

# **Central Florida Officials Association, Inc.**

## **By-Laws**

### **Section I. MEMBERSHIP**

- A. To qualify for membership in good standing in the Central Florida Officials Association (CFOA) an individual must:
1. Complete an application for membership to the CFOA and be a US Citizen.
  2. Be current with all financial obligations to the CFOA.
  3. Not be under suspension by the CFOA Board of Directors.
  4. Must be in good standing with the athletic organization sanctioning the sport being officiated by the member.
- B. To qualify to work athletic events as an official for the CFOA the official must:
1. Be qualified to officiate as an official for the FHSAA or other applicable sanctioning athletic organization.
  2. Appear on an approved list as provided by the FHSAA or other applicable sanctioning athletic organization that states the official is eligible to officiate.
  3. Be a member in good standing of the CFOA.
- C. If at any time the Board of Directors become aware of a physical impairment which in the opinion of the Board of Directors could impair the ability of a member or prospective member to work as a sports official, the Board of Directors can require, as a condition to be assigned to work as an official, that the member or prospective member provide a certificate from a medical doctor MD/OD certifying the individual is physically capable of and able to function as a sports official in that respective sport.

### **Section II. DUTIES OF OFFICERS AND BOARD OF DIRECTORS**

#### **A. President**

1. It shall be the duty of the President to preside at all membership meetings of the CFOA, to execute all rules and regulations which pertain to the CFOA's business or organization, and to assure the association is operating within all FHSAA or other sanctioning body guidelines, rules and regulations. He/She shall make such appointments, with concurrence of the Board of Directors, as deemed necessary for the good of the organization. He/She shall serve as ex-officio member of all committees. He/She shall preside at the meetings of the Board of Directors.

2. The President shall have the authority to call a General Membership or Board of Directors meeting.

#### **B. Vice-President(s) /Training Officer(s)**

The Vice-President(s) shall:

1. In the absence of the President, preside at meetings, including those of the Board of Directors. The longest consistently serving vice president shall serve in the president's absence at any function.
2. Serve as liaison between the CFOA and the schools it serves for the administration of education clinics.
3. Oversee their respective sport's sub-committee and the education and training of the membership of the CFOA.
4. Establish the appropriate education/training curriculum for new officials.
5. Inform the Board of Directors of duly qualified officials.
6. Establish and maintain contact with FHSAA or other applicable sanctioning athletic organization on all matters dealing with education and certification of officials in his or her specific sport or sports.
7. May appoint a Director of Education for his or her respective sport. The Education Director(s) shall be responsible for their respective educational programs and shall operate under the authority of each sport's Vice President and the Board of Directors.

#### **C. Secretary**

It shall be the duty of the Secretary to record the minutes of meetings of the CFOA. The Secretary shall notify all members of all CFOA actions and policy changes. Hershel shall handle all general correspondence of the CFOA. If the Secretary is unable to attend any meeting of the CFOA, he/she shall furnish the President with the minutes of the previous meeting. Hershel shall, at the direction of the Board of Directors, submit a contract to schools or school authority serviced, for each sport. The Secretary shall inform the membership of the date, time, and location of all Board of Director meetings at least 7 days prior to such meetings.

#### **D. Treasurer**

The Treasurer shall:

1. Collect all monies due from officials and schools and to keep a record of these collections. Report all delinquencies to the Board of Directors.
2. Maintain a checking account for all funds in a recognized bank in the name of the Central Florida Officials Association, Inc.

3. Pay all expenses as authorized by the Board of Directors
4. Prepare financial statements with an independent CPA Compilation Report during the fiscal year as determined necessary by the Board of Directors.
5. Furnish the CFOA members with financial statements and an independent CPA Compilation Report at the annual meeting of the CFOA.
6. Develop a budget and present said budget for approval, by the membership, at the annual meeting,
7. Serve as chairman of the Finance Committee.
8. Maintain such other accounts as directed by the Board of Directors and shall see that all government reports and tax returns are prepared and filed in due time.
9. Establish and maintain liability insurance coverage adequate to cover the Board of Directors.
10. Establish and maintain a general liability insurance policy for the CFOA in the amount determined necessary by the Board of Directors.

**E. Assignment Officer(s) (Booking Commissioner)**

The Assignment Officer(s) shall make all assignments or oversee all assignments, to all interscholastic athletic events of schools served by the CFOA for his/her sport. He/She shall notify officials and schools of their assignments. He/She shall comply with FHSAA or other applicable sanctioning athletic organization assignment requirements and shall compile all data necessary for the rating of members. All assignments are subject to review by the Assignment Committee.

**F. At Large Members**

At large board members shall consist of one member from each sport. At Large Members shall interact with members and be a spokesperson on their behalf as well as perform all duties as assigned by the vice president of their respective sport.

**G. Commissioner**

The Commissioner shall monitor and oversee all rules of the CFOA which have to do with the actual conduct of its members prior to, during and immediately after any athletic event officiated by the CFOA. He or she shall monitor the disciplinary processes pertaining to CFOA members. He or she shall monitor and oversee all complaints from schools and coaches regarding members of the CFOA, and shall take action as outlined in these By-Laws and the Policy and Procedures Manual.

The Commissioner shall represent, or appoint a representative for, the CFOA in any disciplinary action between any member of the CFOA and any school or the FHSAA, or other sanctioning body of a specific sport. The Commissioner shall investigate and recommend to the Board of Directors a resolution regarding any matters not specifically covered in these By-Laws, or in the rules and regulations of the FHSAA, or other sanctioning body of a specific sport.

#### **H. Board of Directors**

1. The business affairs of the CFOA shall be managed by the Board of Directors.
2. The Board of Directors shall meet at the call of the President or any three (3) members of the Board of Directors. Members unable to attend shall contact the President or the Secretary prior to the meeting giving reason for non-attendance.
3. The Board of Directors may remove any of its members for cause, by 2/3 majority vote of the entire membership of the Board of Directors. Such removal shall also constitute removal from any office or directorship held by that member.
4. The President shall serve as chairman of the Board of Directors. In the absence of the President, the longest consistently serving vice president shall serve as chairman.
5. The Board of Directors shall have the authority to speak and act for the CFOA between meetings of the entire membership. It shall hold such meetings as are necessary to formulate policies and to carry on the programs of the CFOA.
6. The Board of Directors shall designate power to the President to fill any vacancies in office which may occur, with approval at the next meeting of the Board of Directors. Such interim Officers shall be named by the President within fourteen (14) days, and shall be confirmed, or replaced by the Board of Directors within a month of the appointment.
7. The Board of Directors will preside over the CFOA and will perform and provide for the operations of the CFOA in the manner (but not limited to):
  - i. Manage and preside over the CFOA at large, subcommittees for the various sports, its membership, its budget, its training responsibilities, its government, and anything else deemed by the Board of Directors to be its responsibility in furtherance of the best interest of the CFOA.
  - ii. Enforce the rules of any national or state body with which the CFOA is affiliated.
  - iii. Enforce and interpret the Constitution, By-Laws and the Policy and Procedures Manual of the CFOA.

- iv. Act as the final arbiter of appeals on any disciplinary fine, sanction, or rule interpretation, should those matters be presented to the Board of Directors by any member, officer or subcommittee.
  - 8. Within 30 days of its election the Board of Directors shall form all subcommittees as required by the FHSAA, or other sanctioning body.
  - 9. No member of the Board of Directors may serve on any of the mandatory committees defined by FHSAA, or other sanctioning body, except in an ex-officio capacity. A member of the Board of Directors may serve on only one committee in that capacity.
- I. If the office of the Past President is vacated, and prior to the expiration of the term, it shall be filled as outlined in these By-Laws and Constitution.
- J. All duties under Section II must and shall be read in conjunction with the other By Laws and the Constitution.
- K. The CFOA Board of Directors shall appoint a historian to research, collect, catalog, and display all items of historical value and interest that chronicles the legacy of the CFOA from its inception in 1947 to the present. This includes names, pictures, articles, and memorabilia pertinent to the historical evolution of the association. Any financial obligations required to acquire, store, or display any items associated with the CFOA shall be approved by the board of directors. Any items given or purchased by, or for, the CFOA shall become the property of the association. Any items loaned to the association for photographic recording or temporary display shall be documented with a detailed date of receipt, condition, and required date of return.
- L. Disclosure: All members of the Board of Directors shall disclose to the members of CFOA, or consent to the disclosure of the following information on an annual basis and reported by the secretary at the annual meeting:
- 1. How many total CFOA games officiated by each individual board member by sport in the previous year.
  - 2. The pay/compensation received by each individual board member for the performance of their elected duties as board members. This does not include game fees for games officiated for the CFOA.
  - 3. Any payment, other than that disclosed pursuant to 2 above, made by the CFOA to each individual board member for the performance of duties as a board member exceeding \$100.00 during the previous year.
  - 4. Any compensation/ or reimbursement whether monetary or by gift or reward made by an outside entity or individual to any board member when made because the member was acting in the capacity of a board member for the CFOA and received such compensation or reimbursement.

5. Intentionally failing to comply with this section will subject the board member to any sanction deemed appropriate by the board of directors including removal from the board and from the CFOA.
6. A complaint pursuant to this section may be made by any member to the President, Vice President or Commissioner.
  - a. Any complaint must be in writing and contain specific allegations concerning any alleged misconduct.
  - b. When a complaint is made, the board will appoint an independent committee of no less than 3 people only one of which shall be a board member to make a report to the board concerning the allegations with a recommended outcome, if appropriate. This action by the committee shall be completed within 30 days of its appointment.
  - c. The Board of Directors shall then decide the resolution of the complaint in due course.
  - d. The affected board member shall attend and be heard but not vote in these proceedings.

### **Section III. ELECTION OF OFFICERS**

- A. Each officer should be elected at an appropriate annual meeting coinciding with the end of the particular officer's term of office. They shall continue in office until they are subject to re-election at the appropriate annual meeting unless he or she fails to accomplish a full term. Any member seeking office must inform the Secretary of his/her candidacy in writing by April 1.
- B. No Term Limits for Office of the Vice-President.
- C. No Term Limits for office of the President.
- D. To qualify to vote for any matters at any meeting an individual must:
  1. Be a member in good standing in the CFOA with the CFOA as his or her primary association.
  2. Be present to vote at the meeting or as otherwise provided in the Policy and Procedures Manual.

### **Section IV. COMMITTEES**

The CFOA shall maintain all FHSAA mandatory committees, as well as other non-mandatory committees as ordered by the Board of Directors and as described in the Policy and Procedures Manual.

### **Section V. FINANCE**

- A. The fiscal year of the CFOA shall be July 1 through June 30.

- B. The Board of Directors shall require annual financial statements with a CPA Compilation Report by a Certified Public Accountant who is not and has never been a member of the CFOA. The Board of Directors may call for any financial audit as deemed necessary.
- C. In the event of a shortage of funds, the Board of Directors may assess each member an equal share of money owed by the CFOA, provided the amount is not more than the annual dues. Any member failing to comply shall not be in good standing.
- D. All expenditures must be within the limits of the budget or must be approved by the Board of Directors.

#### **Section VI. CONDUCT OF MEETINGS**

- A. The Board of Directors shall adopt regulations, not inconsistent with these By-Laws, to provide for orderly conduct of all meetings of the CFOA. Such regulations shall be recorded in CFOA's Policy and Procedures Manual.
- B. In the absence of specific rules, Robert's Rules of Order, Revised, shall govern the deliberations of the CFOA.
- C. A Parliamentarian may be appointed by the President for any business meeting of the CFOA.

#### **Section VII. OFFICIAL LANGUAGE**

All verbal and written communication for CFOA activities and information will be in US English language only.

#### **Section VIII. AMENDMENTS**

- A. The By-Laws may be amended at any annual or general meeting of the CFOA provided such amendment was presented in writing to the Secretary of the CFOA at least ten days (10) days prior to the meeting and in turn submitted to the membership at least seven days (7) prior to the meeting. The membership shall be considered to be notified when the Amendments are posted on the designated website for the CFOA or sent to the last email addresses provided to the CFOA membership database, at least seven (7) days prior to the meeting.
- B. Amendments shall be passed by a vote of a simple majority of the quorum as defined by Article XII of the Constitution.
- C. Any member in good standing may propose an amendment to the By-Laws.
- D. Any properly noticed and presented amendment to these By-Laws is open to debate and modification on the floor prior to the final vote.

#### **Section IX. POLICIES AND PROCEDURES**

The Board of Directors shall establish and maintain a Policy and Procedures Manual. Such Manual shall specify the details of operating procedures and organizational policies. No policy or procedure specified in the Manual shall conflict with the Constitution or By-Laws of the CFOA. If any such conflict exists the Constitution or By-Laws shall control. Such Manual shall be published in written form and shall be available for viewing and copying by CFOA members.

May 5, 2017