

San Gabriel Valley Unit – C.B.O.A.

CONSTITUTION

ARTICLE I

The name of this organization shall be the SAN GABRIEL VALLEY UNIT, CALIFORNIA BASKETBALL OFFICIALS ASSOCIATION hereinafter referred to as the UNIT. The Unit is incorporated with the State of California and is legally considered a state and federal non-profit organization.

ARTICLE II

OBJECTIVES OF THE UNIT

The objectives of the Unit shall be to:

1. Provide a high-quality instructional program in the training, preparation, and development of basketball officials.
2. Uphold and promote high ethical and professional standards among Unit officials in the performance of his or her officiating duties.
3. Encourage a thorough knowledge of the National Federation of State High School Associations rules among Unit members.
4. Provide professional and knowledgeable basketball officials to the Unit Assignor for coverage of designated basketball games.
5. Serve member schools in the San Gabriel Valley with the highest level of integrity, confidence and the appropriate attitude.

ARTICLE III

MEMBERSHIP

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| Section 1 | All Unit members shall be at least eighteen (18) years of age and not attending any high school as a continuing student. |
| Section 2 | All Unit members shall abide by the Unit Constitution and By-Laws. |
| Section 3 | Unit membership may be withdrawn by the Unit Board of Directors for just cause. |
| Section 4 | The San Gabriel Valley Unit of California Basketball Officials Association shall not discriminate against any member because of sex, age, race, color, national origin, religious creed, or sexual orientation. |
| Section 5 | All Unit members (including the Board of Directors, the Instructional Chairperson, and the Assignor) shall recognize that anything that may lead to a conflict of interest, either real or apparent must be avoided. Gifts, favors, special treatment, privileges, employment, or personal relationship with a school or team that can compromise the perceived impartiality of officiating must be avoided. All Unit members shall resist every temptation and outside pressure to use one's position as an official to benefit oneself. |
| Section 6 | Every member must possess individual liability insurance coverage. |
| Section 7 | <u>Members are independent contractors and are not considered or classified as an employee of the San Gabriel Valley Unit of the CBOA.</u> |

CONSTITUTION (CON'T)
ARTICLE IV

BOARD OF DIRECTORS

- Section 1 The Board of Directors of the Unit shall be elected by qualified Unit members. The Board of Directors hereinafter shall be referred to as the BOARD.
- Section 2 *A qualified Unit member with at least three (3) years in the Unit, including the year prior to nomination.*
- Section 3 The eight (8) Board members shall include:
- A. President – two (2) year term
 - B. Vice President – two (2) year term and becomes President the following term.
 - C. Secretary – Treasurer – one (1) year term.
 - D. Five (5) Representative-at-large – two (2) year terms for each Representative, with three (3) Representatives elected in years when there is no election of a Vice-President, and two (2) Representatives elected in other years, unless to fill necessary vacancies.
- Section 4 Upon a two-thirds vote by the Board, an elected Board member may be removed. A Board member may be removed from the Board for:
- A. Dereliction of duty with regard to the Unit
 - B. Unethical or unprofessional behavior
- Section 5 The President shall appoint a qualified Unit member to fill a Board vacancy. Such appointment must be approved by a majority of the Board.
- Section 6 Should the presidency become vacant, the Vice President shall assume the presidency and appoint a Representative-at-Large to fill the Vice President vacancy on the board until the next election, when a qualified Unit member can be elected for the remainder of the Vice President's term. Succession shall then continue as in Article IV, Section 3.
- Section 7 Terms of newly elected Board members shall start on April 1. Terms of outgoing Board members shall end on March 31 of the final year of term.
- Section 8 All eight (8) Board members shall have one (1) vote on all matters before the Board.
- Section 9 *The Board shall appoint a Unit Instructional Chairman and Unit Assignor.*
- Section 10 Each fiscal year, the Board shall approve the fees to be paid the Instructional Chairman and Secretary-Treasurer.
- Section 11 All Board members, with the exception of the Secretary-Treasurer, shall not request any *fees* from the Unit for their services.
- Section 12 The Board shall be bonded for a minimum of \$10,000 and insured against liability, the premiums to be paid out of the Unit funds.

ARTICLE V

MEETINGS

- Section 1 The dates, times and location of the Unit instructional meetings will be *determined by the Board.*
- Section 2 The dates, time and locations of the Board meetings will be determined by the President. The Board will meet at least *once* every two months.

ARTICLE VI

QUORUMS

- Section 1 A quorum for the Unit shall consist of a majority of qualified Unit members present at a scheduled Unit Meeting.
- Section 2 A quorum for the Board shall consist of a majority of Board members present at scheduled Board meeting.

CONSTITUTION (CON'T)

ARTICLE VII

ELECTIONS

- Section 1 Unit elections shall be held every November
- Section 2 Qualified Unit members in attendance at Unit meeting on day of election may vote.
- Section 3 A Unit member can nominate, or be nominated by, any Unit member for election to the Board, provided the provisions of Article IV, Section 2 are met by the person(s) being nominated.

ARTICLE VIII

FISCAL YEAR

The fiscal year of the Unit shall be from April 1 through March 31

ARTICLE IX

AMENDMENTS

- Section 1 The Constitution may be amended by a two-thirds vote of the qualified Unit members present at the November election meeting, provided one of the conditions for placing an amendment on the ballot are met as in Article IX Section 2A and B.
- Section 2 A constitutional amendment may be placed on the November election ballot by one of the following methods:
- A. Being submitted in writing to the Board by no later than October 1 and approved by two-thirds of the Board.
- B. Being submitted in writing to the Board by no later than October 1 and accompanied by the signatures (with printed names) of 1/3 of qualified Unit Members. Signatures will be verified and approved by the Secretary/Treasurer.
- Section 3 Members are to be provided a copy of any proposed amendments at least 7 days in advance of the election meeting.

ARTICLE X

RATIFICATION

The Constitution shall be in force when ratified by a majority vote of the qualified Unit members present at the November election meeting.

BY-LAWS

Section 1 DUES

- A. Unit member dues shall be set by the Board.
- B. All Unit members shall pay dues, except the Secretary/Treasurer and the Instructional Chair.
- C. Dues are Payable in full by the date specified by the Secretary/Treasurer
- D. Any Unit member who has not paid their dues by the specified date shall be assessed an additional fee for late payment of dues as determined by the Board.
- E. A Unit member's dues or late dues may be waived or refunded at the discretion of the Board.

Section 2 FEES

- A. The Secretary/Treasurer shall receive a fee for services rendered to the Unit that is to be determined by the Board of Directors Annually.
- B. The Unit Instructional Chair shall receive a fee for services rendered to the Unit that is to be determined by the Board of Directors Annually.

BY-LAWS (CON'T)

- C. The Unit Assignor, per the working agreement shall receive a fee for each Unit member assigned to a game. (This fee will be paid by each Unit member directly to the Unit Assignor in a manner approved by the Board of Directors).

Section 3 **MEMBERSHIP**

The Unit will recognize two types of individual membership, Qualified and Non-Qualified:

- A. A Qualified Member will meet the following minimum requirements annually:
1. Pay dues as required by the Unit
 2. Sign and return to the Secretary/Treasurer the Unit Agreement of Independent Contractor status and Waiver of Liability.
 3. Attend a minimum of eighteen (18) hours of instruction if a continuing member or a minimum of twenty (20) hours of instruction if an entering member.
 4. Attain a minimum score of 80% on two of the following three items:
 - a. The study Guide
 - b. The Classification Exam
 - c. The Classification Make-up Exam
 5. Demonstrate floor competency in a manner designated by the Instructional Committee or Instructional Chairman and approved by the Board.
- B. A Non-Qualified Member will have failed to complete one or more requirements, 3, 4, 5 in Section 3A above, and will remain a Non-Qualified Member until requirements 3, 4, 5 are met.
- C. Clarifications
1. Anyone failing to meet requirements 1 or 2 in Section 3A above, will not be considered a Unit member.
 2. The Board may waive all or part of requirement 3 in Section 3A above, and substitute a suitable requirement, at the written request of the Unit member to the Secretary/Treasurer. All substitute requirements must be met to attain or maintain Qualified Member status.
 3. All or part of requirements 3 and 5 in Section 3A above, may be met by attending the scheduled meetings or floor competency requirement of another C.B.O.A. Unit. Written verification of attendance at these meetings or floor competency requirement shall be signed by an officer of the C.B.O.A. Unit involved and forwarded by the Unit member to the Secretary/Treasurer for approval within ten (10) days each time another C.B.O.A. Unit meeting or floor competency requirement is attended by the Unit member. Failure to submit proper verification as described above or non-approval given by the Secretary/Treasurer will result in Non-Qualified Member status until said requirements are met.
 4. A member of the Unit may belong to another basketball officials Unit.
 5. Upon a two-thirds vote by the Board, Unit membership may be revoked for:
 - a. Dereliction of duty with regard to the Unit
 - b. Unethical or unprofessional behavior
- D. Leave of Absence
1. A member may request a leave of absence by submitting a request in writing to the SGV-C.B.O.A. Board of Directors. If accepted, this leave will be honored for the subsequent season. The member may return with all previous benefits during this period, unless limited by other reasons.
- E. Resignation
1. A member may voluntarily resign at any time. If a resigned member should re-apply, her/his application would be treated as that of a new member.

BY-LAWS (CON'T)Section 4 **DUTIES OF THE BOARD**

- A. The President shall:
 - 1. Call and properly conduct Board meetings
 - a. Allow Board voting by electronic means
 - 2. Conduct Unit meetings
 - 3. Appoint and oversee all committees
 - 4. Be chief correspondent for the Unit
 - 5. Represent the Unit at all C.B.O.A. meetings
- B. The Vice President shall:
 - 1. Preside in the absence of the President
 - 2. Be responsible for instituting, organizing and providing results to the membership for the Unit rating program on member officiating performance.
 - 3. Conduct nominations for the Board, conduct the election and provide election results to the membership.
 - 4. Perform other duties at the discretion of the President.
- C. The Secretary/Treasurer shall:
 - 1. Keep accurate and complete minutes of the Board meetings and file them for the inspection of the Board or Unit members.
 - 2. Keep an accurate roster of Qualified and Non-Qualified Unit members and supply this roster to the Board, Unit Assignor and the C.B.O.A.
 - 3. Keep an accurate roll of member meeting attendance and test scores for the purpose of determining Qualified and Non-Qualified status of Unit members.
 - 4. Prepare Unit correspondence as directed by the President or the Board.
 - 5. Keep ready for inspection an accounting of all monies of the Unit and of their collection and distribution.
 - 6. Keep the Board and Unit members informed about the financial status of the Unit.
 - 7. Prepare the annual budget for approval by the Board, prepare the annual audit (with the audit committee) for approval by the Board, and submit a current balance sheet to the Board for each Board meeting.
- 8. Attend all C.B.O.A. meetings
- 9. Perform other duties related to the position
 - D. The past President shall perform duties or head a committee at the discretion of the President.
 - E. All Representative-At-Large shall perform duties or head committee at the discretion of the President.
 - F. The Board shall contract an Information/Technology technician to assist the Board and Unit.

BY-LAWS (CON'T)

Section 5

INSTRUCTIONAL CHAIR

- A. The Instructional Chair shall be an independent contractor.
- B. The Instructional Chair is subject to an annual performance evaluation by the Board.
- C. Compensation shall be as stated in Section 2B of the By-Laws.
- D. Duties:
 - 1. Work with the Instructional Committee and Board to prepare and administer the instructional program of the Unit.
 - 2. Answer inquiries regarding basketball mechanics, rules and/or their interpretation.
 - 3. Attend all Board, C.B.O.A. and Unit meetings
 - 4. Perform other duties related to this position
- E. Removal
 - 1. Causes:
 - a. Dereliction of duty with regard to the Unit
 - b. Unethical or unprofessional behavior
 - c. Failure to meet the standards outlined in the Agreement.
 - 2. A majority vote of the Board is required to remove at the time of the annual review.
 - 3. A two-thirds vote of the Board is required to remove at a time other than the annual review.
- F. Upon removal, the Board member heading the Instructional Committee shall run the instructional program of the Unit until a replacement appointed by the president has received majority approval of the Board.
- G. The Instructional Chair while serving in this role shall not concurrently serve as a member of the Board of Directors effective April 1st, 2019.

Section 6

UNIT ASSIGNOR

The Assignor shall be considered an independent contractor in his or her working relationship with the Unit.

- A. Selection shall be by a majority vote of the Board, as in Article IV, Section 9 of the Constitution.
- B. The Unit Assignor is subject to an annual performance evaluation by the Board.
- C. Compensation shall be as stated in Section 2C of the By-Laws.
 - 1. Work with the Assignor Committee, Playoff Committee and Board in preparing and administering the assigning of all games (including playoff games) to members of the Unit.
 - 2. Answer inquiries regarding the assigning of games to Unit members and other matters relating to the Unit Assignor.
 - 3. Will be responsible for creating, distributing, administering and enforcing a policy to be followed by Unit members who do not show for an assigned game ("no show"). Shall also adhere to all guidelines as set forth in Section 8 of the by-Laws.
 - 4. Attend Board meetings when required by the President or when needed to explain issues before the Board.
 - 5. Be accessible to the Board and Unit members, especially during the season.
 - 6. Shall abide by the "Working Agreement" as signed with the Unit and the Constitution and By-Laws of the Unit.
 - 7. Perform other duties related to this position.
- D. Removal
 - 1. Causes:
 - a. Dereliction of duty with regard to the Unit
 - b. Unethical or unprofessional behavior
 - c. Failure to meet the standards outlined in the Agreement
 - 2. A majority vote of the Board is required to remove at the time of the annual review.
 - 3. A two-thirds vote of the Board is required to remove at a time other than the annual review.
- E. Upon removal, the Board member heading the Assignor Committee shall perform all functions of the Unit Assignor, with the assistance of the Board, until a replacement appointed by the President has received majority of the Board.
- F. The Assignor while serving in this role shall not concurrently serve as a member of the Board of Directors effective April 1st, 2019.

BY-LAWS (CON'T)

Section 7 COMMITTEES

The President of the Unit shall appoint the following standing committees and other such committees as shall from time to time be needed. A Board member selected by the Board, until a replacement appointed by the President has received majority approval of the Board.

- A. Audit Committee: will be responsible for auditing the financial records of the Secretary/Treasurer at any time the Board shall deem necessary and at the conclusion of each fiscal year which ends on March 31.
- B. Instructional Committee: will work with the Instructional Chairman in preparing and organizing the instructional program. Will also review the selection of instructors with the Instructional Chairman prior to presentation to the Board for approval and will be responsible for preparing the instructional calendar for presentation to the Board for approval.
- C. Assignor Committee: will work with the Unit Assignor on matters concerning the assignment of games, the "Working Assignment" and "No Show" Policy, and the duties associated with the Unit Assignor as stated in the Constitution, By-Laws and the "Working Agreement".
- D. Playoff Committee: will, within the guidelines of the Constitution and By-Laws of the Unit, determine the qualifications of Unit members who will be considered to work Unit assigned playoff games. Will also be responsible for submitting a list of Qualified Members who, with Board approval, will be recommended for consideration to work assigned Unit playoff games.
- E. Ethics Committee: will hear complaints, as deemed necessary by the President of unethical or unprofessional behavior by a Unit member as lodged by another Unit member or another outside source, Also:
 - a. The committee will be comprised of four (4) Qualified Members along with the Chair, none of whom shall be a Board member, except the committee Chair.
 - b. At the request of the President, the committee Chair shall be responsible for calling the committee together to hear a complaint against a Unit member.
 - c. The President shall be responsible for notifying the Unit member of a lodged complaint and that the committee will be meeting to hear said complaint.
 - d. The committee Chair shall be responsible for arranging that any necessary witnesses be present at the committee hearing.
 - e. Complaints will be heard by the committee and Board within thirty (30) days of first notification of said complaint.
 - f. The affected Unit members shall not contact the complainant, any members of the Board, or any members of the committee regarding the complaint until the committee hearing.
 - g. The affected Unit member may appear at the committee hearing and the appropriate Board meeting that will review the committee recommendation. The committee Chair will be responsible for notifying said member of the committee hearing, while the President shall notify said member of the appropriate Board meeting.
 - h. The committee recommendation to the Board will be based on a majority of a quorum of the committee.
 - i. The recommendation of the committee must be approved by the Board. The Board may offer a recommendation regarding an affected member if a committee recommendation is not offered or is not approved by the Board. The decision of the Board is final.
- F. Banquet Committee: Will organize Unit Banquet presenting a schedule of events as well as a proposed budget. Banquet Plan to be submitted and agreed upon by the Board of Directors.

BY-LAWS (CON'T)

Section 8 "NO SHOW POLICY"

The "No Show Policy" shall be created, distributed, administered and enforced by the Unit Assignor. The "No Show Policy" shall be:

- A. Presented by the Unit Assignor annually to the Board for review and approval prior to the November distribution to Unit members.
- B. Distributed by the Unit Assignor in its entirety to a Unit member annually in November when game assignments are handed out.
- C. Clarifications
 - a. The Unit Assignor will present written documentation of each "No Show" game assignment and the applicable affected member to the President and Secretary/Treasurer within five (5) days of the "No Show" game assignment.
 - b. The Unit Assignor will prepare a final report by the end of the fiscal year listing each "No Show" game assignment along with the applicable affected Unit member involved, the action taken by the Unit Assignor in each instance, the adherence or non-adherence to said action by the affected Unit member and, if necessary, any subsequent action as a result of non-compliance by the affected Unit member.
- D. Appeals
 - a. Must be sent in writing to the President
 - b. From receipt by the President, appeal will be heard at the next Board meeting or within thirty (30) days, whichever comes first.
 - c. Any assigned games removed from a Unit member's schedule, per the distributed "No Show Policy", and reassigned by the Unit Assignor, will not be replaced or remunerated on appeal.
 - d. All decisions by the Board are final.

Section 9 **PLAYOFF ELIGIBILITY**

To be eligible for playoff game assignment consideration, a Unit member shall:

- A. Be a Qualified Member
- B. Be nominated by the Playoff Committee and approved by the Board.
- C. Be able to be nominated and approved by the Board if not originally nominated by the Playoff Committee, as long as the requirements in Sections 9A.B. above are met.

Section 10 **RECALL**

A Board member shall be recalled if:

- A. A recall petition with a majority of Qualified Member signatures (with printed names), as certified by the Secretary/Treasurer, is received by the Secretary/Treasurer no later than 14 days prior to the November Election, for the purpose of being placed on the November election ballot.
- B. A majority of voting Qualified Members in the November election approve the recall.
- C. Recall petition is not received by the Secretary/Treasurer by November 1 and then a special election shall be called if:
 - a. A recall petition with sixty (60) Qualified Member signatures (with printed names), as certified by the Secretary/Treasurer, is received by the Secretary/ Treasurer no later than January 1, for the purpose of being placed on a special January elected ballot at the regular (first) January meeting of the Unit.
 - b. A majority voting Qualified Members in the special January election approved the recall.

BY-LAWS (CON'T)

Section 11 AMENDMENT

The By-Laws may be amended by a majority vote of the qualified Unit members present at the November election meeting, provided one of the conditions for placing an amendment on the ballot are met as in Section 11A and B. A By-Law amendment may be placed on the November election ballot by one of the following methods:

- A. Being submitted in writing to the Board no later than October 1 and approved by a majority of the Board.
- B. Being submitted in writing to the Board no later than October 1 and accompanied by the signatures (with printed names) of sixty (60) qualified Unit members. Signatures will be verified and approved by the Secretary/Treasurer.

Section 12 DUE PROCESS

Except where procedure is specifically stated in the Constitution and By-Laws, any Unit member in good standing may appear before the Board regarding a grievance or appeal by notifying the President in writing. The Unit member will appear at the next scheduled Board meeting or within thirty (30) days, whichever comes first. The President shall be responsible for notifying the Unit member in writing, of his or her scheduled appearance at the appropriate Board meeting.

Section 13 ORDER OF BUSINESS

- A. Business of the Unit shall be conducted according to the Unit Constitution and its By-Laws.
- B. Robert's Rules of Parliamentary Procedure shall serve as a guide in the conduct of Unit and Board business.

Section 14 MISCELLANEOUS

- A. Where specifically stated in the Unit Constitution and By-Laws, a majority or two-thirds vote of the Board shall represent a majority or two-thirds of the eight (8) Board members. All other Board votes shall be a majority of the quorum present.
- B. Anything not specifically covered in the Unit Constitution and By-Laws shall be determined by the Board.