

OWOA Constitution Amended and Restated as of March 4, 2016 (amends the November 19, 2010 Amended and Restated OWOA Constitution)

ARTICLE I: Name

The name of the organization shall be the Ohio Wrestling Officials Association, and may also be referred to as the O.W.O.A (the "State Association").

ARTICLE II: Purpose

The purpose of this State Association shall be:

- A. To assist all wrestling officials in the State of Ohio in the development and a thorough understanding of the rules and mechanics of good officiating.
- B. To upgrade the officiating in the State of Ohio by standardizing consistency of calls in all areas of the state.
- C. To promote and secure cooperation and understanding among the scholastic and collegiate coaches, athletes, school officials, and the press.
- D. To foster the highest standards of ethics, and to further the interests of all good educational philosophy, aims objectives through a proper spirit of sportsmanship and a spirit of fair play through the medium of wrestling.
- E. To cooperate and assist the Ohio High School Athletic Association and local wrestling officials associations in whatever area they should ask the Association to aid.
- F. To recognize members for outstanding careers and achievements through election into the Ohio Wrestling Officials Hall of Fame.

ARTICLE III: Membership/Board of Governors

- A. Membership will be open to all OHSAA and OWOA recognized and/or approved local wrestling officials associations, providing the local association joins the Association and pays the membership dues ("Member Association").
- B. The State Association shall be governed by a Board of Governors made up of one (1) representative from each of the Member Associations. In addition to the representatives from the Member Association, the OHSAA State Rule Interpreters and the OHSAA Director of Officiating Development –Wrestling shall each be a voting member of the Board of Governors.
- C. Any member of the Member Associations is welcome to attend any meeting of the Board of Governors of the Association. However, each Member Association shall be entitled to only one (1) vote on any given matter before the Board of Governors of the Association. The highest ranking officer of the Member Association attending (the Board of Governors member for that meeting) shall be the person entitled to vote for the Member Association, with the ranking of such individuals to be in the following order:

(Highest to Lowest)

1. President
2. Secretary
3. Rules Interpreter
4. Vice President
5. Treasurer
6. Member

Unless specifically otherwise stated in this Constitution, a majority vote of the Member Associations present and the OHSAA Rules Interpreters and the OWOA Director of Education shall be needed to approve any matter before the Board of Governors. The OHSAA Director of Officiating Development-Wrestling will automatically be the OWOA Director of Education unless he or she refuses, resigns or otherwise can't serve; in which case the President will appoint the OWOA Director of Education.

- D. The Board of Governors shall set dues, elect officers, set policies, and approve members to the Ohio Wrestling Officials Hall of Fame (the "Hall of Fame") upon the recommendation of the Hall of Fame Nomination Committee.

ARTICLE IV: Dues

Dues shall be paid by each local association to the State Association Treasurer by December 1 of each year. Until changed by the Board of Governors, dues shall be Two and 00/100 Dollars (\$2.00) per member of each Member Association (i.e. if a Member Association has thirty (30) members then its yearly dues shall be sixty dollars (\$60.00).

ARTICLE V: Officers/Executive Committee

- A. The officers of the State Association, each who also shall be a member of the Executive Committee of the State Association, will be the President, Vice President, Secretary, Treasurer, Wrestling Historian and Hall of Fame Chair. No officer of the State Association may hold more than one office at any time. Any member of a Member Association shall be eligible to be elected as an officer. In addition, there shall be a Communications Director/ Web Master ("Web Master") who shall be appointed by the President and who shall be a member of the Executive Committee. Finally, the OHSAA State Rules Interpreters and the OHSAA Director of Officiating Development – Wrestling shall be members of the Executive Committee.
- B. Terms of office for all Officers shall be three (3) years or until their respective successors are elected and take office. Individuals to be considered for any officer position shall be nominated before or at the fall meeting immediately before the regular spring meeting at which the elections will be held. The Board of Governors may set the cutoff date for such nominations reasonably consistent with the above, and if no nomination cut-off date is set, then the applicable regular fall meeting will be the last day for nominations. The nominated individuals will then have an opportunity to campaign and put forward their qualifications before the following regular spring meeting election. The election shall be at the spring regular meeting of the Board of Governors every three (3) years as above stated, provided that the cut-off date for nomination of officers and the meeting for their election may be changed from time to time by a two-thirds (2/3) super majority vote by the Board of Governors. The officers elected shall assume their respective offices as of the day after the end of the OHSAA State Individual Wrestling Tournament at which the vote for officers was taken.

- C. The President shall preside at all meetings of the Executive Committee and the Board of Governors. It is his/her duty to appoint all committees and be any ex-officio member of same. The President shall perform all the duties as such as would normally and customarily pertain to this office. The President shall have authority to sign, execute, and deliver, in the name of State Association any instrument, agreement, or other document evidencing any transaction or agreement authorized by the Board of Governors or the Executive Committee.
- D. The Vice President shall assume duties of the President in the case of absence, inability to serve or resignation of the President. He shall assist the President in whatever manner necessary, and shall assist with the organization of the OWOA Fall Clinic.
- E. The Secretary shall be responsible for the minutes of all meetings and correspond with the Member Association and the Board of Governors.
- F. The Treasurer shall be responsible for all funds of the State Association and disburse the same as authorized by the President, the Board of Governors or the Executive Committee, as the case may be. The Treasurer shall make deposits and withdrawals of the funds with a bank in the name of the State Association, which bank shall be designated from time to time by the Executive Committee.
- G. The Wrestling Historian and Hall of Fame Chair shall be charged with keeping a written history of major items relative to High School Wrestling officiating in the State of Ohio and shall Chair the Hall of Fame Committee.
- H. The Web Master shall be responsible to coordinate with the State Rules Interpreters and the OHSAA Director of Officiating Development – Wrestling the official rulings of the OHSAA and NFHS and the State Rules Interpreters for inclusion on the State Association Official Web Site. The Web Master shall serve at the discretion of and shall be accountable to the President.

If any Officer of the State Association is absent, disabled, out of the state, or for any other reason is unable temporarily to carry-out his or her duties as an Officer within the determination of the Board of Governors or the Executive Committee, either the Board of Governors or the Executive Committee may delegate such authority and duties of such Officer to any other Officer of the Association during the period of time that the Officer in question is unable to temporarily carry-out his or her duties. In addition, the Board of Governors, by a majority vote, may elect such other assistant officers as the Board of Governors deem necessary or advisable.

- J. The Executive Committee shall be empowered to act in the name of the Board of Governors between the two (2) regular meetings of the State Association (fall meeting and spring meeting) when immediate action is necessary or advisable for the benefit of the State Association. The Executive Committee shall then report its action to the Board of Governors at the next regular meeting of the State Association. The Executive Committee shall have the freedom to consult with the OHSAA, the National Federation of State High School Associations and such other outside authorities and individuals in developing recommendations and actions to be acted upon by the State Association. The Executive Committee, along with any individual serving as an Executive Committee Member Emeritus, shall also act as the Hall of Fame Committee and shall also identify and nominate individuals deemed qualified to be considered as a nominee to the Hall of Fame.
- K. The Board of Governors may from time to time appoint a “Member Emeritus” to the Executive Committee based upon their meritorious service to Ohio High School Wrestling officiating.

ARTICLE VI: Meetings

- A. The Board of Governors shall regularly meet either the day before or at the State Association State Wrestling Rules and Mechanics Clinic in the fall (the regular “fall” meeting) and at the OHSAA Individual State Wrestling Tournament in the spring (the regular “spring” meeting). Additional meetings may be called by the President, the Secretary or as requested by the Board of Governors by the written request of at least five (5) of

the Member Associations, provided that at least two weeks prior written notice of such a special meeting is given to each Member Association.

- B. The order of business shall be as follows unless changed by the Secretary or by majority vote of Member Associations present at that meeting only.
 - 1. Call to order
 - 2. Attendance
 - 3. Opening remarks of the President
 - 4. Reading of the Minutes
 - 5. Financial Report
 - 6. Old Business
 - 7. New Business
 - 8. Communications
 - 9. Adjournment
- C. The meeting of the Board of Governors and the order of business thereat may be conducted as a majority of the Member Associations present at a meeting may agree.
- D. The President shall call a meeting of the Executive Committee as the President deems necessary. Minutes of any Executive Committee meeting shall be prepared and forwarded to the Member Associations.

ARTICLE VII: Clinic

- A. The purpose of the State Association Wrestling Rules and Mechanics Clinic (the “Clinic”) is to instruct wrestling officials and coaches on the proper interpretations of the high school rules for wrestling as adopted by the OHSAA and the proper performance of wrestling official mechanics with the goal of having uniform state-wide application of the same.
- B. The set-up and organization of the Clinic shall be the responsibility of the President and the Vice President and any other designate of the President.
- C. The Clinic shall be held in conjunction with a State Rules Interpretation Meeting in the fall, prior to the opening of the season, when such a State Rules Interpretation meeting has received approval from the OHSAA Commissioner of Wrestling.

ARTICLE VIII: Hall of Fame

- A. The Board of Governors upon the recommendation of the Hall of Fame Committee shall induct members into the Hall of Fame at its fall meeting with the induction ceremonies to be conducted at the OHSAA Individual State Wrestling Tournament.
- B. The Hall of Fame Committee shall review credentials of all nominees to the Hall of Fame. This committee shall include a representative from:

Central District
Northwest District
East/Southeast District
Southwest District
Northeast District

The Hall of Fame Committee shall be made up of the members of the Executive Committee, any Members Emeritus, and if the Committee does not contain a representative from each of the above Districts, then the President shall appoint a representative from the District not yet represented. The Hall of Fame Committee shall forward its nominations and all received recommendations for induction to the Board of Governors at least two (2) weeks prior to the meeting at which induction will be voted on.

- C. Inductees shall be nominated and recognized based upon life achievement and contributions to wrestling officiating and/or the sport of amateur wrestling in the State of Ohio. Inductees can be officials or other worthy contributors to the sport.

ARTICLE IX: Conflict of Interest

- A. No member of either the Board of Governors, the Executive Committee or the Hall of Fame Committee may vote on any matter before the Board or either such Committee, with respect to any matter with which such member has a substantial relationship or interest in. Whenever a member of the Board of Governors, the Executive Committee or the Hall of Fame Committee has cause to believe that the matter to be voted upon would involve a possible conflict of interest, that member shall announce such possible conflict of interest to the remaining members of the Board, the Executive Committee, or the Hall of Fame Committee as the case may be, and ask whether an actual conflict exists. The issue of whether an actual conflict exists shall be discussed and then decided by majority vote of the other members present, excluding the member announcing the possible conflict of interest. If a conflict of interest is determined to exist, then the member announcing the conflict of interest shall abstain from discussing or voting on the specific matter which is up for vote on which conflict applies.

ARTICLE X: Non-Discrimination

- A. This State Association declares and re-affirms its policy of non-discrimination. Decisions in the area of members, Board of Governors Membership, Executive Committee Membership, Hall of Fame Committee Membership, and Election to the Hall of Fame or any other similar matter shall be without regard to race, color, religion, ancestry, age, national origin, sex, or sexual preference or orientation.

ARTICLE XI: Indemnification

- A. The State Association shall reimburse and indemnify each member of the Board of Governors, each Officer, each Executive Committee Member, or Hall of Fame Committee Member against expenses actually incurred by any of them in connection with the defense of any action, suit or proceeding to which they have been made a party by reason of being or having been such a Board of Governor, Officer, or Executive Committee Member, or Hall of Fame Committee Member but only if such person acted in good faith and in a manner he or she reasonably believed to be in and not opposed to the best interest of the Association, and except for matters as to which they have been adjudged in such action, suit or proceeding to be liable as a result of their willful, intentional or malicious misconduct in the performance of their duties which he or she has or had to the Association or by law. This indemnification requirement shall not be deemed exclusive of any other rights to which such individual may be entitled to under Ohio law or any other agreement legally binding upon the Association.

ARTICLE XII: Amendments

Amendments, supplements, and suspensions or repeal to this Constitution in part or in whole shall be submitted to the Board of Governors, in writing and voted on at the next meeting, after submission. A 2/3 majority vote of the Board of Governors shall be required for passage.

ARTICLE XIII: Quorum

- A. A quorum for all regular and all duly announced special meetings of the State Association shall be one-half ($\frac{1}{2}$) of the voting membership, plus one (1) more member Association.
- B. A quorum for all committee meetings shall consist of a majority of the members of the committee.

ARTICLE XIV: Authority

- A. No Member Association of the State Association may act on behalf of the State Association unless specifically designated to do so by the Board of Governors or the Executive Committee. All officers shall confer with the President and/or the Executive Committee before taking any decisive actions in their duties, which could have an adverse impact upon the Association.
- B. The NFHS Wrestling Rules and all applicable OHSAA Rules and Regulations shall be deemed part of this Constitution.

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