

OWOA Constitution and Code of Regulations Amended and Restated as of November 5, 2021 (amends the March 4, 2016 Amended and Restated OWOA Constitution)

ARTICLE 1: Name

The name of the organization shall be the Ohio Wrestling Officials Association, and may also be referred to as the OWOA (also sometimes referred to herein as the “State Association”).

ARTICLE II: Purpose

The purpose of this State Association shall be those stated in its Articles of Incorporation, as amended from time to time, and:

- A. To assist all wrestling officials in the State of Ohio in the development of their officiating skills and with a thorough understanding of the rules and mechanics of good officiating.
- B. To constantly work to improve the officiating of wrestling in the State of Ohio by standardizing the consistency of calls in all areas of the state, and by conducting educational clinics and programs.
- C. To promote cooperation and understanding among scholastic coaches, athletes, school officials, the amateur wrestling community and the press.
- D. To foster the highest standards of officiating ethics and to promote good and ethical officiating philosophies, aims, goals and objectives through education and encouragement of positive sportsmanship and spirit of fair play through the medium of wrestling.
- E. To cooperate with and assist the Ohio High School Athletic Association (the OHSAA) and local wrestling officials associations in whatever area they should ask the State Association to aid, to the extent consistent with the stated purposes of the OWOA.
- F. To recognize members of wrestling officials’ Associations of the OWOA and others who have been involved in amateur wrestling, for outstanding careers and achievements through election into the Ohio Wrestling Officials Hall of Fame and by recognizing the Vince Matteucci Person of the Year.

ARTICLE III: Membership/Board of Governors

- A. Membership will be open to all OHSAA and OWOA recognized and/or approved local wrestling officials associations, provided that the local wrestling officials’ association requests to join the OWOA and pays the established OWOA membership dues on a yearly basis (“Member Association”).
- B. The State Association shall be governed by a Board of Governors made up of one (1) voting representative from each of the Member Associations. In addition to the voting representatives from the Member Associations, the OWOA Officers each shall have one vote and each of the OHSAA State Rule Interpreters and the OHSAA Director of Officiating Development (“DOD”) –Wrestling shall each be a voting member of the Board of Governors. However, if an OWOA Officer or State Rules Interpreter or if the DOD is representing and voting for an Association Member, then in that event such person is only entitled to vote once and that vote will be on behalf of the Association Member being represented and such person may not then vote as an Officer, State Rules Interpreter or DOD as the relevant case may be.

- C. Any member of the Member Associations is welcome to attend any meeting of the Board of Governors of the State Association. However, each Member Association shall be entitled to only one (1) vote on any given matter before the Board of Governors of the State 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, the OWOA Officers and Web Master, the OHSAA State Rules Interpreters and the DOD present at a meeting with a legal quorum 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 for the State Association unless he or she refuses, resigns or otherwise can't serve; in which case the Executive Board will appoint a member of a Member Association to act as the OWOA Director of Education, in which event the appointed OWOA Director of Education will vote in the place of the OHSAA Director of Officiating Development-Wrestling (the DOD). For clarification, if the DOD is also acting as the OWOA Director of Education, then in such situation, this shall be considered one position with one vote only.

- D. Notwithstanding anything contained herein which may state or indicate otherwise, the voting members of the Board of Governors are hereby authorized by these Code of Regulations to take any action or authorize any action, without a meeting with and/or by the affirmative vote or approval, in writing or writings, signed by at least a majority of the voting members of the Board of Governors above described.
- E. The Board of Governors shall set dues, elect the OWOA officers, set policies, and elect members to the Ohio Wrestling Officials Hall of Fame (the "Hall of Fame") upon vetting by and recommendation of the Hall of Fame Nomination Committee. The Hall of Fame Nomination Committee shall consist of (i) the OWOA Wrestling Historian, (ii) the President of the OWOA, (iii) the Vice President of the OWOA, and (iv) five (5) at large members (who shall be a member of a Member Association) chosen by the Executive Board who will serve a three (3) year term; and of those at large members on the Hall of Fame nomination Committee there shall be at least one (1) representative from the Central District, one (1) representative from the Northwest District, one (1) representative from the Southwest District, one (1) representative from the Northeast District, and one (1) representative from the East or Southeast District. Further, the at large members must be a wrestling official with at least twenty (20) years of service as a wrestling official so that the official has some familiarity with individuals who may be considered for Hall of Fame nomination. In addition, any Emeritus State Rules Interpreters shall be a member of the Hall of Fame committee for as long as any such person is able and wishes to so serve.

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 primary 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)]. A “primary member” of a Member Association is an OHSAA wrestling official with a current valid OHSAA officiating permit who considers that Member Association as his or her primary Association and at which he or she regularly attends meetings, and therefore, does not include members of other Member Associations that join more than one (1) Member Association but only occasionally attend meetings or who do not attend meetings at all at his or her non-primary Member Association. Any Member Association that does not pay its yearly dues by December 1 of the year that said dues are owed, shall then also be obligated to pay a \$25.00 late payment fee in addition to the dues owed.

ARTICLE V: Officers/Executive Committee

- A. Each of the officers of the State Association shall also be a member of the Executive Committee (Board of Directors) of the State Association; that is, the President, Vice President, Secretary, Treasurer, and Wrestling Historian. 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 regular fall meeting of the Board of Governors which is held immediately before the regular spring meeting at which the elections will be held. The Board of Governors may set a 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, subject to exception as stated below. The nominated individuals will then have an opportunity to campaign and put forward their qualifications before the following regular spring meeting election. The election of officers shall be at the spring regular meeting of the Board of Governors every three (3) years as above stated. Notwithstanding the above, 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 held the year the election was undertaken and for some reason the OHSAA State Individual Wrestling Tournament is cancelled, then such elected officers shall assume office as of the day after the date the OHSAA sets for the end of the high school wrestling season in the year of the election of such officers.
- C. The President shall chair and preside over all meetings of the Executive Committee and the Board of Governors meeting and shall serve on the Hall of Fame Nomination Committee as above stated. It is his/her duty to appoint the Web Master and all committees and be an ex-officio member of any committees the President so appoints. The President shall perform all the duties as would normally and customarily pertain to this office, and as may be required by or delegated by Ohio non-profit corporation law. The President shall have authority to sign, execute, and deliver, in the name of and on behalf 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 the absence, inability to serve or resignation of the President. He shall assist the President in whatever manner advisable or necessary, and shall assist with the organization of the OWOA Fall Clinic and shall serve as Chairman of both the Hall of Fame Nomination Committee and the Vince Matteucci Person of the Year Committee. The Vice President shall also have such duties as may be delegated to the Vice President by Ohio non-profit corporation law and/or by the Board of Governors.
- E. The Secretary shall be responsible for the agenda for and the minutes of all meetings and for the official OWOA business correspondence with the Member Associations, the officers of the OWOA, and the

Executive Committee. The Secretary shall also have such duties as may be delegated to the Secretary by Ohio non-profit Corporation law and/or by 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 from accounts established with a financial institution which is FDIC insured. The financial institution shall be initially chosen by the Treasurer but must then be approved and ratified by the Executive Committee. The Treasurer shall also have such duties as may be delegated to the Treasurer by Ohio non-profit Corporation law and/or by the Board of Governors..
- G. The Wrestling Historian shall be charged with keeping a written history of major items relative to High School Wrestling officiating in the State of Ohio and shall be Vice-Chair the Hall of Fame Committee. (The Wrestling Historian shall chair the Committee when the Vice President is absent for any reason.) The OWOA Wrestling Historian should be an individual with knowledge of the history of Ohio High School officiating and wrestling and an individual who can provide valuable input as to the nomination and selection of individuals for the OWOA awards described in Article VIII. The Wrestling Historian shall also be charged with the primary responsibility of obtaining the actual award items given to award recipients by the OWOA, upon consultation with the Executive Committee.
- H. The Web Master shall be responsible to coordinate with the State Rules Interpreters and the OHSAA Director of Officiating Development – Wrestling as to the posting on the OWOA website the official rulings and positions of the OHSAA, the NFHS and the State Rules Interpreters; this would include official or suggested interpretation and implementation (mechanics) of such rules. The Web Master shall also post items requested by the OHSAA Director of Officiating Development – Wrestling and as requested by the President or Secretary of the OWOA. The Web Master shall serve at the discretion of and shall be accountable to the President.
- I. If any Officer of the State Association is absent, disabled, out of the state, or for any other reason is unable, either permanently or temporarily to carry-out his or her duties as an Officer within the determination of the Executive Committee, the Executive Committee may delegate such authority and duties of such Officer to any other Member of a Member Association of the OWOA during the period of time that the Officer in question is unable to either permanently or temporarily carry-out his or her duties during his or her remaining term of office. In addition, the Board of Governors, by a majority vote, may, from time to time, elect such other assistant officers as the Board of Governors deem necessary or advisable and for as long as they deem advisable.
- J. The Executive Committee shall be empowered to act for and 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 actions to the Board of Governors at the next regular meeting of the State Association. Further, the Executive Committee shall be empowered to act for and in the name of the Board of Governors in times of emergency, in the event of an epidemic or pandemic, or at such other times when the Board of Governors cannot meet or when it is not reasonable or advisable for the Board of Governors to meet in the reasonable good faith judgment or belief of the Executive Committee (as determined by Majority vote of the Members of the Executive Committee). 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 may identify and nominate individuals deemed qualified to be considered as a nominee to the Hall of Fame and as a nominee for the Vince Matteucci Wrestling Person of the Year award.
- 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. Vince Matteucci shall be a “Member Emeritus” to the Executive Committee for his lifetime.

ARTICLE VI: Meetings

- A. The Board of Governors shall regularly meet either the day before or at the State Association's State Wrestling Rules and Mechanics Clinic to be held each fall (either in October or November of each calendar year) (the regular "fall meeting") and at or during the OHSAA Individual State Wrestling Tournament in the spring (the regular "spring meeting"), unless other dates, times and methods of meeting are set by the majority vote of the Board of Governors and/or by the Executive Committee in times of special circumstances, such as during an epidemic, pandemic, severe weather conditions or other cause which is reasonable cause for the change to such regular meetings; provided that there shall be held at least two (2) Board of Governors meetings per calendar year. 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 following order of business is suggested for the regular fall and spring meetings of the Board of Governors but may be changed by the Secretary, majority vote of the Executive Committee or by majority vote of Member Associations present at that meeting:
1. Call to order
 2. Opening remarks of the President
 3. Roll call/Attendance
 4. Reading and approval of the Minutes
 5. Financial Report
 6. President's Report
 7. OWOA Director of Education Report
 8. Webmaster Report
 9. Report of the State Rules Interpreters
 10. Old Business
 11. New Business
 12. Communications/Good of the Order
 13. Adjournment
- C. As stated above, 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, and it shall not be necessary to follow Roberts Rules of Order.
- D. The President and/or the Secretary may call a meeting of the Executive Committee as the President and/or the Secretary deems necessary or advisable. Further, any two (2) Members of the Executive Committee may call a meeting of the Executive Committee by sending a written or electronic request for such meeting to either the President or Secretary in which case a meeting shall be set within two (2) weeks of such request. Executive Committee meetings may be conducted in person, by telephone or by other electronic means provided that all attending members can communicate with all other attending members. Minutes of any Executive Committee meeting shall be prepared and forwarded to the Member Associations.

ARTICLE VII: Clinic

- A. The main 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 NFHS 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 person designated by the President.
- C. The Clinic may also provide a “face to face” OHSAA State Rules Interpretation Meeting provided such meeting has received approval from the OHSAA.
- D. The OWOA shall also request the OHSAA Director of Officiating/Sport Management for permission to count attendance at the Clinic as attendance at a Member Association’s local meeting with all Clinic attendees therefore being credited with one of the four OHSAA currently required local meetings. Each local meeting Secretary of a Member Association shall list the OWOA Clinic as a local meeting on their respective published calendars provided to the OHSAA, just in case such action is needed to assist in the recording of such a local meeting.

ARTICLE VIII: Special Recognition Awards of the OWOA

- A. The OWOA shall have two (2) special recognition awards as follows:
 - (i) The Hall of Fame award; and
 - (ii) The Vince Matteucci Person of the Year award.
- B. 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 as may be approved by the OHSAA. If special circumstances develop such as an epidemic, pandemic, severe weather or other cause which adversely affects the ability of the OWOA to conduct the Hall of Fame induction at the OHSAA State Individual Wrestling Tournament, or if the OHSAA does not approve such Hall of Fame induction at the Individual State Wrestling Tournament, then such induction shall be held and conducted as the Executive Committee deems advisable.
- C. The Hall of Fame Committee shall review credentials of all nominees to the Hall of Fame. All nominees shall be nominated in writing by a Member Association in good standing (dues are paid) or by the Hall of Fame Committee, or by the Executive Committee. All written nominations shall be received by the Hall of Fame Committee by October 1 of each year which nomination shall include therewith a detailed résumé supporting such nomination and with such other letters of recommendation or support items and information the nominator deems advisable (the Hall of Fame Committee and/or Executive Committee each have authority to accept nominations after October 10 in their discretion). The information submitted in support of a nomination for induction to the Hall of Fame should contain the “whole body of work” of such nominee – including not only his or her officiating experience but also his or her lifetime contributions to and for the betterment of the sport of wrestling and wrestling officiating. The Hall of Fame Committee Chairman (the Vice President) shall notify the Executive Committee of all nominations received by October 10. By October 20th the Executive Committee shall forward all nominations received to all Member Associations in good standing. Unless modified by a two-thirds (2/3) vote of the Executive Committee, induction to the OWOA Hall of Fame shall be limited to two (2) individuals per year (limit of two (2) inductees per year, unless increased by two-thirds vote of the Executive Committee at the request of the Hall of Fame Committee).

- D. Proposed Hall of Fame Inductees shall be nominated, recognized and elected to the Hall of Fame based upon life achievements, services to and contributions to wrestling officiating and/or the sport of amateur wrestling in the State of Ohio (but must have at least twenty (20) years of relevant contributions and/or service to the sport). Inductees can be officials or other worthy contributors to the sport of wrestling that meet such criteria.
- E. The OWOA shall also accept nominations for the Vince Matteucci Person of the Year Award. The Vince Matteucci Person of the Year Award nominations must be received by December 30th of each year (unless modified by the Executive Committee in its discretion) and there shall be placed upon the official website of the OWOA a nomination form and instructions for nominations for the Vince Matteucci Person of the Year Award (the “Award”). The nominations for the Vince Matteucci Person of the Year Award shall be vetted by the Executive Committee who shall then choose the recipient of the Award. The Executive Committee, with suggested but not mandatory input of the OHSAA, shall decide when, where and how this most prestigious award shall be presented,

ARTICLE IX: Conflict of Interest

- A. No member of either the Board of Governors, the Executive Committee, the Hall of Fame Committee, Vince Matteucci Person of the Year Award Committee or any other OWOA Committee which is established may vote on any matter before the Board or 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, the Hall of Fame Committee, Vince Matteucci Person of the Year Award Committee or any other OWOA Committee which is established 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, the Hall of Fame Committee, Vince Matteucci Person of the Year Award Committee or any other OWOA Committee which is established 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 and 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 of the State Association, Board of Governors Membership, Executive Committee Membership, Hall of Fame Committee Membership, Vince Matteucci Person of the Year Award Committee membership, or membership to any other established Committee, if any, and Election to the Hall of Fame or as the Vince Matteucci Person of the Year or any other similar matter shall be without regard to race, color, religion, ancestry, age, national origin, sex, or sexual preference or orientation or any other class of individuals that is protected under federal or state law from discrimination.

ARTICLE XI: Indemnification

- A. The State Association shall reimburse and indemnify each member of the Board of Governors, each Officer, each Executive Committee Member, Hall of Fame Committee Member, Vince Matteucci Person of the Year Award Committee member or any other member of an OWOA Committee which is established 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, Hall of Fame Committee Member, Vince Matteucci Person of the Year Award Committee member or any other member of an OWOA Committee which is established, 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 State 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 State 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 State 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 a meeting which occurs, after the initial submission of the initial draft. A 2/3 majority vote of the Member Associations of the OWOA (each Member Association having one (1) vote each) 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 (½) 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 of the OWOA 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 State Association.
- B. The NFHS Wrestling Rules and all applicable OHSAA Rules and Regulations shall be deemed part of this Constitution.

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