

THE DISTRICT OF COLUMBIA
APPROVED BASKETBALL OFFICIALS ASSOCIATION
BOARD 12
APPROVED BYLAWS
ADOPTED BY THE BOARD: 23 September 2023

ARTICLE I – Name and Affiliation

These By-Laws shall be for the governance of the organization (herein after referred to as the “Board”) known as the District of Columbia Approved Basketball Officials Association which is an affiliated member (“Board No. 12”) of the International Association of Approved Basketball Officials (“IAABO”). In all respects these By-Laws shall be governed by the Constitution of the Board. These By-Laws provide the operating framework and rules to implement the provisions of the Constitution of the Board.

ARTICLE II – Purpose

The purpose of these By-Laws shall be to support and implement the purposes of the Constitution of the Board.

ARTICLE III – Territory

The Territory of the Board shall be as defined in the Constitution and as may be adjusted from time to time according to the governing rules of IAABO. With the consent of IAABO and with the affirmation of the Members of the Board, the Executive Committee may adjust the Territory of the Board.

ARTICLE IV – Membership

Section 1. Board Membership. This Board shall be composed of all duly qualified and regularly approved Members currently in good standing with the Board as prescribed in the Constitution and these Bylaws. The Executive Committee may make reasonable determinations as to when applicants for admission to membership in the Board have completed all requirements prior to submitting their names to IAABO for membership. In no regard shall the requirements for membership in the Board conflict with the requirements for membership in IAABO, with the exception on Non-IAABO Transfers-In (“NIT”) as described in the Constitution. Members of the Board shall represent the Board in a professional manner and in such a way as not to demean or disparage the Board or its Members.

Section 2. Classes of Members. The classes of members of the Board shall be as determined from time to time by IAABO. If such classes of membership should be changed by IAABO without

instruction from IAABO on the impact to existing members then the Executive Committee shall adopt reasonable rules for transition of existing Members to the new IAABO membership classes, which transition rules shall not conflict with any IAABO rules. The current classes of IAABO members are: Active/Officiating (“AO”), Active/Non-officiating (“AN”), Dual (“DM”), Board Life (“BL”), Board Honorary (“BH”), IAABO Transfer,

(“IT”), Non-IAABO Transfer (“NIT”). Consistent with the Constitution and By-Laws the Executive Committee shall determine the membership class of each Member or applicant for membership in the Board. Any IAABO Life Member is automatically a BL Member if a Member of the Board.

Section 3. Qualifications for Membership. Any person who meets the requirements set forth by IAABO, by these Bylaws and by the rules adopted by the Executive Committee is eligible for membership in the

Board. Any person of good character as determined by the rules reasonably adopted by the Executive

Committee, who the age of 18 years or older is eligible to file an application for membership. The Executive Committee of the Board shall not adopt any rule for membership that conflicts with the requirements for membership in IAABO as established by IAABO.

Section 4. Admission to Membership.

Section 4.1. The Executive Committee may adopt reasonable rules to determine that a person seeking membership in the Board has satisfied the following requirements:

1. Proof of Age.
2. Satisfactory record of Character – which may include an acceptable third-party background check.
3. Passing the IAABO Written Examination at the level and through the process determined by IAABO.
4. Passing any annual required State or District examination if the Member desires to continue as an AO Member.
5. Passing the IAABO Practical Floor Test – as determined by the reasonable rules adopted by the Executive Committee of the Board with the results of such Floor Test certified in writing by the Board’s Interpreter to the Board’s Secretary.
6. Attend the required number of meetings as determined by the Executive Committee of the Board.
7. Pay the required dues as established by the Executive Committee of the Board.
8. Be registered with IAABO on or before the next ensuing 15th day of May as an active officiating member of IAABO.

Section 4.2 An experienced official who has had at least three (3) years’ experience officiating basketball at the sub-varsity high school, varsity high school or college level and has been certified by a duly qualified association, may be admitted as an AO Member after appropriate review of his/her qualifications under procedures deemed reasonable by the Executive Committee of the Board.

ARTICLE V – Officers and Executive Committee

Section 1. Officers of the Board

Section 1.1. The established Officers of the Board shall be:

1. President
2. First Vice President
3. Second Vice President
4. Treasurer
5. Secretary
6. Commissioner
7. Interpreter
8. Parliamentarian (Non-Voting)

Section 1.2. Except for the Parliamentarian, who shall be appointed by the President and be approved by the Executive Committee, all such Officers shall be elected by the Members of the Board using an approved voting method.

Section 1.3. All the elected Officers and the five (5) Members-at-Large who are elected by the Members of the Board shall compose the Executive Committee of the Board. The Parliamentarian shall attend the Executive Committee to perform the duties of that office but shall not have a vote on the Executive Committee. The President may appoint, with the approval of the Executive Committee a Sergeant at Arms, who shall attend all general meetings (Business and/or Interpretation) of the Board to perform the duties of that office which are to keep order at such meetings. The Sergeant at Arms, may at the request of the President, attend the Executive Committee meetings but he/she is not a member of the Executive Committee and as such does not have a vote as an Executive Committee member.

Section 2. Terms of Office and Dates of Election. The terms of all elected Officers shall be two (2) years. The President, First Vice President, Second Vice President, and Secretary shall be elected in the odd numbered years and the Commissioner, Interpreter, and Treasurer shall be elected in the even numbered years. The voting for the Officers to be selected in the method established by the Executive Committee and announced by an approved method to the Members each year in January and shall be completed no later than May 31 of each year. The newly elected Officers and Executive Committee members shall assume their duties on June 1 in the year elected. Three (3) Executive Committee Member-at-Large positions will be voted on in the even numbered years and two (2) Executive Committee Members-at-Large positions will be voted on in the odd numbered years.

Section 3. Office Vacancy/Appointment/Removal/Resignation.

Section 3.1. Any vacancy (a suspension of an Executive Committee member that is waiting on a vote of removal by the Members of the Board is not a vacancy until any such Executive Committee member has been removed by the Members pursuant to a properly called vote) on the Executive Committee that exists shall be filled for the remaining term of office of such position by the

President. The President may select any member of the Board (in good standing and of any class) and such appointment must be confirmed by a majority vote of the Executive Committee at any duly called Executive Committee meeting providing that a quorum (greater than 50% of the Executive Committee) is present.

Section 3.2. All or any member of the Executive Committee may be removed, with or without cause, by the majority vote of the members of the Board at a meeting of the Board called expressly for that purpose. Voting at such meeting shall be done by any approved voting method. At least thirty (30) days' notice of any such meeting shall be provided to the Members of the Board. Any such meeting shall require a quorum (30% of the Board membership) to be present in person, by proxy or voting by any approved voting method. In the event that at any such meeting it is proposed that the President be removed from his/her office then the First Vice President shall conduct such meeting unless he/she is also subject to removal at such meeting in which case the next most senior Officer (in the order listed in Article V Section 1 of these By-Laws) shall conduct the meeting. In the event that the meeting of the Board is to consider the removal of all of the members of the Executive Committee then at such meeting an election shall also be held for the office of President if the then existing President is removed from office. At least fifteen (15) days in advance of any such meeting which has been called for the Members to consider the removal of the entire Executive Committee, any Member in good standing may notify the Secretary that he/she will seek the office of President if the President is removed. The final notice for any meeting of the Board which seeks to remove all the Executive Committee Officers shall be provided ten (10) days in advance of such meeting and such notice shall also list the names of all those who seek to be elected President in the event that the President is removed from Office.

Section 3.3. If the entire Executive Committee is removed from office at a meeting of the Members of the Board the newly elected President must call for and have an election of the remaining members of the Executive Committee within thirty (30) days of the meeting of the Board that removed the entire Executive Committee. Any person seeking an Executive Committee office at the subsequent meeting shall give the President at least fifteen (15) days' notice of the Executive Committee Office they are seeking and the President shall provide a list of all persons seeking Executive Committee Office to the Members of the Board ten (10) days in advance of such meeting of the Board.

Section 3.4. Any Executive Committee member may resign at any time by giving written notice to the President or the Secretary of the Board. Except as otherwise provided by law, any such resignation shall take effect upon the receipt of such notice or at any later time specified therein. Unless otherwise specified in the notice, the acceptance of such resignation shall not be necessary to make it effective. In the event the resignation of an Executive Committee member is tendered to take effect at a future time, a successor may be appointed (as provided in Article V, Section 3 A of the Constitution of the Board) to take office when the resignation becomes effective.

Section 4. Eligibility of Officers/Board Voting. All Members of the Board in good standing (as defined by the rules of the Board) shall be eligible for election as Officers. All Members of the Board, in good standing, are entitled to one (1) vote. The Executive Committee may provide for

multiple methods of voting for an action or election which is to come before the Members of the Board including but not limited in person secret ballot, verified proxy voting, internet or other verified electronic voting or any other reliable method. Any method which is approved by the Executive Committee for voting must be available to all Members of the Board on an equal basis. If there are more votes cast than the quorum requirements at any election then the quorum requirement shall be deemed to have been satisfied.

Section 5. Errors and Omissions Insurance and Fidelity Insurance. The Executive Committee of the Board shall obtain professional liability insurance and fidelity insurance to protect the Board, its assets, and the members of the Executive Committee in the amounts and from the insurance companies that the Executive Committee deems reasonable.

ARTICLE VI – Duties of Officers.

Section 1. President. The duties of the Office of President shall be those provided for in the

Constitution of the Board. In addition to the duties established by the Constitution the President may accept other duties and responsibilities that are not otherwise assigned by the Constitution to another Officer or Committee if he/she is requested to do so by the Executive Committee. The President may also refuse to accept duties not specifically assigned to him/her by the Constitution even if offered by a vote of the Executive Committee. A Member of the Board must be in good standing to be elected President and must continue to remain in good standing during his/her term in office.

Section 2. First Vice President. The duties of the Office of First Vice President shall be those provided for in the Constitution of the Board. In addition to the duties established by the Constitution the First

Vice President may accept other duties and responsibilities that are not otherwise assigned by the

Constitution to another Officer or Committee if he/she is requested to do so by the Executive Committee. The First Vice President may also refuse to accept duties not specifically assigned to him/her by the Constitution even if offered by a vote of the Executive Committee. A Member of the Board must be in good standing to be elected First Vice President and must continue to remain in good standing during his/her term in office.

Section 3. Second Vice President. The duties of the Office of Second Vice President shall be those provided for in the Constitution of the Board. In addition to the duties established by the Constitution the Second Vice President may accept other duties and responsibilities that are not otherwise assigned by the Constitution to another Officer or Committee if he/she is requested to do so by the Executive Committee. The Second Vice President may also refuse to accept duties not specifically assigned to him/her by the Constitution even if offered by a vote of the Executive Committee. A Member of the Board must be in good standing to be elected Second Vice President and must continue to remain in good standing during his/her term in office.

Section 4. Treasurer. The duties of the Office of Treasurer shall be those provided for in the Constitution of the Board. In addition to the duties established by the Constitution the Treasurer may accept other duties and responsibilities that are not otherwise assigned by the Constitution to another Officer or Committee if he/she is requested to do so by the Executive Committee. The Treasurer may be authorized by the Executive Committee to disburse funds to a Member in hardship once during the normal officiating season. The Treasurer may also refuse to accept duties not specifically assigned to him/her by the Constitution even if offered by a vote of the Executive Committee. A Member of the Board must be in good standing to be elected Treasurer and must continue to remain in good standing during his/her term in office.

Section 5. Secretary. The duties of the Office of Secretary shall be those provided for in the Constitution of the Board. In addition to the duties established by the Constitution the Secretary may accept other duties and responsibilities that are not otherwise assigned by the Constitution to another Officer or Committee if he/she is requested to do so by the Executive Committee. The Secretary may also refuse to accept duties not specifically assigned to him/her by the Constitution even if offered by a vote of the Executive Committee. A Member of the Board must be in good standing to be elected Secretary and must continue to remain in good standing during his/her term in office.

Section 6. Interpreter. The duties of the Office of Interpreter shall be those provided for in the Constitution of the Board. In addition to the duties established by the Constitution the Interpreter may accept other duties and responsibilities that are not otherwise assigned by the Constitution to another Officer or Committee if he/she is requested to do so by the Executive Committee. The Interpreter may also refuse to accept duties not specifically assigned to him/her by the Constitution even if offered by a vote of the Executive Committee. A Member of the Board must be in good standing to be elected Interpreter and must continue to remain in good standing during his/her term in office.

Section 7. Commissioner. The duties of the Office of Commissioner shall be those provided for in the Constitution of the Board. In addition to the duties established by the Constitution the Commissioner may accept other duties and responsibilities that are not otherwise assigned by the Constitution to another Officer or Committee if he/she is requested to do so by the Executive Committee. The Commissioner may also refuse to accept duties not specifically assigned to him/her by the Constitution even if offered by a vote of the Executive Committee. A Member of the Board must be in good standing to be elected Commissioner and must continue to remain in good standing during his/her term in office.

Section 8. Officer Transition. All Officers of the Board are to deliver to their newly elected or selected successor all applicable records of the Board that relate to their office in a timely, businesslike, and efficient manner. The delivery of records should be completed within 14-days of taking office. Additionally, the Executive Committee may establish other reasonable transition procedures which are designed to efficiently allow the new Officer to function.

Section 9. Compensation.

Section 9.1. The Executive Committee shall determine the amount of compensation or the formula for compensation for each compensated Officer. At least the following Officers will be compensated:

Treasurer, Secretary, Interpreter and Commissioner.

Section 9.2. The Executive Committee may determine that additional Offices should be compensated but any such decision shall only be effective for a subsequent regular term of office and no incumbent Officer who was elected (or appointed to fill a vacancy for someone who was elected) to an office that did not have a stated compensation amount or method shall be compensated during such term of office.

Section 9.3. The Executive Committee approved compensation for all Officers shall be disclosed to the Board Members not later than April 15 of each year and at least ten (10) days prior to any election of Officers. The compensation method or amount shall not be reduced or increased during from the method or amount disclosed to the Members of the Board prior to the election of any compensated Officer during that term of office.

Section 9.4 With the approval of the Executive Committee and without participating in an such approving vote, a member of the Executive Committee may be compensated for services (other than the duties of his/her office) provided to the Board on an arm's length basis.

Section 9.5. Any person holding a compensated office at the time of the adoption of these By-Laws or the related Constitution shall not have the amount or method of their compensation reduced if such person is re-elected to a compensated Office immediately after the adoption of these By-Laws and the related Constitution. Additionally, the compensation method or amount of any such person shall not be reduced as long as such person is continually re-elected to a compensated position.

ARTICLE VII- Executive Committee

Section 1. Members of the Executive Committee. The Executive Committee shall be the currently elected or appointed Officers; the immediate Past President; five (5) Members-at-Large, and the Parliamentarian (non-voting).

Section 2. Executive Committee Members-at-Large. The five (5) Members-at-Large are each elected for a two (2) year term with three (3) such persons elected in even numbered years and two (2) such persons elected in odd numbered years. The Members-at-Large may be re-elected without term limits. A Member of the Board must be in good standing to be elected as a Member-at-Large and must continue to remain in good standing during his/her term in office.

Section 3. Duties of the Executive Committee.

Section 3.1. The Executive Committee of the Board shall perform all of the duties outlined in Article VII Section 3 of the Board's Constitution. Additionally, given that the Executive Committee has the corporate powers of the Board it shall also address any item not specifically covered by the Board's Constitution, By-Laws or Rules. In doing so the Executive Committee shall act in

accordance with the requirements of the IAABO Constitution and By-Laws as well as in the spirit and intent of the Board's Constitution and By-Laws.

Section 3.1.1The Executive Committee shall approve the budget by an affirmative vote of two thirds (2/3) vote of those Executive Committee members present and voting.

Section 3.1.2 Any expense in excess of the approved budget line items must be reviewed and approved by a two-thirds (2/3) vote of those members of the Executive Committee present and voting before such items will be paid.

Section 3.1.3. The Executive Committee by a two-thirds (2/3) vote of those members present and voting may authorize reprogramming of the moneys within the approved budget provided that the total budget is not exceeded.

Section 3.1.4. The Executive Committee by a two-third (2/3) vote of those members present and voting shall have the authority to exceed the approved total operating budget by no more the five (5%) percent provided that sufficient moneys are available to pay for any such increased expense.

Section 3.1.5. No cash advance may be made to any member of the Board without a two-third (2/3) vote of approval by the Executive Committee present and voting. No Member shall be paid in advance for games not yet worked. The Executive Committee by at two-third (2/3) vote of those Executive Committee Members present and voting may authorize a one-time payment for games already worked to a Member(s) based on hardship provided sufficient funds are available.

Section 3.1.6. All checks must contain two (2) authorized signatures.

Section 3.1.7. All statements, bills, invoices, and receipts must be presented to the applicable Committee Chair (if a Committee expense) and to the President for approval before a check is issued for payment. The Treasurer shall indicate in writing whether this expense is within the appropriate budgetary constraints before submitting to the President for approval. Should the President not be available, then the First Vice President shall have the authority to approve the expense. In the event the President and First Vice President are not available then the Second Vice President shall have the authority to approve the expense. If the First or Second Vice President approves an expense, the Treasurer shall notify the President in writing of said approval within seven (7) days.

Section 3.1.8. Members shall pay dues in advance for the succeeding year, plus any fines and assessments on or before June 30. If not paid by that time, the individual's membership shall be forfeited. Upon payment of the amount in arrears plus and initiation fee, membership status may be reinstated. All Member expenses and fees may be paid by withholding the applicable amounts from officiating fees due them from the Board.

Section 3.1.9. Observers of an applicant shall be paid the officiating fee that would normally have been paid to the applicant.

Section 3.1.10 The Executive Committee shall select a date for the annual elections to be conducted in the Spring of each year.

Section 3.2. Any Executive Committee members suspended pursuant to Article VII, Section 3. E. of the Board’s Constitution shall continue to hold office during the period of suspension but shall not be authorized to function in his/her office or vote in any matters considered by the Executive Committee. He/she will continue to be allowed to attend all Executive Committee meetings but his/her attendance at any Executive Committee meeting during a period of suspension shall not count toward the quorum requirements of the Executive Committee. If the suspension and recommended action against the Executive Committee member is not sustained by the vote of the Members of the Board the suspension of such Executive Committee member shall be immediately removed. If a compensated position all compensation due such Executive Committee member shall be immediately paid as if he/she had continued to function throughout the period of suspension. The action of the membership of the Board in regarding such suspension shall be final and the Executive Committee shall not have the power to impose any restriction or suspension on such Executive Committee member for the same or substantially the same actions he/she had undertaken during the remaining term of office of such Executive Committee member.

Section 4. Parliamentarian. The Parliamentarian shall be a non- voting member of the Executive Committee and shall provide interpretations of the Constitution and By-Laws and of parliamentary rules and procedures as required at all meetings of the Executive Committee and meetings of the Board.

Section 5. Sergeant at Arms. The Sergeant at Arms shall attend all meetings of the Board and the meetings of the Executive Committee, if requested by the President. The Sergeant at Arms is responsible for maintaining internal order and decorum at the Board meetings and has authority to remove any Member from any meeting but only for failure to maintain order and decorum as determined by the President or the Officer conducting such meeting.

Section 6. Quorum. A quorum of the Executive Committee shall consist of a majority of the total Executive Committee members eligible to vote; and must also include at least a majority of the elected Officers.

ARTICLE VIII- Committees and Delegates

Section 1. Standing Committees Duties/Chairs.

Section 1.1 The list of Standing Committees of the Board shall be: Nomination and Elections, Technology, Judicial, Finance, Constitution, Banquet Mentor, and Scholarship and Grants.

Section 1.1.1. The Nominating and Elections Committee (“N&E Committee”) shall consist of five (5) Members of the Board. The Chair of the N&E Committee shall be appointed by the President

and confirmed by the Executive Committee in accordance with the Constitution. The confirmed N&E Committee Chair shall appoint the remaining N&E Committee members who shall be confirmed by the Executive Committee prior to official service as a N&E Committee member. All N&E Committee members must have been Members in good standing of the Board for at least five (5) years.

Section 1.1.1.1 An 'absentee ballot' may be submitted by a Member no later than the day prior to the election date to the Chair of the N&E Committee. An 'absentee ballot' submitted in writing must be in a sealed envelope with the Member's name hand written across the flap. An electronic ballot, if authorized by the N&E Committee must be submitted in the manner designated by the N&E Committee and must be received by the N&E Committee prior to the election date. Proxy voting is not permitted and no Member shall cast or submit a ballot for any other Member.

Section 1.1.2 The Technology Committee ("Tech Committee") shall consist of at least three (3) Members of the Board. The Committee Chair shall be appointed by the President and confirmed by the Executive Committee in accordance with the Boards' Constitution. The confirmed Tech Committee Chair shall appoint the remaining Tech Committee members who shall be confirmed by the Executive Committee prior to official service as a Tech Committee member. The Tech Committee shall recommend to the Executive Committee and the Board the most effective ways to use technology to improve the operations and functioning of the Board.

Section 1.1.3. The Judicial Committee shall consist of at least three (3) Members of the Board. The Committee Chair shall be appointed by the President and confirmed by the Executive Committee in accordance with the Board's Constitution. The confirmed Judicial Committee Chair shall appoint the remaining Judicial Committee members who shall be confirmed by the Executive Committee prior to official service as a Judicial Committee member. All members of the Judicial Committee shall have been Members in good standing of the Board for at least ten (10) years. The Judicial Committee shall hear all issues relating to the proper function of the Board, the Executive Committee or Board Members which relate to following the Constitution, By-Laws and Rules of the Board. The Judicial Committee shall only make recommendations to either the Executive Committee or to the Board of actions which should be taken to conform to the Constitution, By-Laws and Rules of the Board. Any such recommendation of the Judicial Committee must be voted on by the respective body to which it is referred at the next meeting of such body. The Judicial Committee shall also be empowered to hear and act on Due Process actions as provided in Article IX Section 8 of the Board's Constitution. Determinations of the Judicial Committee regarding Due Process actions shall be binding on the Board unless appealed by the Member as provided in Article IX Section 8 of the Board's Constitution. Only the Member (i.e. the Officers,

Executive Committee or other Board Committees do not have the right to appeal a determination of the Judicial Committee) has the right to appeal a decision of the Judicial Committee regarding a Due Process action.

Section 1.1.4. The Finance Committee shall consist of at least five (5) Members of the Board. The Committee Chair shall be appointed by the President and confirmed by the Executive Committee

in accordance with the Board's Constitution. The confirmed Finance Committee Chair shall appoint the remaining Finance Committee members who shall be confirmed by the Executive Committee prior to official service as a Finance Committee member. All Finance Committee members must have been Members in good standing of the Board for at least five (5) years. The Finance Committee shall review all proposed budgets and the proposed compensation for the compensated Officers of the Board and make recommendations to the Executive Committee and the Board for the approval or changes to such items. The Finance Committee shall also engage the independent accounting firm for the review/audit of the Board's financial records as provided for in the Board's Constitution.

Section 1.1.5 The Constitution Committee shall consist of at least five (5) Members of the Board. The Chair of the Constitution Committee shall be appointed by the President and confirmed by the Executive Committee in accordance with the Board's Constitution. The confirmed Constitution Committee Chair shall appoint the remaining Constitution Committee members who shall be confirmed by the Executive Committee prior to official service as a Constitution Committee member. All Constitution Committee members must have been Members in good standing of the Board for at least five (5) years. The Constitution Committee shall monitor the functioning of the Board's Constitution and By-Laws and recommend any changes to the Members of the Board that the Constitution Committee deems advisable.

Section 1.1.6 The Banquet Committee shall consist of at least five (5) Members of the Board. The Committee Chair shall be appointed by the President and confirmed by the Executive Committee in accordance with the Board's Constitution. The confirmed Banquet Committee Chair shall appoint the remaining Banquet Committee members who shall be confirmed by the Executive Committee prior to official service as a Banquet Committee member. All Banquet Committee members must have been Members in good standing of the Board for at least three (3) years. The Banquet Committee shall plan all social activities of the Board as well as the food requirements for any meeting of the Board that the Executive Committee requests food to be served at.

Section 1.1.7. The Mentor Committee shall consist of at least five (5) Members of the Board. The Committee Chair shall be appointed by the President and confirmed by the Executive Committee in accordance with the Board's Constitution. The confirmed Mentor Committee Chair shall appoint the remaining Mentor Committee members who shall be confirmed by the Executive Committee prior to official service as a Mentor Committee member. All Mentor Committee members must have been Members in good standing of the Board for at least five (5) years. The Mentor Committee shall plan and monitor the mentoring function provided by the Board to newer Board Members and other Board Members that desire to participate in the mentoring program of the Board.

Section 1.1.8. The Scholarship and Grants Committee shall consist of at least five (5) Members of the Board. The Committee Chair shall be appointed by the President and confirmed by the Executive Committee in accordance with the Board's Constitution. The confirmed Scholarship and Grants Committee Chair shall appoint the remaining Scholarship and Grants Committee members

who shall be confirmed by the Executive Committee prior to official service as a Scholarship and Grants Committee member. All Scholarship and Grants Committee members must have been Members in good standing of the Board for at least five (5) years. The Scholarship and Grants Committee shall administer the following programs.

Section 1.1.8.1 The management of an Annual Scholarship Program to include: regular marketing for purposes of obtaining funding through contributions and donations; soliciting applications at least once per year; and designating awardees for final approval to the Executive Committee. The Annual Scholarship Award(s) are intended to be a Student-Athlete in their senior year, who has been an active Varsity Basketball player. The Scholarship Awards are intended to be 'self-funded' through contributions and donations and the awardee(s) and the award amounts must be approved by a 2/3 vote of the Executive Committee. Board 12 operating funds can only be used once all 'self-funded' funds are depleted and with a 2/3 approved vote of the Executive Committee.

Section 1.1.8.2 The management of an Annual Grant Program awarded to a current Member(s) in good Standing of Board 12 for the purposes of attending a training camp. The awardee(s) and amount of the award(s) shall be approved by a 2/3 vote of the Executive Committee.

Section 2. Special Committees.

Section 2.1 The Executive Committee may create other Special Committees for specific purposes that are not Standing Committees of the Board. Any such Special Committee that is not a Standing Committee of the Board must be re-established each and every year it is to function, by affirmative action of the Executive Committee. Special Committees and Standing Committees may or may not have an Executive Committee approved budget to fulfil their purpose but all such Committee must have a stated objective or purpose which is approved by the Executive Committee when such any such Committee is established. If a Special Committee is established by the Executive Committee the

President will then appoint the Committee Chair who will then be confirmed by the Executive Committee in accordance with the Board's Constitution. The confirmed Special Committee Chair shall appoint the remaining Special Committee members who shall be confirmed by the Executive Committee prior to official service as a Special Committee member.

Section 2.2 Special Committees and Standing Committees are individually referred to in these By-Laws as a Committee.

Section 3. Limits on Committee Authority.

Section 3.1. No Committee shall have authority to authorize a budget or incur expenses to be borne by the Board. The Executive Committee may or may not authorize a budget for a Committee either before or after a request for funds from such a Committee. If funds for a specific item or a general budget have been approved by the Executive Committee for a Committee then before the payment of any specifically approved item or an item in an approved

budget the Chair of the Committee shall review and approve such item for payment and forward the same to the Treasurer.

Section 3.2. The President shall appoint all Committee Chairs who are then confirmed by the Executive Committee as provided for in the Board’s Constitution.

Section 3.3 All recommendations and actions approved by a Committee shall first be reported to the

Executive Committee. After such report the Committee may then present the action or item to the Board for its information or approval even if such action or item was not approved by the Executive Committee. In making any such presentation the Committee member presenting to the Board shall indicate the response of the Executive Committee to the proposed action or item. If the Executive Committee opposed such action or item then an Executive Member who voted against the proposed action or item shall be designated by the President to present to the Members of the Board the reasons the Executive Committee opposes the action or item before any vote of the Members can be taken on the action or item presented by the Committee.

Section 4. Term of Committee Membership. Committee members of each Standing committee or Special Committee shall serve a period of one year and may be reappointed to any such Committee for successive terms of office following the process detailed in Article VIII Section 1 of the Board’s Constitution. Each Committee member shall continue as such until his/her successor is appointed, unless the Committee shall be sooner terminated, or unless such Committee member is removed from such committee by the Executive Committee, or unless such member shall cease to qualify as a member thereof.

Section 5. Rules. Each Standing Committee or Special may adopt rules for its own governance not inconsistent with this Constitution or the Bylaws or with rules adopted by the Executive Committee. Any such rules adopted by a Committee shall be provided to the Secretary and the Parliamentarian. In case of any dispute about the application of any such rules adopted the Parliamentarian may be called upon to determine if such rules are being followed. Any determination made by the Parliamentarian may be reviewed by the Judicial Committee, unless it is a Judicial Committee rule that is in issue in which case the review will be undertaken by the Executive Committee.

Section 6. IAABO Meeting Delegates.

Section 6.1 The Executive Committee may select any Member of the Board in good standing to serve as a Delegate of the Board to any IAABO meeting that is to be held. Any Member may apply to the Executive Committee to serve as such a Delegate but there is no entitlement or right to be appointed a Delegate. The Executive Committee can appoint an Officer of the Board to serve as a Delegate or an individual Member and any such person may be appointed by the Executive Committee to serve even if he/she has previously been a Delegate. The Executive Committee shall act to select Delegates to IAABO meetings on an individual meeting basis as there shall be no standing Delegate appointed to represent the Board.

Section 6.2 The reasonable and ordinary expenses incurred by an appointed Delegate of the Board shall be reimbursed to the Member selected as a Delegate to an IAABO meeting upon the presentation of the documentation for any such expenses to the Treasurer.

ARTICLE IX- Rules of Procedure

Section 1. Procedures. Robert’s Rules of Order shall be used as the parliamentary guide for all meetings of the Board, the Executive Committee and any Standing or Special Committee. The Parliamentarian shall rule on any questions of the application of Robert’s Rules of Order in any meeting of the Board or

Executive Committee.

Section 2. Quorum. Quorums for the transaction of any business (including the election of Officers) shall be thirty (30%) percent of all Members in good standing. The Secretary shall at meetings of the Board have the number of Members in good standing available in order to calculate the quorum requirements.

Section 3. Meetings.

Section 3.1. The business meetings of the Board shall be held October through March with specific dates, times, and places as determined by the President. At each business meeting the order of business shall be as follows:

1. Call the meeting to order
2. Reading of the minutes
3. Report of the Secretary
4. Report of the Treasurer
5. Report by other officers and committee chairmen
6. Unfinished business (Old Business)
7. New business
8. Adjournment

Section 3.2. A special meeting may be called by the President, or upon the written request of at least twenty (20) Board Members submitted directly to the President.

Section 3.3. Members who are unable to attend a duly scheduled meeting must send notification to the Secretary no later than seventy-two (72) hours after the date of the scheduled meeting explaining why they failed to attend.

Section 4. Financial Review. The Executive Committee using a process that it deems reasonable shall select an independent CPA firm licensed in either Maryland or the District of Columbia to conduct at least a “review” (as such term is defined by the AICPA) of the Board’s financial records at least every other year. In place of a review the Executive Committee may elect to have a full audit performed of the Board’s Financial Books and Records but in so doing the Board recognizes that due to the limitations inherent in the structure of the Board that reliance on a complete set

of internal control procedures may not be possible and that as such actual confirmation of more transactions may be required which will increase the cost of any such audit.

Section 5. Fiscal Year/Membership Year. The Board’s fiscal year shall be from January 1 through December 31. The annual membership year shall start on 15 May through 14 May of the following year.

Section 6. Governing Authority. The Board shall be subject to the jurisdiction and authority of IAABO. Where provisions of the Board’s Constitution and Bylaws shall conflict with the Constitution of IAABO, or the IAABO By-Laws, the IAABO Constitution or By-Laws shall control.

Section 7. Dissolution. In the event of dissolution of the Board, all assets of the Board shall be dedicated to IAABO Charitable and Educational Foundation, Inc.

Section 8. Due Process/Fines/Other Actions

Section 8.1. The Board shall have robust Due Process procedures to ensure fairness and equity for all its Members. The President, Secretary, Executive Committee, the Judicial Committee and the Board as a whole shall fulfil all Due Process items involving any complaining Member as provided for Article IX Section 8 of the Board’s Constitution promptly within the timeframes provided for therein.

Section 8.2. Any Member who is absent from a properly called meeting of the Board and has not submitted the proper notification to the Secretary to be excused from such meeting shall be fined \$20 for each meeting missed during a membership year. Any such fines will be deducted from the money due the Member for officiating games in the applicable membership year. After June 1, 2020 and every three (3) years thereafter such amount may be reasonably adjusted by the Executive Committee to account for inflation or deflation.

Section 8.3. A Member who must turn back an assignment to a Commissioner less than one (1) calendar day prior to the day of the game will be fined by the assigning Commissioner \$20 per game returned, at the discretion of the Commissioner pending unusual circumstances. Any such fines will be deducted from the money due the Member for officiating games in the applicable membership year. After June 1, 2020 and every three (3) years thereafter such amount may be reasonably adjusted by the Executive Committee to account for inflation or deflation.

Section 8.4. A Member reporting late to an assigned game may be fined by the applicable Commissioner one-half the then applicable game fee, whether or not reported to the Commissioner(s) by the school or organization sponsoring the game.

Section 8.4.1 For high school varsity the Members assigned to officiate shall report to the game forty-five (45) minutes prior to the scheduled game time for all games with a scheduled start time after 5:00pm for weekday games and forty-five (45) minutes prior to the scheduled game time for all weekend games. For junior varsity and freshman games, the Members assigned to officiate

shall report to the game at least thirty (30) minutes prior to the scheduled game time for all games with a scheduled start time after 5:00pm for weekday games and thirty (30) minutes prior to the scheduled game time for all weekend games. For any varsity or junior varsity or freshman games starting prior to 5:00pm the Members assigned should arrive at least thirty (30) minutes before the scheduled start time. For Middle School or recreation games the Members assigned to officiate shall report 15 minutes prior to the scheduled game time. See Table 1 below.

Section 8.4.2. It is incumbent on the other game official(s) to notify the Commissioner(s) if the Member is late. This should be reported 45 minutes before game time for a varsity game scheduled to start after 5pm during the week or anytime on the weekend and thirty (30) minutes before the scheduled start time for a weekday game starting prior to 5pm; 30 minutes before game time for a junior varsity or freshman game, 15 minutes before game time for a Middle School or a recreation game. If the other Member(s) on hand do(es) not report a member’s tardiness before the applicable time, then such Members are also subject to a fine by the applicable Commissioner of one half of the game fee, but may be waived by the applicable Commissioner for extenuating circumstances (e.g., no cell phone signal at the school). Any such fines will be deducted from the money due the Member for officiating games in the applicable membership year. See Table 1 below.

| | ARRIVAL | | | REPORT | | |
|-------------|-----------|------------|---------|-----------|------------|---------|
| | After 5PM | Before 5PM | Weekend | After 5PM | Before 5PM | Weekend |
| Varsity | 45 min | 30 min | 45 min | 45 min | 30 min | 45 min |
| JV/Freshman | 30 min | 30 min | 30 min | 30 min | 30 min | 30 min |
| Middle/Rec | 15 min | 15 min | 15 min | 15 min | 15 min | 15 min |
| | | | | | | |

TABLE 1. OFFICIATING ARRIVAL AND REPORT TIMES

Section 8.5. A Member originally assigned to a game, even though arriving late to the game site, shall begin to officiate as soon as possible after arriving at the game site if the game is then short an official. Should a substituted Member official be sent to the game by the Commissioner(s), but not officiate the game; he/she shall receive the full game fee in lieu of the late Member. If the game starts using the substitute Member official, he/she shall continue to officiate the game regardless of what happens thereafter. In such case the substitute Member official shall receive the full fee for the game, and the assigned late Member official(s) may be fined by the Commissioner one-half of the applicable game fees. Any such fines will be deducted from the money due the Member for officiating games in the applicable membership year.

Section 8.6. Any Member failing to fulfill an assignment from the Commissioner for a second time during the same season may be suspended from working future games by the Commissioner and

the fine to the offending Member Official for failing to fulfill the assignment shall be equal to one and one-half times the fee of the game. The third time during the same season an assignment is missed by a Member

Official shall cause automatic immediate suspension of assignments by the Commissioner and any Assistant Commissioner(s). Any such fines will be deducted from the money due the Member for officiating games in the applicable membership year. Any such action by the Commissioner is subject to review through the Due Process procedures provided for in the Board's Constitution and By-Laws.

Section 8.6.1 For any assignment from the Commissioner's office, any member may be subject to a fine of one half of the game fee for a late (less than 24 hours) turnback starting with the third (3rd) turnback and all subsequent late turnbacks in a season. For any assignment from the Commissioner's office, any member may be subject to a fine of \$25 in each instance after declining the third assignment and all subsequent assignments in a season. The Commissioner shall have the sole discretion in implementing these fines on an individual basis and any fine can be waived for extenuating circumstances (e.g., an injured official turns back his remaining schedule).

Section 8.7. In the event that a Member must officiate a game alone then the Member official who worked the game alone will receive the full game fee of the Member official who failed to fulfill his/her assignment.

Section 8.8. In cases where the Commissioner may be negligent in the assignment of officials, as reasonably determined by the Executive Committee, and subject to the Due Process procedures of the Board as provided for by the Board's Constitution and By-Laws, a fine imposed will be paid by the Commissioner equal to one-half of the fee of the game(s) that were negligently assigned or not assigned. Any such fine shall be withheld by the Treasurer from the compensation otherwise due the Commissioner.

Section 8.9. Any Member whose actions are determined to be materially detrimental to the best interests of the Board is subject to suspension and expulsion from the Board by a two-third (2/3) vote of the present and eligible members of the Executive Committee at any meeting of the Executive Committee; abstentions by Executive Committee members shall count as a vote cast against expulsion. Any such action of the Executive Committee is subject to the Due Process procedures of the Board as provided for by the Board's Constitution and By-Laws

Section 8.10. Failure to notify the Commissioner and the President of any undesirable action by a Member immediately following a game, and the failure to file a written report to the President concerning such incident within 48 hours by Members who personally witnessed any such actions, can be considered grounds for their suspension by the Executive Committee. Any such action of the Executive Committee is subject to the Due Process procedures of the Board as provided for by the Board's Constitution and By-Laws.

Section 8.11 Any Member officiating a Varsity level game who gives a direct technical foul to a

head coach must complete the necessary technical foul notification form (available on the Board website) as soon as practical following the completion of the game. Similarly, any Member officiating any level of game that involves serious injury or serious confrontation must notify the Commissioner as soon as practical following the completion of the game

Section 8.12. Fines for turning back an assignment to a Commissioner less than one (1) calendar day prior to the day of the game go to the assigning Commissioner as additional compensation. Fines for reporting late to an assigned game are divided with one-half going to the assigning Commissioner as additional compensation and one-half going to the Board. Fines for missed assignments go to the Board.

Section 8.13. The portion of any fines for missed assignments not paid to the Member officials that worked the game go to the Board.

ARTICLE X – Amendments

These Bylaws may be amended by a majority vote of the Board’s Members in good standing voting pursuant to a authorized voting method at or before a validly constituted meeting of the Board. Provided that all proposed amendments have been submitted in writing to the Secretary to be presented to the Board’s Members in writing (including by email) at least ten (10) days in advance of the final date for the impending vote on said amendments.