

THE DISTRICT OF COLUMBIA
APPROVED BASKETBALL OFFICIALS ASSOCIATION
BOARD 12
APPROVED CONSTITUTION
ADOPTED BY THE BOARD: 16 September 2025

ARTICLE I-Names and Affiliation

This organization (herein after referred to as the “Board”) shall be known as the District of Columbia Approved Basketball Officials Association and shall be an affiliated member of (“Board No. 12”) the International Association of Approved Basketball Officials (“IAABO”).

ARTICLE II-Purpose

The purpose of the Board shall be:

1. To educate, train, develop and provide continuous instruction for basketball officials;
2. To promote the welfare of the game of basketball, its players, and officials;
3. To maintain the highest standard of basketball officiating;
4. To encourage uniform interpretation of rules as approved by IAABO;
5. To encourage the spirit of fair play and sportsmanship;
6. To always have available an adequate number of thoroughly trained and capable officials;
7. To cooperate with all organizations officially connected with the game of basketball in furthering its interests and ideals;
8. To uphold the Constitution and Bylaws of IAABO.

ARTICLE III- Territory

The territory of the Board shall consist of the District of Columbia and Montgomery County, Maryland. Any changes to the territory shall only be made in accordance with the governing provisions of IAABO.

ARTICLE IV- Membership

Section 1. Board. This Board shall be composed of all duly qualified and regularly approved Members currently in good standing with the Board, and IAABO in a manner prescribed in this Constitution, the Board’s Bylaws and the IAABO Constitution and Bylaws.

Section 2. Classes of Members.

- A. Active/Officiating (“AO”). Active Member, duly registered and eligible to officiate.

- B. Active/Non-officiating (“AN”). Active Member, non-officiating.
- C. Dual (“DM”). Active Members in good standing with their “Home Board” (i.e. another IAABO approved board and with good standing as defined by the Home Board) who have been accepted as a Member of the Board shall be Dual members. A DM shall be accorded the same privileges as any AO and shall be listed as an AO by the Board.
- D. Board Life (“BL”). Elected by the Board in accordance with the requirements as set forth in the Board’s Constitution and Bylaws, and/or, as set forth in the requirements of the IAABO Constitution and Bylaws. Any Member who has IAABO Life Member status shall also have BL status in the Board.
- E. Board Honorary (“BH”). Elected by the Board in accordance with the requirements as set forth in the Board’s Constitution and Bylaws, and/or as set forth in the requirements of the IAABO Constitution and Bylaws.
- F. IAABO Transfer (“IT”). IAABO members may transfer from one IAABO board to another IAABO board. An appropriate officer of the IAABO Board from which IT member is transferring, shall notify the Secretary of the Board, of such transfer. Such notification shall include the status of the IT member and any other information which the Secretary deems necessary. After the receipt of the documentation from the transferring IAABO board the IT member shall have the same rights in the Board as the status that he/she transferred with.
- G. Non-IAABO Transfer (“NIT”). A member is associated with a non-IAABO officiating organization shall be accorded status as an AO or AN member of the Board; provided such person has successfully completed the requirements for an AO or AN membership, which may include passing the IAABO and the Board testing requirements.

Section 3. Qualifications for Membership. Any person who meets the requirements set forth in this Article and in the Board’s Bylaws is eligible for membership in the Board. Any person of good character as determined by the rules of the Board, the age of eighteen (18) years or older is eligible to file an application for membership to IAABO. Members, who are working officials (accepting game assignments), are required, at their own expense, to pass a Background Check.

Section 4. Admission to Membership. Membership requirements include: AO membership is open to applicants eighteen (18) years of age or older who establish a satisfactory record of character, and file a written request with the Secretary. In addition to the requirements set forth below, qualified applicants must pass the background check as determined by the Board’s Executive Committee required of all Board Members, and pass the official IAABO Written Examination.

- A. Applicants who pass the official IAABO Written Examination will be eligible to take the IAABO Practical Floor Test. The Interpreter will send the examination results to the Secretary.
- B. Applicants must pass all testing requirements, comply with all attendance requirements, pay all dues, and be registered with IAABO on or before the ensuing 15th day of May as an active officiating member of IAABO.
- C. Waiver. An applicant, 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.

ARTICLE V- Officers

Section 1. Titles. The elected Officers of the Board shall be:

- A. President
- B. First Vice President
- C. Second Vice President
- D. Treasurer
- E. Secretary
- F. Commissioner
- G. Interpreter

All Officers along with the immediate Past President; five (5) Members-at-Large, and the Parliamentarian (non-voting) shall constitute the Executive Committee of the Board.

Section 2. Terms of Office.

- A. The term of President, First Vice President, Second Vice President, and Secretary shall be for two (2) years commencing in the odd-numbered years.
- B. The term of office the Commissioner, Interpreter, and Treasurer shall be for two (2) years commencing in even-numbered years.

Section 3. Office Vacancy/Appointment.

- A. A vacancy on the Executive Committee shall exist upon the death, resignation, or removal of any Executive Committee member. Any such vacancy will be filled by the appointment by the President of a member of the Board (of any class), in good standing, and confirmation 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.
- B. 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. 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.
- C. 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 this Constitution) to take office when the resignation becomes effective.

Section 4. Eligibility of Officers. All Members of the Board in good standing shall be eligible for election as Officers.

Section 5. Errors and Omissions Insurance and Fidelity Insurance. Errors and Omissions insurance coverage, also known as professional liability insurance, which provides protection for the Board's Officers and Executive Committee from claims of negligence or failing to perform duties, shall be purchased and maintained annually. Additionally, a Fidelity Insurance policy shall be purchased and maintained in force to protect the Board's assets from misappropriation. The Executive Committee shall determine the proper amounts of insurance coverage, the deductibles retained and the other relevant terms of the insurance policies as may be available to the Board.

ARTICLE VI- Duties of Officers

Section 1. Duties of the President. The President shall be the principal Officer of the Board and shall report to and be subject to the direction of the Executive Committee. The President shall be in general supervision and control of the business and affairs of the Board. No Member other than the President or the President's official designee, or a designee authorized by a majority vote of the Executive Committee, may speak for, or represent the official position of the Board at any time. In all matters requiring immediate action, the President shall have the authority to act on behalf of the Board and the Executive Committee, reporting on all such actions at the next appropriate meeting of the Executive Committee.

The duties of the President shall include, but not be limited to, the following:

- A. To preside at all meetings of the Board and the Executive Committee.
- B. To appoint the Chairs of all Board Committees, the Parliamentarian, and the Sergeant at Arms (all such appointments must be approved by a majority of the Executive Committee to be effective).
- C. To be subject to the control vested in the Executive Committee by law, by the Articles of Incorporation, by this Constitution and by the Board's Bylaws, to administer and be responsible for the overall management of the business affairs of the Board.
- D. To promptly report to all members of the Executive Committee the receipt and content of any complaints, including allegations of misconduct by any Board member, of any grievances by Board members, and of any matters affecting the Board's business.
- E. To, along with the Commissioner, sign all contracts with the organizations for which the Board provides basketball officiating services. The President along with another Officer assigned by the Executive Committee shall sign all other contracts entered into by the Board.
- F. To be authorized and have authority to countersign any checks prepared by the Treasurer.
- G. To provide a Board status report regularly to the Executive Committee on at least a monthly basis.
- H. As necessary/required, along with the Treasurer prepare and forward correspondence to notify the banking organization utilized by the Board of any changes in authorized signatories for the Board's financial accounts necessitated by changes in the Officers of the Board. Signature cards for such banking organization shall include the signatures of the President, the First Vice President, the Second Vice President, Secretary and the Treasurer.
- I. Maintain and properly utilize one of the two (2) Board Business Credit Cards

In all duties the President shall be subject to the control vested in the Executive Committee by law, by the Articles of Incorporation, or by this Constitution and the Board's Bylaws. The President shall perform his/her duties in good faith, with the care of an ordinarily prudent

person, and in a manner, that he or she believes to be in the best interest of the Board.

The President shall uphold this Constitution and the Board's Bylaws, the IAABO Constitution, and the provisions of the D.C. Code (for Nonprofit Corporations).

Section 2. Duties of the First Vice President. In the absence of the President or in the event of his/her refusal to act, then at the direction of the Executive Committee the First Vice President shall perform the duties of the President and, when so acting, shall have all the power of and be subject to all the restrictions upon the President.

The duties of the First Vice President shall include, but not be limited to, the following:

- A. The First Vice President shall be authorized and have authority to countersign any checks prepared by the Treasurer.
- B. If assigned by the Executive Committee the First Vice President shall along with the President sign other contracts into which the Board enters.
- C. The First Vice President shall also perform such other duties as from time-to-time may be assigned to him/her by the President or the Executive Committee.
- D. The First Vice President shall be an advisor and non-voting member of the Nominations & Election Committee, Constitution Committee, Finance Committee, and the Scholarship and Grants Committee. The First Vice President will be the liaison for these groups and report on their work at every Executive Committee meeting.

In all duties the First Vice President shall be subject to the control vested in the Executive Committee by law, by the Articles of Incorporation, or by this Constitution and the Board's Bylaws. The First Vice President shall perform his/her duties in good faith, with the care of an ordinarily prudent person, and in a manner, that he or she believes to be in the best interests of the Board.

The First Vice President shall uphold this Constitution and the Board's Bylaws, the IAABO Constitution, and the provisions of the D.C. Code (for Nonprofit Corporations).

Section 3. Duties of the Second Vice President. In the absence of the First Vice President or in the event of the refusal to act of the First Vice President, then at the direction of the Executive Committee the Second Vice President shall perform the duties of the First Vice President and, when so acting, shall have all the power of and be subject to all the restrictions upon the First Vice President.

The duties of the Second Vice President shall include, but not be limited to, the following:

- A. The Second Vice President shall be authorized and have authority to countersign any checks prepared by the Treasurer.
- B. If assigned by the Executive Committee the Second Vice President shall along with the President sign other contracts into which the Board enters.
- C. The Second Vice President shall also perform such other duties as from time-to-time may be assigned to him/her by the President or Executive Committee.
- D. The Second Vice President shall be an advisor and non-voting member of the Judicial, Banquet, and Technology Committees. The Second Vice President will be the liaison for

these groups and report on their work at every Executive Committee meeting.

In all duties the Second Vice President shall be subject to the control vested in the Executive Committee by law, by the Articles of Incorporation, or by this Constitution and the Board's Bylaws. The Second Vice President shall perform his/her duties in good faith, with the care of an ordinarily prudent person, and in a manner, that he or she believes to be in the best interests of the Board.

The Second Vice President shall uphold this Constitution and the Board's Bylaws, the IAABO Constitution, and the provisions of the D.C. Code (for Nonprofit Corporations).

Section 4. Duties of the Treasurer. The Treasurer shall be the principal financial officer of the Board.

The duties of the Treasurer shall include, but not be limited to, the following:

- A. If assigned by the Executive Committee the Treasurer shall along with the President, sign contracts into which the Board enters for items other than officiating services. The Treasurer is an authorized signatory on checks/disbursements but may not sign a check to the Treasurer.
- B. Have charge and custody of and be responsible for all funds of the Board; prepare and organize all invoices and receipts; deposit all funds received by the Board for performing officiating services, training applicants to the Board, or for any other reason into accounts in the name of the Board in such banks, trust companies, or other depositories as shall be elected by the Executive Committee.
- C. Prepare for disbursement of all moneys pursuant to the direction of the Executive Committee. The Treasurer is solely responsible for preparing all checks.
- D. To prepare a report for every meeting to include a balance of funds and matching accounts payable with accounts receivable. A written report shall be provided to the membership at the first and last business meeting of the Board each year. The written report shall, at a minimum, provide an income statement showing income and expense on at least a cash basis of accounting.
- E. Shall be responsible for maintaining all record keeping and required submittals in accordance with Internal Revenue Service requirement, including but not limited to preparing and distributing Form 1099 to all applicable members and any required submissions to the IRS.
- F. Shall be the custodian of and be responsible for maintaining all financial records for a period going back seven (7) years, excluding the current year. These records should be maintained in digital form and be backed-up on a minimum of a monthly basis. The Treasurer shall maintain a copy of all contracts for officiating services for the purposes of correctly invoicing clients of the Board. The Commissioner shall provide a copy of all contracts to the Treasurer.
- G. Shall serve as an advisor and non-voting member of the Finance Committee.
- H. Keep such financial records that may be used for an internal or external review of the accounts to the Board that at a minimum meet accepted cash basis tax accounting principles.
- I. Present to the Executive Committee twice annually a financial review to include budgeted versus actual cash expenses, current account fund balance(s), and a record of unpaid invoices.
- J. As necessary/required, along with the President prepare and forward correspondence to

notify the banking organization utilized by the Board of any changes in authorized signatories for the Board's financial accounts necessitated by changes in the Officers of the Board.

- K. The Treasurer shall also perform such other duties as from time-to-time may be assigned to him/her by the President or by the Executive Committee.
- L. The Treasurer shall be responsible to have the Board's financial accounts at least reviewed (if not audited) by an independent CPA licensed in either the District of Columbia or in Maryland at least once every two (2) years.
- M. Maintain and properly utilize one of the two (2) Board Business Credit Cards
- N. The Treasurer shall be responsible to implement an electronic payment system (including processes and procedures) for any member that requests electronic payment. The electronic payment system and implementation schedule shall be approved by a majority vote of the Executive Committee.

In all duties the Treasurer shall be subject to the control vested in the Executive Committee by law, by the Articles of Incorporation, or by this Constitution and the Board's Bylaws. The Treasurer shall perform his/her duties in good faith, with the care of an ordinarily prudent person, and in a manner, that he/she believes to be in the best interests of the Board.

The Treasurer shall uphold this Constitution and the Board's Bylaws, the IAABO Constitution, and the provisions of the D.C. Code (Nonprofit Corporations).

Section 5. Duties of the Secretary. The Secretary shall be the principal administrative Officer of the Board.

The duties of the Secretary shall include, but not be limited to, the following:

- A. Serve as Custodian of the official records (except Financial) of the Board and be responsible for maintaining all necessary insurance, as well as copies of correspondence between the Board and individuals or organizations conducting business with the Board.
- B. Prepare and maintain the minutes of the Board meetings and the Executive Committee meetings. Distribute all minutes of the Executive Committee within Ten (10) days to the Executive Committee members and have minutes available for inspection by the Members within 10 days of any meeting of the Board. Minutes of any meeting will be deemed approved unless objected to by a Member of the Board within 30 days of any such meeting.
- C. See that all notices are duly given in accordance with the provisions of this Constitution, the Board's Bylaws and the IAABO Constitution and Bylaws, or as required by law.
- D. Provide each Member with all necessary publications including rulebooks.
- E. Serve as the primary contact for individuals seeking to apply for membership.
- F. Report to the Executive Committee, at any time on the number of applications requested, received, and processed through the various examination stages, and on the number in each membership category, to include retention rates. The Secretary shall supply such a report to the Executive Committee without request at least annually by March 31 of each year. The Secretary shall verify that all Members of the Board are listed by IAABO as members of IAABO. The Secretary shall be responsible for maintaining the list of all Members of the Board for all purposes such as voting (including the establishment of quorum), distribution of information to Members, and for any other purposes that are designated by the Executive Committee.
- G. The Secretary shall also perform such other duties as from time-to-time may be assigned to

- him/her by the President or Executive Committee.
- H. The Secretary shall maintain the original or electronic copy of all contracts for officiating services. The Commissioner shall promptly provide the original or electronic copy of all contracts for officiating services to the Secretary.
 - I. If assigned by the Executive Committee the Secretary shall, along with the President, sign other contracts which the Board executes.
 - J. The Secretary shall be responsible to register all Members with IAABO, the State of Maryland or any other jurisdiction needed to satisfy the contracts to officiate that the Board has executed.
 - K. The Secretary shall provide to the applicant classes the items that they need to complete their applicant training and shall collect the appropriate fee for such items. Promptly after receiving any such funds the Secretary shall provide such to the Treasurer so that the funds are deposited into the proper Board account.
 - L. The Secretary shall provide a report to the members of the Board annually at or before the meeting of the Board immediately prior to the election of Officers that year of the attendance at the Executive Committee meetings of all members of the Executive Committee. Such report shall identify any then serving Executive Committee member who has attended less than 75% of the Executive Committee meetings and any other Committees on which each such Executive Committee member serves. Such report shall include the percentage of attendance at such meetings by any such Executive Committee member who has attended less than 75% of such meetings.
 - M. The Secretary shall be authorized and have authority to countersign any checks prepared by the Treasurer.
 - N. The Secretary shall be responsible to maintain a current list of all members in good standing. For Dual Members, the Secretary shall verify the individual is a member in good standing with their home board.

In all duties the Secretary shall be subject to the control vested in the Executive Committee by law, by the Articles of Incorporation, or by this Constitution and the Bylaws. The Secretary shall perform his/her duties in good faith, with the care of an ordinarily prudent person, and in a manner, that he or she believes to be in the best interests of the Board.

The Secretary shall uphold this Constitution and Board's Bylaws, the IAABO Constitution, and the provisions of the D.C. Code (for Nonprofit Corporations).

Section 6. Duties of the Interpreter. The Interpreter shall be the official spokesperson for the Board on matters involving rules interpretation, mechanics, training, and evaluation.

The duties of the Interpreter shall include, but not be limited to the following:

- A. Work with both the IAABO Coordinator of Interpreters and the Maryland State Interpreter in proper application of the rules and mechanics.
- B. Attend the Spring and Fall IAABO International Meetings and provide a written report to the Executive Committee summarizing the results of each meeting.
- C. Conduct rules interpretations sessions at general membership meetings for the purpose of assuring uniformity in interpretation of rules, mechanics, and techniques of good officiating.

- D. Conduct preseason clinics with all coaches from schools which we service to discuss rule changes, points of emphasis and rules interpretations.
- E. Coordinate the Annual Board 12 Phil Fox Fall Clinic and the Maryland State Interpreter's Clinic.
- F. Teach applicant training classes and conduct written and floor examinations.
- G. Evaluation of the Membership to determine the training needs of the Board.
- H. Coordinate with the Secretary to assure all required membership forms are completed and submitted to the IAABO Office.
- I. Administer all required tests and examinations to the applicant class
- J. Submit an annual report to the Executive Committee and general membership at the last meeting before the start of the summer season describing the results of the applicant training class(es); overall average of the general membership scores on the IAABO exams; any significant item that occurred during the season with respect to rules and/or mechanics; and a general summary of the season from the Interpreter's perspective.
- K. If assigned by the Executive Committee the Interpreter shall along with the President sign other contracts into which the Board enters for items other than officiating services.
- L. The Interpreter shall be an advisor and non-voting member of the Mentor Committee. The Interpreter will be the liaison for this group and report on its work at every Executive Committee meeting.

Conduct and/or coordinate the annual test for the MPSSAA and provide individual test results to the Secretary and the Commissioner

In all of duties the Interpreter shall be subject to the control vested in the Executive Committee by law, by the Articles of Incorporation, or by this Constitution and the Board's Bylaws. The Interpreter shall perform his/her duties in good faith, with the care of an ordinarily prudent person, and in a manner, that he or she believes to be in the best interests of the Board.

The Interpreter shall uphold this Constitution and the Board's Bylaws, the IAABO Constitution, and the provisions of the D.C. Code (for Nonprofit Corporations).

Section 7. Duties of the Commissioner – The Commissioner shall perform his/her duties in good faith, with the care of an ordinarily prudent person, and in a manner, that he or she believes to be in the best interest of the Board. The duties of the Commissioner shall include, but not be limited to, the following:

- A. Solicit and with the assistance of the President or another Executive Committee member designated by the Executive Committee, negotiate contracts from basketball organizations for officiating services from Members of the Board. The Commissioner has the final authority in agreeing to the negotiations with any basketball organization for officiating services. The Commissioner shall receive schedules directly from the organizations, and assign officials for their contests. The Commissioner and President must sign all contracts.
- B. Maintain a service record of each Member, embracing individual qualifications, past and current record of each Member as an official. Each service record shall be shown to the individual Member concerned upon request of the Member. The records shall also be made available to the Executive Committee in the case of any pending disciplinary or legal action. Each Member shall cooperate with the Commissioner in this regard.
- C. Maintain a listing of all games scheduled with the Members assigned to each game. This

- listing shall be open for inspection by the Executive Committee as it so desires including for the purposes of any possible discipline or in the event of actual or threatened legal action.
- D. Submit a complete written report annually and at each Executive Committee meeting detailing the issues that affect the Board. The Commissioner shall give an oral report at each business meeting of the Board.
 - E. Keep all the business correspondence of the office of the Commissioner on file for inspection by the Executive Committee upon order of the President.
 - F. Subject to the Due Process rights provided to all Members of the Board as provided in this Constitution, the Commissioner shall have the power to revoke or modify an Active Member's schedule should said Member not be available for all levels of competition that the Member is qualified to work.
 - G. Appointment of Assistant Commissioner(s). The Assistant Commissioner(s) shall be responsible directly to the Commissioner and are also bound to use only the authority delegated by the Commissioner. The Assistant Commissioner(s) shall be compensated as determined by the Commissioner from the approved compensation provided to the Commissioner's Office for assigning Members officiating opportunities. The Assistant Commissioner shall perform his/her duties in good faith, with the care of an ordinarily prudent person, and in a manner, that he or she believes to be in the best interest of the Board.
 - H. Establish and maintain the physical place of business of his/her office at own expense.
 - I. The Commissioner shall maintain a copy of all contracts for officiating services that the Board enters for a period of at least seven (7) years and shall supply the original copy of all such officiating service contracts to the Secretary and shall supply an additional copy of all such officiating service contracts to the Treasurer.
 - J. If approved by the Executive Committee, the Commissioner shall be responsible for planning and conducting the Board 12 Officials Camp.
 - K. The Commissioner shall have the authority to impose fines for excessive declines of assignments and/or repetitive late turn-backs of assignments.

In all duties the Commissioner shall be subject to the control vested in the Executive Committee by law, by the Articles of Incorporation, or by this Constitution and the Board's Bylaws. The Commissioner shall perform his/her duties in good faith, with the care of an ordinarily prudent person, and in a manner, that he or she believes to be in the best interests of the Board.

The Commissioner shall uphold this Constitution and the Board's Bylaws, the IAABO Constitution, and the provisions of the D.C. Code (Nonprofit Corporations).

Section 8. Officer Transition. All elected Officers of this Board are to deliver to their newly elected 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 fourteen (14) days of taking office.

Section 9. Compensation. Only those Officers who were elected with a stated amount of compensation shall receive compensation for their service as an Officer. At the adoption of this Constitution only the Commissioner, Treasurer, Secretary, and Interpreter shall receive

compensation. Any person holding a compensated office at the time of the adoption of this Constitution shall not have the amount of their compensation reduced if such person is re-elected to a compensated Office at the next election for such Compensated Office and any subsequent elections for that Compensated Office constituting continuous service in that Compensated Office. This provision is effective immediately after the adoption of this Constitution even if it is a different Compensated Office. Any such Compensated Officer shall not have their compensation reduced provided that he/she thereafter continues to be re-elected to such Compensated Office each time the current term for that Compensated Office ends. The other Officers and Executive Committee members shall not receive any compensation for their services. However, a non-compensated member of the Executive Committee may be reimbursed for reasonable and necessary expenses incurred in discharging his/her duties as an Executive Committee member and in furtherance of the purposes of this Board. Nothing herein contained shall be construed to preclude any Member of the Board from providing services to the Board in any other capacity and receiving compensation therefore provided that any such Member abstains from any vote to approve such compensation.

- A. All duties of the Compensated Officer positions shall be covered by their individual compensation with the exception of normal business expenses, which normal business expenses must be submitted to the Executive Committee for approval.
- B. The Finance Committee shall annually (by February 15 of each year) make recommendations to the Executive Committee on the appropriate compensation for the Officers that shall be compensated. The recommendations for compensation for any Officer that will be compensated will be approved or revised and adopted by the Executive Committee by March 15 of each year, and will be included as line items in the annual budget and must be presented to the entire membership by April 15 of each year, prior to the election of any such Compensated Officers.
- C. The Executive Committee, upon the recommendation of the Finance Committee may propose to the membership of the Board that additional Officers be compensated but only for subsequent terms of office and such compensation shall only be paid after the approval of such payment amounts by the membership of the Board.
- D. No compensation of any Officer may be reduced while such Officer is serving a current term of office.

ARTICLE VII- Executive Committee

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

Section 2. Executive Committee Members-at-Large.

- A. Each Executive Committee Member-at-Large will serve a two-year term.
- B. Three Executive Committee Members-at-Large positions will be voted on in the even numbered years.
- C. Two Executive Committee Members-at-Large positions will be voted on in the odd numbered years.
- D. There shall be no limit to the number of terms that can be served for an Executive Committee Member-at-Large.

Section 3. Duties of the Executive Committee. All corporate powers of the Board shall be

exercised by or under the authority of the Executive Committee and the affairs of the Board shall be managed under the direction of the Executive Committee. All Executive Committee members must uphold this Constitution and Bylaws, the IAABO Constitution, and the provisions of the D.C. Code (for Nonprofit Corporations).

The duties and responsibilities of the Executive Committee shall include, but not be limited to, the following:

- A. Approve the budget by a two-thirds (2/3) affirmative vote of those Executive Committee members present and eligible to vote.
- B. By majority vote approve payment of expenditures made by members of the Executive Committee necessary to conducting the business of the Board.
- C. By majority vote approve or ratify all business expenditures not contained within the Budget.
- D. Examine the records of the office of any Officer upon receiving a written complaint from any Member. If the Executive Committee finds that the records are not in order, then the Executive Committee shall report the case to the Board for action with its recommendation of the action the Board should adopt. The Board shall discuss and vote on any such recommendation pursuant to Robert's Rules of Order. Any vote take shall be passed by a simple majority of those voting at any duly called meeting provided that a Quorum is present.
- E. Any Executive Committee member found to have failed to perform the duties of his/her office may be subject to suspension by a two-thirds (2/3) vote of the Executive Committee members present and eligible to vote. In the event of any such suspension the Executive Committee shall recommend to the Board the action to be taken against any such Executive Committee member and at the next meeting of the Board a vote shall be taken. At such meeting duly called which shall include a notice of such purpose to the Members, by majority vote the Board shall determine to either uphold or reject the action of the Executive Committee against the Executive Committee member. If the membership of the Board rejects the recommendation of the Executive Committee against the Executive Committee member, the suspension of such Executive Committee member shall be immediately removed. The action of the membership of the Board in such regard 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.
- F. Investigate complaints received by the President which are not part of formal legal or governmental investigative or regulatory process and recommend appropriate action. In the event of any formal legal proceedings or governmental investigative or regulatory process the Executive Committee shall hire appropriate legal counsel to represent the Board.
- G. Shall not be eligible for assignment by the Commissioner(s) during sessions of the Executive Committee.
- H. Executive Committee members shall have their attendance at Executive Committee meetings and any committees thereof on which they serve reported to the Members as provided in the duties of the Secretary of the Board in this Constitution.
- I. Annually shall determine and approve the appropriate level of financial review of the Board's financial records in conformance with Article IX Section 4 of this Constitution.
- J. The Executive Committee on an annual basis shall take a vote to determine if the Board will

conduct a Board 12 Officials Camp for the purpose of training and educating the Board Members. If approved the Commissioner shall be responsible for planning and conducting the camp. The Board 12 Officials Camp shall only be open to Board Members and shall always be free to any Board Member in good standing.

- K. The Executive Committee shall have the power to approve or reject the appointment of all Committee Chairs (who shall be appointed by the President) and all Committee members (who shall be appointed by the respective Committee Chairs) of all Board Standing or Special Committees.

Section 4. Parliamentarian. The Parliamentarian shall be appointed by the President and approved by a majority vote of the Executive Committee. 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.

Section 5. Sergeant at Arms. The Sergeant at Arms shall be appointed by the President and approved by a majority vote of the Executive Committee. The Sergeant at Arms is responsible for maintaining internal order and decorum at the Board meetings and has authority to remove any Member but only for failure to maintain order and decorum.

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. Committees. The Chairs of the Committees shall be appointed by the President and approved by the Executive Committee. The composition of each standing or special committee shall be confirmed by the Executive Committee after the recommendation for Committee membership has been submitted to the Executive Committee by the Committee Chair. The purpose of each Standing Committee or Special Committee shall be to carry out such functions and responsibility as are assigned to it by this Constitution, the Board’s By-Laws, or the Executive Committee.

Section 2. List of Standing Committees. The standing committees the Board shall be:

- A. Nomination and Elections
- B. Technology
- C. Judicial
- D. Finance
- E. Constitution
- F. Banquet
- G. Mentor
Scholarship and Grants

Section 3. Limits on Authority of Committees. A committee may not do any of the following:

- A. Authorize the payment of expenses that have not been authorized by the Executive Committee or by the committee’s budget.
- B. Elect, appoint or remove members, or fill vacancies on any committees.

- C. Adopt, amend, or repeal the Constitution or Bylaws.
- D. Submit to the Members of the Board any report without first submitting any such report to the Executive 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 such Committee for successive terms of office following the process detailed in Article VIII Section 1. Each Committee member shall continue as such until his/her successor is appointed, unless the Committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.

Section 5. Rules. Each Standing Committee or Special Committee may adopt rules for its own governance not inconsistent with this Constitution or the Board's Bylaws or with rules adopted by the Executive Committee. The provisions of the DC Code (Nonprofit Corporations) are applicable to any contemplated action by the members of any such Standing or Special Committee.

Section 6. IAABO Meeting Delegates.

- A. The Executive Committee annually shall appoint two Members to serve as Delegates to any applicable IAABO meeting.
- B. Fall meetings are mainly focused on training and interpretations.
- C. Spring meetings are mainly to conduct elections, business, and committee reports.
- D. The reasonable and ordinary expenses of the Board's representatives who attend the IAABO meetings shall be reimbursed by the Treasurer on behalf of the Board, subject to the approval of the Executive Committee.

ARTICLE IX- Rules of Procedure

Section 1. Procedures. Robert's Rules of Order shall be used as the parliamentary guide.

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.

Section 3. Meetings. The Board shall conduct a minimum of six (6) meetings during the season. At least five (5) of these meetings shall include rules study and officiating procedures.

Section 4. Financial Review. The Board shall have its financial accounts at least reviewed (if not audited) by an independent CPA licensed in either the District of Columbia or in Maryland at least once every two (2) years.

Section 5. Fiscal Year/ Membership Year. The 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 be in 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. Any Member who has been threatened with or who has had any adverse action taken against them by any Officer of the Board, or any Committee which impacts the assignment of officiating opportunities provided to them through the Board, the holding of an Office in the Board, the status of their membership in the Board or any other official adverse action shall have the right to appeal to the Judicial Committee any such action at the time such adverse action has been initially threatened against them up to sixty (60) days after such adverse action has been implemented against them.

In the event that any such adverse action is upheld by the Judicial Committee the Member who has had the adverse action taken against them shall have the right to appeal the determination of the Judicial Committee to the full Executive Committee or to the Board as a whole if the appeal is against an action of the Executive Committee provided such appeal is made within thirty (30) days of the final action of the Judicial Committee. The determination of the Executive Committee or the Board as a whole in the event that the action was taken by the Executive Committee, shall be final and not appealable.

Notice of appeal shall be provided by the Member to the Secretary within the prescribed time frame in writing (email is an acceptable writing). In the event that the Secretary is the aggrieved Member, notice shall be provided to the President.

Any adverse action against a Member shall be held in abeyance during the pendency of any such appeal.

ARTICLE X- Amendments

This Constitution may be amended by a two-thirds (2/3) majority vote of the Members in good standing present (in person, or voting by another approved method) at a legally constituted Board meeting, provided that all proposed amendments have been submitted in written or electronic form (including e-mail) to the Secretary who shall immediately present any such proposed amendments to the membership in written or electronic form (including e-mail) at least ten (10) days in advance of the impending vote on said amendments.

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