board

6.2 The Annual Meeting of NHSA's membership shall be held not later than April 30th. Written notification to all affiliated voting members shall be made at least 30 days prior to the annual meeting. The members of NHSA will be provided with an agenda of the meeting and the minutes of the previous Annual General Meeting at least 15 days in advance of the meeting. At this meeting a summary of the activities of the Association, all actions and policies adopted by the Executive Board and a Treasurer's report shall be reported to the membership.

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6.3 Meeting will be conducted using Robert's Rules of Order Newly Revised (RONR). Minutes should contain mainly a record of what was done at the meeting, not necessarily what was said by the members.

6.43 Unless temporarily modified by action of the members, the order of business for Annual General Meetings shall be:

1. Roll Call
2. Minutes of previous meeting
3. Treasurer's report
4. Unfinished business and communications
5. Reports of committees
6. New business and communications
7. Good of soccer
8. Election of officers
9. Date of next meeting
10. Adjournment

6.54 ~~The number of votes leagues are entitled to shall be based on paid up league registration during the most recently completed seasonal year.~~

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The number of votes affiliated members are entitled to shall be based on the current previous years fall and spring season. Example: The 2020 AGM vote is based on Fall and Spring of 2019 membership.

~~Votes between Recreational/Indoor and Competitive/Adult will be balanced. The number of players per vote in Recreational/Indoor will be adjusted yearly to match the number of votes per Competitive/Adult teams based on total numbers from the end of the seasonal year. This is to ensure as equal a vote between Recreation and Competitive as possible.~~

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~~The suspense date for notification by any member of voting strength change will be 20 days prior to the Annual General Meeting. The suspense date will be published at the time of voting strength notification. No challenge in voting strength will be accepted after said published suspense date.~~

Hypothetical Example: If the following paid registrations were counted for the seasonal year ending August 31 1997:

<del>Competitive</del>	<del>414 teams</del>	<del>Recreation</del>	<del>19,516 registered players</del>
<del>Adult</del>	<del>26 teams</del>	<del>Indoor Facilities</del>	<del>10,000 registered players</del>
<del>Total</del>	<del>440 teams</del>	<del>Total</del>	<del>29,516 registered players</del>

~~Competitive/Adult would have 440 votes. The Club President of Club X with 15 teams would have 15 of those votes. The Club President of Club Y with 8 teams would have 8 of those votes etc. Each Adult team would have one vote.~~

~~Votes for Recreation/Indoor would be calculated by dividing the number of registered players in those Divisions by the number of teams in the Competitive and Adult Divisions combined i.e.  $29,516/440$ . This equals 67.08 registered players per vote, which would be rounded down to 67. The League President of League A with 547 players would have  $505/67$  or 7.53 votes, which would be rounded up to 8. The League President of League B with 480 players would have  $480/67$  or 7.16 votes, which would be rounded down to 7. The Director of Indoor Facility Z with 2,504 players would have  $2,504/67$  or 37.37 votes, which would be rounded down to 37.~~

~~For the purposes of figuring recreational league or Indoor Facility votes the decimals will be rounded up or down to the nearest whole number. The total allocation must equal the total competitive vote. These calculations will be completed by February 1st of each calendar year for the previous seasonal year and all affiliated teams, clubs and leagues will be notified of the number of votes.~~

~~Votes will be based on the above calculations and Voting members must meet~~ the following criteria:

- a) All league, club, facility and team registrations for the ~~most recently completed seasonal~~ previous calendar year must be paid in order to vote.
- b) Only members in good standing can vote.
- c) The members of the Executive Board shall be entitled to One (1) vote each.
- d) ~~Each Competitive Club has one (1) vote per U 19 team and below.~~
- e) ~~Each Adult team has one vote per team~~
- f) ~~Recreational leagues and Indoor Facilities have one (1) vote per number of registered players as calculated yearly according to the above criteria. They have a minimum of one (1) vote.~~

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d) Youth competitive member clubs will be weighted as follows:

- i. Member clubs with 1-9 teams = 3 votes
- ii. Member clubs with 10-19 teams = 4 votes
- iii. Member clubs with 20+ teams = 5 votes

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e) Adult member clubs will be weighted as follows:

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- i. ~~Member clubs with 1-9 teams = 3 votes~~
- ii. ~~Member clubs with 10-19 teams = 4 votes~~
- iii. ~~Member clubs with 20+ teams = 5 votes~~

f) ~~Recreational member clubs will be weighted as follows:~~

- i. ~~Member clubs with 1-9 teams = 3 votes~~
- ii. ~~Member clubs with 10-19 teams = 4 votes~~
- iii. ~~Member clubs with 20+ teams = 5 votes~~

~~f)g) Each Indoor Facility has 4 votes.~~

~~Proxy votes, where an individual gives another the power to exercise his/her vote, will be allowed, provided the proxy is in writing and signed by an authorized representative of a Competitive Club, Adult Team, Recreational League, Indoor Facility, or Futsal League and on file with the Secretary before the opening of the Annual General Meeting. No proxy votes will be accepted from the floor during the Annual General Meeting. An authorized representative is a Recreational League/Indoor Facility member, a registered Competitive Club representative or an Adult Team representative.~~

6.6 Voting by proxy is NOT allowed.

A Delegate from a member organization must be present to cast votes at an AGM or special meeting. The delegate from the organization must be an officer, director or senior ececutive.

~~g)~~  
~~h)~~

6.7 A Credentials Committee comprised of the Past President, State Secretary, ~~the~~ State Registrar and a representative from Competitive (Club or League President), Recreation (Club or League President), Indoor (Facility or League President) and Adult (Club or League President) will be identified by the NHSA Executive Board 15 days before the AGM and announced to the membership (with the Agenda and minutes from the previous AGM). The Credentials Committee is charged with determining the validity of all ~~proxies voting members,~~ distribution of appropriate voting materials, and arbitration of any and all disputed voting issues, in accordance with NHSA Bylaws. All decisions by the Committee require a 2/3 vote of the Committee, are final and not subject to review.

Twenty (20) minutes prior to the announced start of the AGM the Committee will close voting registration and adjourn to caucus. The Committee will determine the total voting strength represented ~~in person or by proxy at the AGM by division (Competitive, Recreation, etc.). Votes not actually (physically) represented in person or by proxy will not be counted.~~

~~The Committee will then adjust each vote allocation for Recreation/Indoor and Competitive/Adult to ensure as equal a vote between Recreation/Indoor and Competitive/Adult as possible by 'weighting' the votes and announcing the proportion to the members at the AGM. The weighted votes will be used in all subsequent voting during that AGM.~~

~~Example: Total number of registered votes 20 minutes before AGM starts and votes are closed is 800. Total number of votes present or by proxy for Competitive/Adult is 200. Total number of votes present or by proxy for Recreation/Indoor is 600. When the Committee meets in caucus, they determine that each Competitive vote is then weighted making each one (1) Competitive/Adult vote equal to three (3)~~

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~~Recreation/Indoor votes. Each Recreation/Indoor vote is still one (1) vote. Thus the total number of votes present at the AGM is now 1200: 600 are Recreation/Indoor, 600 are Competitive/Adult.~~

~~6.8~~ Any newly registered club, or league not previously registered during the most recently completed ~~seasonal~~ calendar year, will be entitled to vote at the Annual General Meeting, under section 6.4 of Article VI, as long as they are paid up members in good standing, 45 days in advance of the Annual General Meeting.

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~~6.95~~ Except for amendments to the Constitution and Bylaws, a majority of eligible ~~vote's~~votes cast shall decide an issue.

## ARTICLE VII AMENDMENTS

7.1 Amendments to the Articles of Agreement and Bylaws shall be made only at the Annual General Meeting of this Association

7.2 Each affiliated member may propose changes to NHSA's Articles of Agreement and Bylaws. These changes must be submitted in writing, in a way that guarantee's proof of receipt, to the NHSA office in care of the Secretary no later than 60 days prior to the AGM and must be circulated to voting members no later than 30 days prior to voting.

7.3 These Articles of Agreement and Bylaws may be amended or repealed by an affirmative vote of two thirds (2/3) of the votes cast by voting members present, ~~represented by proxy at the Annual Meeting or as previously described in 6.4h~~

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## ARTICLE VIII DISSOLUTION

In the event that NHSA dissolves or becomes defunct all assets remaining after payment of debts and obligations shall be evenly distributed to remaining affiliated Recreational Leagues, Competitive Clubs, Adult Teams, Futsal Teams, and Indoor Facilities that have established their tax exempt status under section 501 (c)(3) of the United States Internal Revenue Code.



## Appendix A

## Revision History

<u>March 2000</u>	<u>AGM</u>	<u>Restated Articles</u>	<u>18-March-2000</u>
<u>March 2005</u>	<u>AGM</u>	<u>Restated Articles</u>	<u>12-March-2005</u>
<u>March 2012</u>	<u>AGM</u>	<u>Restated Articles</u>	<u>26-March-2012</u>

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## Appendix B AGM Proposed Changes and Vote Tally

- 1) Document Layout
  - a) Separated Cover Page
  - b) Added Table of Contents (TOC)
  - c) Added Appendix A Revision History
  - d) Added Appendix B Proposed Changes and Vote Tally

### PURPOSE:

Ease of use and history tracking;

The TOC for easy reference.

Appendix A, revision history. Is for document tracking and help new members of the board with when and why changes were made.

Official record of changes. Also helps reviewers at or before the AGM quickly reference changes and the "why" for changes. Also records acceptance or rejection by voting members present.

VOTE: FOR: AGAINST: Passed or Failed

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### 2) Section 5.2

Membership in NHTSA shall be individuals, leagues, clubs and facilities that pay the appropriate registration fees and meet the requirements as defined in the Bylaws.

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#### Proposed wording: The addition of the wording:

Affiliated members are allowed to send a representative to attend and vote at the AGM. Affiliated members are defined in sections 4.1 and 4.2 of the bylaws and include Youth Competitive Leagues and Clubs, Youth Recreational Leagues, Indoor Facilities and Adult Leagues that register their players with the NHTSA.

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#### PURPOSE:

To clarify, that just paying the State Registration \$50 fee, does not make you an affiliated (voting) member. Affiliated is when you register players or facilities with the state.

VOTE: FOR: AGAINST: Passed or Failed

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#### Insert after Section 6.2, Section 6.3

Meeting will be conducted using Robert's Rules of Order Newly Revised (RONR). Minutes should contain mainly a record of what was done at the meeting, not necessarily what was said by the members. Increment numbering of 6.3 through 6.5

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#### PURPOSE:

In previous AGM's, the speaker or independent moderator would start the meeting with a statement of rules of conduct. Roberts Rules of Order is a widely accepted policy.

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VOTE: FOR: AGAINST: Passed or Failed

### 3) Section 6.5

Current wording:

The number of votes leagues are entitled to shall be based on paid up league registration during the most recently completed seasonal year.

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**Proposed wording:**  
The number of votes affiliated members are entitled to shall be based on the current previous years fall and spring season. Example: The 2020 AGM vote is based on Fall and Spring of 2019 membership.

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**PURPOSE:**

This is a more accurate representation of the current membership. Using the previous membership season, excludes the most current fall membership. It is not good to tell a NEW club that just joined AND played in the fall, they have no vote.

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**NOTE:** Section 6.5 (i) – actually states this.

If passed, Section 6.5 (a) will also have to be reworded.

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4) Section 6.5

**Current Wording**

Votes between Recreational/Indoor and Competitive/Adult will be balanced. The number of players per vote in Recreational/Indoor will be adjusted yearly to match the number of votes per Competitive/Adult teams based on total numbers from the end of the seasonal year. This is to ensure as equal a vote between Recreation and Competitive as possible. (And all paragraphs defining the current balanced method)

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**PURPOSE – CONCERN: Executive of the Board**

With this method, large Clubs or larger Recreation programs get more votes than the smaller clubs. With the current method, one or 2 large clubs could have an unfair control of the organization. The board is recommending a weighted vote(s) per club.

**Proposed wording:**

Strike all wording and calculations for balanced method.

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**REPLACE:**

~~j)d~~) Each Competitive Club has one (1) vote per U-19 team and below.

~~k)e~~) Each Adult team has one vote per team

~~l)f~~) Recreational leagues and Indoor Facilities have one (1) vote per number of registered players as calculated yearly according to the above criteria. They have a minimum of one (1) vote. (ETC)

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**WITH:**

h) Youth competitive member clubs will be weighted as follows:

i. Member clubs with 1-9 teams = 3 votes

ii. Member clubs with 10-19 teams = 4 votes

iii. Member clubs with 20+ teams = 5 votes

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i) Adult member clubs will be weighted as follows:

i. Member clubs with 1-9 teams = 3 votes

ii. Member clubs with 10-19 teams = 4 votes

iii. Member clubs with 20+ teams = 5 votes

j) Recreational member clubs will be weighted as follows:

i. Member clubs with 1-9 teams = 3 votes

ii. Member clubs with 10-19 teams = 4 votes

iii. Member clubs with 20+ teams = 5 votes

Each Indoor Facility has 4 votes.

VOTE: FOR: \_\_\_\_\_ AGAINST: \_\_\_\_\_ Passed or Failed

2)5) Section 6.5

**3) Current Wording**

Proxy votes, where an individual gives another the power to exercise his/her vote, will be allowed, provided the proxy is in writing and signed by an authorized representative of a Competitive Club, Adult Team, Recreational League, Indoor Facility, or Futsal League and on file with the Secretary before the opening of the Annual General Meeting.

**PURPOSE – CONCERN: Executive Board**

Organizations need to be in attendance for the AGM. Being only one day a year, the President or an authorized board member needs to be present to vote. Also, in the past we have had multiple people claim proxy for the same organization.

**PROPOSED WORDING:**

6.6 Voting by proxy is NOT allowed.

A Delegate from a member organization must be present to cast votes at an AGM or special meeting. The delegate from the organization must be an officer, director or senior executive.

VOTE: FOR: \_\_\_\_\_ AGAINST: \_\_\_\_\_ Passed or Failed

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## NHSA Executive Officers

Position	Name	Signature	Date
President	William Wightman	_____	
Exec. VP	Trevor Fox	_____	
VP. Competitive	Tyler VanDeventer	_____	
VP Recreation	James O'Connell	_____	
VP Adult	Luis Costa	_____	
VP Indoor	John Ferreira	_____	
Treasurer	Lisa Davidson	_____	
Secretary	Chris Hobson	_____	
Past President	candia Campbell	_____	

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