

REGION ONE FOOTBALL OFFICIALS ASSOCIATION

CONSTITUTION & BYLAWS

ARTICLE I NAME AND PURPOSE

The name of the Association shall be the Region One Football Officials' Association (ROFOA), a Tennessee not-for-profit organization, and its purpose shall be the promotion of the best interests of football by recruiting, training, and supplying competent officials through formal and informal instruction which shall include, without limitation, the mutual exchange of ideas and constructive criticisms of rules, game situations, and mechanics of football officiating, and to promote the advancement of football by encouraging the spirit of sportsmanship among schools, coaches, players, spectators, and officials.

ARTICLE II MEMBERSHIP

Section A. Any person who is currently a member in good standing of the Tennessee Secondary Schools Athletic Association (TSSAA) who desires to become a member of the Association shall file his/her application for membership in writing with the Secretary to the Association. Persons desiring membership shall not have previously sought and been denied membership status nor been suspended by ROFOA within the previous (2) years.

Section B. To qualify for membership in ROFOA a person must meet the eligibility requirements of TSSAA; must be of good moral character; and of such experience and knowledge of the game of football as will help his/her becoming a competent football official. ROFOA does not discriminate on any basis, including race, creed, national origin, sex, or age.

Section C. ROFOA shall consist of Regular, Probationary, and Honorary Members. Those persons desiring membership in ROFOA are Applicants.

- i. Regular Members are those members, approved by ROFOA, in good standing, having attended at least five (5) local meetings during the current season, observing all rules and regulations passed by ROFOA (including payment of ROFOA membership dues), and who are also members in good standing with the TSSAA (including attendance at State Rules Meeting and payment of TSSAA membership fees). Regular Members are eligible for game assignments at the Varsity and Sub-Varsity levels.
- ii. Applicants are those persons desiring membership. These individuals must be members in good standing with the TSSAA (including passing any required exam and/or background check); apply for membership to ROFOA; and be approved in-person by ROFOA to become a Regular Member.
- iii. Probationary Members are those who do not successfully fulfill the requirements for Regular Membership or are placed on probation for a reason by the Executive Committee. Members on probation shall comply with all rules and regulations of ROFOA and any directives from the Executive Committee for the remainder of the current season and the season following or the individual shall face suspension from ROFOA. He/she may thereafter re-apply for membership as an Applicant.
- iv. Honorary Members are those members who desire not to officiate but want to associate and attend meetings pertaining to the best interest of football. Honorary Members may be members who need to take a temporary leave of absence, or wish to become inactive for a

season. Honorary Members are not required to pay membership dues; therefore are not afforded the privileges of Regular Members.

Section D. At the request of a Regular Member, the Executive Committee may grant a leave of absence for one (1) or more years to such a member, after which the Regular Member shall be entitled to return to Regular Membership status.

Section E. Should a Regular Member be called into military service, upon his/her return, the member shall be reinstated at his/her prior membership status.

Section F. Prior to receiving game assignments, all members may be required to execute a contract with ROFOA indicating their affiliation as being an independent contractor. Nothing contained in these Bylaws shall be construed as an employment agreement between any member and ROFOA.

ARTICLE III OFFICERS AND DUTIES

Section A. Officers.

- i. The Officers of the Association shall be a President, First Vice-President, Second Vice-President, Secretary, and Treasurer, elected pursuant to the elective process as set forth under the provisions of these Bylaws. The Officers must be Regular Members, and not subject to probation or suspension, at the time of their election. Officers may be an official at any TSSAA-level (middle or high school).
- ii. The term of office for each Officer shall be one (1) year, and serves at the will of the membership. Officers may be re-elected to serve consecutive terms without limitation, except the President who may not serve more than three (3) consecutive 1-year terms in the office of President.
- iii. The Officers shall conduct, manage, and administer the business affairs of ROFOA and shall have control over and oversee the handling of all its funds and properties. They shall approve the expenditure of all funds, maintain appropriate and necessary records and receipts of all transactions, and shall set the amount of all fees or expenses that are paid by ROFOA; however, at no time shall they permit the funds to be depleted. They shall enforce the provisions of these Bylaws and shall make decisions regarding all matters affecting ROFOA. The Officers, in cooperation with the Executive Committee, shall act upon all matters not specifically covered in these Bylaws by taking whatever action they deem reasonable and appropriate, carry out the duties enumerated in these Bylaws, and shall have the same duties, rights, powers, and protections as directors of any not-for-profit Tennessee corporation.

Section B. Executive Committee.

- i. The Executive Committee shall be the Officers together with the Assigning Officer, and Supervisor(s) as selected under the provisions of these Bylaws.
- ii. The Executive Committee shall be chaired by the President.
- iii. The Executive Committee shall be responsible for determining the calendar of events for the upcoming year, such as the dates and times of all local meetings, training sessions, clinics, and any banquet or other Association-sponsored event.

Section C. Duties for the President.

- i. Preside at all meetings and conduct the business sessions in accordance with parliamentary procedure.
- ii. Meet with the Executive Committee to determine policies and other matters not specifically covered in the Bylaws.
- iii. Report to the Officers, Executive Committee, and the membership, as appropriate.

- iv. Serve as a signatory officer on all fiscal accounts held in the name of ROFOA.
- v. In conjunction with the Executive Committee, determine committee membership.
- vi. Serve as an ex-officio member of every committee.
- vii. Withhold his/her vote on all matters before the membership except where the votes are equally divided.

Section E. Duties of the Vice President(s).

- i. 1st Vice-President shall preside and perform the functions of the President in his/her absence.
- ii. Chair such committees as designated by the President.

Section F. Duties of the Secretary-Treasurer.

- i. The duties of the Secretary and Treasurer may be served jointly or separately as determined by the membership. If served jointly, he/she is entitled to only one (1) vote on matters coming before the Officers or Executive Committee, or if served separately, each shall be considered a separate office and each have one (1) vote.

Secretary

- ii. Record attendance at all meetings, and report to the Executive Committee the name(s) of official(s) who have failed to attend the required number of meetings, as stated on the meeting schedule published each year.
- iii. In case a member of ROFOA is suspended, the Secretary shall immediately notify TSSAA, giving the reasons cited by the Executive Committee for issuing the suspension.
- iv. Keep minutes of all meetings called by the President, which shall be submitted to the Executive Committee. In addition, any notices required by these Bylaws for any purpose shall be prepared and couriered by the Secretary.
- v. Forward the names of each Supervisory candidate who has been nominated by the membership to TSSAA for consideration. TSSAA will make final approval for each Supervisor prior to any candidate assuming such a position.
- vi. Forward name of the Assigning Officer who has been elected by the membership to TSSAA.
- vii. Record the name(s) of any Sub-Varsity Assigning Officer for ROFOA information purposes.
- viii. Serve as assistant to the Treasurer, and serve as a signatory officer on all fiscal accounts held in the name of ROFOA.

Treasurer

- ix. Collect all dues, fees, or other receipts of money on behalf of ROFOA, and maintain a journal of all bank deposits for all accounts held in the name of ROFOA, which shows in detail the sources of all cash and checks received.
- x. Disburse necessary and appropriate funds held by ROFOA as directed by the Officers, and shall maintain a complete record of each receipt and disbursement so made. For any disbursement more than \$500.00, the check for such disbursement shall be signed by two (2) authorized Officers.
- xi. Prepare an annual budget, with the Officers, for operation of the organization and present it to ROFOA membership on or before the second membership meeting of each year for approval by the members.
- xii. Prepare an annual financial report and present to ROFOA membership showing all ROFOA receipts, disbursements, and present fund balances by the second membership meeting of each year, and at any time upon request from an Officer or the membership.
- xiii. Arrange for an annual audit, performed by a committee comprised of at least (3) Regular Members, who shall not be Officers, (Audit Committee). In the event of any irregularities found during the audit or at the direction of the Officers upon recommendation by the Audit Committee, a certified public accountant (or qualified independent professional) not affiliated with ROFOA shall be hired on competitive bids solicited by the Officers to perform the audit.

- xiv. The completed audit report shall be presented by the Treasurer to the Executive Committee. As applicable, file with the State of Tennessee Department of Revenue and the Internal Revenue Service (IRS) the necessary tax forms and other information required by these agencies. Copies of all tax returns submitted shall be provided to the Officers.
- xv. The fiscal year of ROFOA shall be a calendar year beginning on January 1st.
- xvi. The Treasurer shall be paid for his/her services in accordance with the amount approved in the annual operating budget.
- xvii. Serve as assistant to the Secretary.

Section E. Duties the Assigning Officer.

- i. He/she shall be nominated by the Association, pursuant to the elective process as set forth herein, and approved by TSSAA.
- ii. The term of office shall be one (1) year, and serves at the will of the membership.
- iii. During his/her term of office, he/she shall not be an "on-field" official for high school varsity games.
- iv. Work closely with the Supervisors and Sub-Varsity Assigning Officer(s), in developing, assigning and overseeing all game assignments of behalf of ROFOA, including all varsity, junior varsity, freshmen, and middle school contests.
- v. Coordinate with schools in ensuring the appropriate fees are billed to each member school for Varsity booking game assignments (including fees for scrimmages and jamborees).
- vi. Interface as needed with the member school administrators to coordinate game schedules and requests for scrimmages and jamborees.
- vii. The Assigning Officer shall be paid for his/her services in accordance with the amount approved in the annual operating budget. Such fee is recommended to be commensurate to fifteen (15) times the varsity game fee.

Section F. Duties of the Sub-Varsity Assigning Officer(s).

- i. Sub-Varsity Assigning Officer(s), if any, shall be selected by the Assigning Officer, and paid for his/her services in accordance with the amount approved in the annual operating budget.
- ii. He/she serves at the will of the Assigning Officer.
- iii. He/she may be an "on-field" official at any TSSAA-level.
- iv. Under the direction of the Assigning Officer, he/she shall perform the function of assigning football officials to junior varsity, freshmen, and middle school contests.
- v. Provide such assistance, as required by the Assigning Officer.
- i. Coordinate with their assigned schools in ensuring the appropriate fees are billed to each member school for Sub-Varsity booking game assignments.
- vi. Interface as needed with member school administrators to coordinate game schedules and scrimmages.

Section G. Duties of the Supervisor(s).

- i. Perform the duties as set out by TSSAA.
- ii. He/She shall be nominated by the membership, pursuant to the elective process as set forth herein, and approved by TSSAA.
- iii. The term of office shall be one (1) year.
- ii. During his/her term of office, no Supervisor shall be an "on-field" official at the TSSAA-level.
- iii. Train, instruct, and evaluate officials at all TSSAA-levels, and make recommendations to the Assigning Officer and Sub-Varsity Assigning Officers regarding officials' performance.
- iv. Each Supervisor shall be paid equally for his/her services in accordance with the amount approved in the annual operating budget. Such fee is recommended to be commensurate to ten (10) times the varsity game fee.

ARTICLE IV

COMMITTEES

Section A. The President may appoint such committees as he/she may deem necessary and appropriate for the efficient operation of ROFOA and to fulfill its purpose as numerated in these Bylaws, and shall be an ex-officio member of every committee. The President may designate a Chairperson for each committee, when not specifically designated by these Bylaws.

Section B. The President may appoint an Audit Committee. This committee is responsible for coordinating and overseeing an annual audit of all financial reports and banking statements submitted by the Treasurer and verifying the accuracy of these reports. Officers shall not serve on the Audit Committee.

Section C. The President may appoint a Banquet Committee. This committee is responsible for planning and overseeing an annual social event and awards recognition ceremony. The Banquet Committee should be chaired by a Vice-President.

Section D. The President may appoint a Golf Tournament Committee. This committee is responsible for all activities related to an official's golf outing, including selecting date and location, publicity, and arranging any meals and prizes.

Section E. The President may appoint a Football Foundation Committee. This committee is responsible for coordinating activities for the local chapter of the National Football Foundation. Such activities could include:

- i. Jim Cradic Award Recipient. The Jim Cradic Award is given each year to an official who has demonstrated outstanding officiating ability and performance, exemplified great attitude and quality character, and contributed to the overall health of ROFOA. The committee will distribute the Football Foundation ballot for the membership to use in submitting nominations, and confidentially collect the nominations and submit to the Football Foundation.
- ii. Football Hall of Fame Induction. The committee will solicit nominations for officials (active and retired) and submit names to the Football Foundation as nominees for consideration for induction into the Mountain Empire National Football Foundation Hall of Fame. All inductees must have longstanding history with ROFOA and high school athletics, demonstrating outstanding achievements worthy of honor at the highest level recognized by ROFOA.

Section F. The President may appoint a Technology Committee. This committee should be chaired by a Vice-President and is responsible for developing, implementing, and maintaining specific guidance policies regarding website content, access, privacy, and other relevant website matters, which may include (a) website design, (b) management of all data added to and removed from the website; and (c) registration of website and selection and coordination with the Internet Service Provider ("ISP"). This committee is also responsible to oversee any technology needs for membership meetings.

Section G. The President may appoint a Membership Committee. This committee should be chaired by a Vice-President and is responsible for developing, implementing, and maintaining a program to recruit and retain officials for ROFOA.

ARTICLE V MEETINGS

Section A. All ROFOA meetings shall governed by commonly understood rules of order. In the event of a conflict in understanding of the rules, Roberts Rules of Order may be consulted to resolve, and the matter ultimately resolved by simple majority vote of the Regular Membership. A parliamentarian may be appointed by the President to advise the President on parliamentary procedures and to ensure that these Bylaws are being followed.

Section B. ROFOA meetings shall be held at such time and place as determined by the Executive

Committee. Prior to the first membership meeting, notice of the meeting will be distributed via e-mail to the membership, published in a local newspaper, and/or published on ROFOA website (which may be the website used to assign games).

Section C. The Executive Committee should schedule at least eight (8) meetings of ROFOA each football season, with a minimum of one (1) of these meetings being designated for teaching proper TSSAA football mechanics.

Section D. Attendance will be compulsory at local meetings. Should any Regular Member fail to attend five (5) regular meetings without an acceptable excuse, the person is to be placed on probation for the duration of the following season. While on probationary status he/she must adhere to all the rules and regulations of ROFOA or be dropped from the roll and thereafter reapply as an Applicant. The validity of the excuse will be determined at the sole discretion of the Executive Committee. Continued tardiness and/or leaving meetings early will be treated as an unexcused absence. Attendance at a State Rules meeting shall count toward one (1) of the regular local meetings.

Section E. Any member desiring credit for any meeting other than meetings of ROFOA shall have a letter certifying his/her attendance at any TSSAA Association meeting and presented immediately to the Secretary. Any such meeting attendance must occur prior to the end of October.

ARTICLE VI DISCIPLINE OF MEMBERS

Section A. Disciplinary duties, relative to members attendance or payment of dues, are vested solely in the Executive Committee. If the Executive Committee shall so rule, they may: a) change the membership status of a member; b) place any official on one or more years' probation; and/or, c) suspend any official for a fixed or indefinite amount of time. All of the above will normally be preceded by consultation with the member in question. A member may file a written appeal with the Executive Committee at any time on such matter. All decisions rendered by the Executive Committee are final.

Section B. Failure of a member to cover an assigned game may result in disciplinary action up to and including suspension of the member involved. Such disciplinary action is determined solely by the Assigning Officer.

Section C. Failure to pay the required annual membership dues on or before the designated due date will result disciplinary action. Disciplinary action may include but not be limited to: (1) member being assessed an additional \$5 late fee; (2) member be required to appear before the Executive Committee for a disciplinary hearing; (3) member being placed on probationary status; or (4) member being suspended. Members are expressly prohibited from officiating games at any TSSAA-level until their membership dues are paid to ROFOA in full.

Section D. Members subject to disciplinary review shall be notified (direct communications or by e-mail) at least (5) days prior to the Executive committee's review meeting. After the case is reviewed, the Executive Committee will inform the member of an action taken.

Section E. All members are required to adhere to the rules and regulations governing sports officials as adopted by TSSAA and the Official's Code of Conduct as published by the National Federation of State High School Associations (NFHS).

Article VII VOTING & ELECTIONS

Section A. Unless otherwise stated, voting privileges on any matter related to ROFOA shall be restricted to Regular Member who are in good standing with ROFOA and present at the time said vote is taken.

Section B. Elections of Officers and Executive Committee Members shall be held annually at the last regularly scheduled membership meeting of the current football season. Nominations shall be received only at this regular membership meeting. A nominee must be present or have given their prior written consent to be nominated prior to being placed into nomination. A Regular Member shall be elected to office or nominated for the same by a majority of the Regular Members present at the meeting when the election occurs. Newly elected Officers and Executive Committee Members shall assume the duties of their respective offices on the first day of January following the election.

ARTICLE VIII REPLACEMENT OF OFFICERS OR EXECUTIVE COMMITTEE PERSONNEL

Section A. If the President is removed from or leaves that position, the First Vice-President will assume the office of President, and the Second Vice-President will assume the office of First Vice-President. If the First Vice-President is removed from or leaves that position, the Second Vice-President will assume the office of First Vice-President. In the case for any other Officer vacancy, the Executive Committee will appoint a temporary Officer to fill the office until special election can be conducted at a membership meeting.

Section B. If the office holder-elect is unable or declines to take office, the vacancy will be filled by the candidate who received the next highest number of votes in the most recent election for that position. If the candidate with the next highest vote total declines the vacated position, the office will be filled by the candidate with the next highest vote total, until there is not a candidate available to fill the vacancy by this process. If there is not a candidate available to fill the vacancy by this process, the Executive Committee will appoint a temporary Officer to fill the office until special election can be conducted at a membership meeting.

ARTICLE IX DUES AND FEES

Section A. To be eligible as a Regular Member, a member shall pay annual dues as established by the Officers. Required membership dues are due and payable on or before the second membership meeting each year. Members who are delinquent in the payment of annual dues and fees shall be subject to disciplinary action as stated in these Bylaws.

Section B. Any special fee assessments approved by the membership are binding on all Regular and Probationary Members.

Section C. The Executive Committee will review the dues and assessment requirements annually. Proposed Association dues are to be presented to the membership for a vote by the first (1st) membership meeting of the year.

Section D. Each high school and middle school will pay a yearly booking fee as set by the Executive Committee, and within the guidelines and limits set by TSSAA.

Section E. Varsity game fees are set by TSSAA, and, unless otherwise established by TSSAA, Sub-Varsity game fees are set by the Executive Committee. No member shall accept any amount greater than the applicable fee so set for his/her officiating services.

ARTICLE X GAMES ASSIGNMENTS

Section A. Game assignments shall be made by the Assigning Officer and the Sub-Varsity Assigning Officer(s). No member shall accept any game assignment at any TSSAA-level except those assigned by

the Assigning Officer, Sub-Varsity Assigning Officer, or by TSSAA.

Section B. If, on the day of an assigned game, a member has an unexpected or unforeseen emergency, prohibiting him/her from working the game, the Assigning Officer and/or Sub-Varsity Assigning Officer shall be contacted immediately. If both the Assigning Officer and the Sub-Varsity Assigning Officer are unavailable, the member shall immediately notify a Supervisor. If a Supervisor is not available, he/she shall notify the referee for the game.

Section C. A game assignment made by the Assigning Officer or the Sub-Varsity Assigning Officer and accepted by the member is a firm and binding contract between the official and ROFOA. With the exception of illness, no contract shall be cancelled by the member.

Section D. The Assigning Officer, in cooperation with the Supervisors submit names to TSSAA of members eligible for TSSAA play-off assignments. Only Regular Members may qualify for "on-field" play-off status.

ARTICLE XI TRAINING PROGRAM FOR OFFICIALS

Supervisors are responsible for maintaining a training program for both experienced and inexperienced member officials. The program for experienced officials should consist of local meetings and clinics during the season, at which time regularly planned programs and activities shall be followed. The program for inexperienced officials, in addition to the meetings and clinics held, should include special meetings for instruction in mechanics and other educational subject matter dealing with officiating. There will be a definite plan followed by ROFOA in assigning inexperienced officials to games and in having the work of such officials observed by mentoring officials who will confer with the official so observed and offer suggestions for improving his/her officiating skills.

ARTICLE XII AMENDMENTS TO THE CHARTER AND BYLAWS

Amendments to these Bylaws may be made by a two-thirds affirmative vote of the Regular Members in attendance at a regular or called business meeting. A minimum of one (1) week prior notice of the consideration of amendments shall be given to the membership. Such notice may be given by e-mail, website posting (which may be the website used to assign games), and/or by verbal announcement at a regular business meeting of the membership.

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