

Central Florida Officials Association, Inc. Constitution

Preamble

We, the members of Central Florida Officials Association do hereby establish this Constitution in order that our purpose is realized to its fullest extent.

The Constitution must and shall be read in conjunction with the By-Laws. Wherever possible it is the duty of the Board of Directors to read the Constitution and the By-Laws together, presuming one always agrees with the other and that they do not contradict one another. If the Board of Directors, by majority vote, certifies a conflict, it has the immediate ability to choose an interpretation consistent with the other provisions of the Constitution or By-Laws and with other CFOA policy. However, it will be the responsibility (upon certification of conflict by the Board of Directors) of the Secretary to draft, or cause to be drafted, all necessary amendments to the Constitution or By-Laws, and such changes shall be presented at the next annual meeting for the Board's changes. This provision does not preclude any other member of the CFOA, in otherwise good standing, from submitting other versions of any amendment sent to the members by the secretary.

Any amendment will be subject to passage in accordance with the amendment provisions of the Constitution and By-Laws of the CFOA. If no version passes, then the CFOA Board of Directors shall administer policy consistent with their own policies and this Constitution and By-Laws.

Article I – Name

The name of the organization shall be the Central Florida Officials Association, Inc. (hereinafter CFOA).

Article II – Objectives

The objectives of this corporation shall be:

- A. Secure assignments for its members, as independent contractors, as officials at sporting events conducted by various secondary schools in the Central Florida Area
- B. To provide education, leadership, training and clinics in order to foster, develop and refine the officiating skills
- C. To find officials to accept assignments to officiate athletic events
- D. To promote brotherhood, good sportsmanship and fair play in conjunction with all athletic events.
- E. To establish and maintain the highest standards of efficiency and impartiality in the officiating of all competitions.

Article III – Affiliation

This corporation shall be affiliated with the Florida High School Athletic Association, Inc. (FHSAA), and is subject to the By-Laws and policies of that body insofar as they affect and prescribe duties and responsibilities of this corporation and its individual members and the schools served by this corporation.

Article IV – Basic Policies

Section 1. The corporation shall be ‘Not for Profit’ as defined in the Internal Revenue Code as a 501(c)(4).

Section 2. The name of the corporation or the names of any members in their official capacities shall not be used in connection with a commercial concern.

Section 3. The corporation may cooperate with other organizations and agencies, but persons representing the corporation in such matters shall make no commitments that bind the corporation.

Article V – Membership

Section 1. The membership of the CFOA shall at all times consist of all persons who hold current registrations with the FHSAA as sports officials in good standing, have registered with the corporation, and have paid their current dues and other financial obligations. No member shall be an employee of the CFOA. Each member is an independent contractor.

Section 2. The Board of Directors, at its discretion, may designate honorary members.

Article VI – Dues

Dues shall be established at the Annual Meeting. An interim change in dues may be made by the Board of Directors, but continuance of that change must be confirmed by the membership at the next general meeting. Dues will be collected from the first paycheck for each sport that a member is currently registered for with the FHSAA and has worked a game in that sport. .

Article VII – Officers

Section 1. The officers of the Corporation shall be:

- A. President
- B. Vice President of Football
- C. Vice President of Basketball
- D. Vice President of Flag Football
- E. Assignment Officer (Booking Commissioner) for Football
- F. Assignment Officer (Booking Commissioner) for Basketball
- G. Assignment Officer (Booking Commissioner) for Flag Football
- H. Secretary
- I. Treasurer
- J. Commissioner
- K. At Large Members (2)

Section 2. All officers of the Corporation shall be members in good standing with the Corporation as defined by the By-Laws.

Section 3. No one shall be nominated for the office of President and no one shall be elected to the office of President unless he or she shall have served as a former elected officer prior to the beginning of his or her term of office as president, or unless a person running for president has been a member of the CFOA for seven (7) consecutive years and has been a member in good standing for the previous three (3) consecutive years.

Section 4. The officers shall be elected by majority vote of the members voting at the annual meeting. The Assignment Officer for each sport shall be elected by those members, in good standing the previous year, who officiate in that particular sport. All votes shall be by online ballot or secret ballot.

Section 5. Should a vacancy occur for any office, it shall be filled by a majority vote of the Board of Directors and the appointee shall serve until the next annual election.

Section 6. The Assignment Officer for Flag Football and Football may be one in the same.

Article VIII – Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors.

Section 2. The Board of Directors shall consist of::

- A. The officers of the Association.
- B. The immediate past president

Article IX – Meetings

Section 1. The annual meeting of the Corporation shall be held during the month of May at a date and time designated by the Board of Directors.

- A. The President shall set the location of the meeting.
- B. Written notice of the annual meeting shall be posted on the web site no later than twenty-one (21) days prior to the annual meeting.

Section 2. Other general membership meetings may be called by the Board of Directors. Notice of such meeting(s) shall be of like format as that for the annual meeting, and shall be made available to the membership not later than ten (10) days prior to the meeting.

Section 3. The Board of Directors shall be required to call a meeting of its own membership or a meeting of the entire membership upon receipt of a petition for such meeting signed by 25% of the membership (as defined in Section 1.A. of the By-Laws). Said meeting must be held within one (1) month of receipt of the petition. Such a meeting shall be solely for the reasons stated in the petition.

Section 4. The President shall have the authority to call a General Membership, Board of Directors, or Area Meetings. Attendance at these called meetings shall be mandatory unless excused.

Article X – Voting

Each member of the organization in good standing as defined by the By-Laws hereof shall be entitled to cast one vote in any meeting of the members of this organization for the election of officers, for amending the Constitution, for amending said By-Laws, and for transaction of such other business of this organization as shall properly be brought before any such meeting for consideration.

Article XI– Quorum

Section 1. A quorum for all of the general meetings of members shall consist of twenty-five percent (25%) of the voting membership.

Section 2. A quorum of the Board of Directors shall consist of five (5) members, of which all have to be officers of the Corporation.

Article XII – Amendments

This Constitution may be amended at any general meeting of this organization provided such amendment was presented in writing to the Secretary of the CFOA at least ten (10) days prior to the meeting, and in turn, to the membership seven (7) days prior to the meeting. Amendments shall be passed by a vote of a simple majority of the quorum as defined by Article XI. Section 1.

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