

**Bylaws**  
**Of the**  
**West Coast Officials**  
**Association, Inc.**

## **Table of Contents**

<b>Article 1</b>	<b>Name</b>
<b>Article 2</b>	<b>Purposes</b>
<b>Article 3</b>	<b>Corporate Records &amp; Authority</b>
<b>Article 4</b>	<b>Membership</b>
<b>Article 5</b>	<b>Registration and Dues</b>
<b>Article 6</b>	<b>Board of Directors</b>
<b>Article 7</b>	<b>Officers and their Duties</b>
<b>Article 8</b>	<b>Elections of Officers</b>
<b>Article 9</b>	<b>Treasurer &amp; Booking Commissioners</b>
<b>Article 10</b>	<b>Committees</b>
<b>Article 11</b>	<b>Meetings</b>
<b>Article 12</b>	<b>Ratings &amp; Contest Assignments</b>
<b>Article 13</b>	<b>Violations &amp; Disciplinary Actions</b>
<b>Article 14</b>	<b>Quorum</b>
<b>Article 15</b>	<b>Parliamentary Procedures</b>
<b>Article 16</b>	<b>Amendments to the Bylaws</b>

# Bylaws of the West Coast Officials Association, Inc.

## **Article I - Name**

The name of this corporation is West Coast Officials Association, Inc. (WCOA).

## **Article II - Purposes**

The purposes of the WCOA are organized as follows:

1. To establish and maintain an organization dedicated to providing competent contest officials that will assist in the educational and athletic development of young athletics.
2. To provide competent, well-trained and unbiased contest officials for the youths that are participating in youth leagues, junior high, freshman, and high school athletic contests.
3. To promote through the actions, attitude and leadership of its members the ideals of good sportsmanship and respect for players, coaches, spectators, students, and administrative personnel and contest officials.
4. To sponsor, coordinate and promote programs that will provide training and continuing education to officials in order to improve their judgement, game management, knowledge of the rules, conditioning and opportunities for advancement.
5. To encourage and provide an equal opportunity for all its members with respect to contest assignments, advancement, ratings and selection for leadership positions, regardless of sex, national origin, race, age, disability or religion.
6. To enhance the recruitment of a diversity of members that reflect the community that WCOA serves, including, but not limited to, minority and female members.
7. To coordinate WCOA's activities, purposes, policies, and functions with the rules, regulations and policies adopted by the Florida High School Activities Association (FHSAA).
8. To disseminate the aims and activities of the WCOA to the general public in a manner intended to evoke public involvement and support.
9. To collect membership dues from its members in furtherance of WCOA's objectives, to prudently expend all funds received and disburse the net interest and other earnings that may be received in satisfaction of its operating expenditures and expenses and in support of meritorious projects which may further its objectives.
10. To perform all other acts and carry on and conduct all other activities necessary or useful in connection with or incidental to the accomplishment of any of the purposes set forth herein to the full extent permitted by the laws of the State of Florida.
11. To operate exclusively in any manner for the promotion of social welfare as will qualify WCOA as an exempt organization under Section 501©(4) of the Internal Revenue Code of 1986, as amended, or under corresponding provision of any subsequent federal tax laws.

### **Article III - Corporate Records: Authority to Act**

**Section 1. Records.** WCOA shall maintain at its principal place of business accurate and complete records of its activities and policies, including a record of its members and minutes of the proceedings of its members, Board of Directors and committee meetings.

**Section 2. Inspection.** All records required by applicable laws or regulations to be maintained by the corporation shall be open for inspection by the membership at all reasonable times.

**Section 3. Seal.** The corporation shall own a corporate seal which shall be circular in form and have inscribed thereon its name and the date and state of its incorporation.

**Section 4. Contracts.** The Board of Directors may by resolution authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of or on behalf of the corporation, and such authority may be general or confined to specific instances; but absent the grant of such authority no individual, other than the President, shall have the power to bind the corporation under any contract, pledge its credit or render it liable for any purpose or in any amount.

**Section 5. Payments.** All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed or endorsed by such person or persons in such manner as shall be determined by resolution of the Board of Directors.

### **ARTICLE IV - Membership**

**Section 1. Eligibility and Powers.** Any person paying dues and agreeing to be bound by the Bylaws and by such rules and regulations as WCOA and FHSAA may from time to time adopt shall be eligible for membership in the corporation, subject to filing a written application on a form prepared by the corporation for such purpose or in accordance with such other procedures as may be adopted by the Board. Each member (except an honorary member) shall be currently registered and in good standing with the FHSAA. All such members shall have like powers with respect to voting and eligibility for service as an officer or member of the Board of Directors.

The Board of Directors of the corporation shall have the power to open membership to others and to create separate classes of membership so as to include other forms of participation in WCOA's affairs, or to create advisory positions or bodies to ensure such representation as the Board finds to be appropriate, such separate classes, positions or bodies to hold such powers and responsibilities and be subject to such restrictions as may be designated by the Board.

**Section 2. Membership Categories.** The following three categories of membership are established:

- a. **Probationary Member.** This category includes any member that has not been certified by the Sports Committee for a WCOA designated sport, regardless of whether he or she has been a previous member of WCOA. This category also includes any member with prior membership in WCOA that has extended his or her leave of absence for more than one calendar year.
- b. **Certified Member.** This category includes any member that has completed a term as a probationary member and has been certified by the Sports Committee for a particular WCOA designated sport. Any previously certified official that has filed a written leave of absence with FHSAA and WCOA, provided that such leave of absence does not exceed one calendar year, shall also be deemed to be a certified member.

- c. **Honorary Member.** This category includes any individual that is nominated and elected for such honor by WCOA and has performed outstanding and distinctive services to WCOA, but is not currently registered as a probationary or certified member official. Such member shall not be required to pay any annual dues or fees, but shall enjoy all other privileges of membership.

The Sports Committee for each respective WCOA recognized sport will evaluate each probationary member at the completion of the annual season for such sport and decide whether probation status will be extended or lifted. A member may be deemed to be a member of more than one category of membership in the corporation if he or she is involved in more than one WCOA designated sport. Except for any honorary members that have been selected by the corporation, each member in the corporation must annually review his or her membership in the corporation.

### **Section 3. Termination of Membership.**

- a. **Resignation.** Any member may resign from membership in WCOA at any time by written resignation delivered or mailed to the Secretary of the corporation, which resignation shall be effective upon receipt thereof. A member's death shall be treated as his or her resignation.
- b. **By Board of Director Action.** Membership may also be terminated by a two-thirds majority vote of the Board of Directors, but only after giving the subject member a right to learn of the cause of such proposed termination and to be heard at a Board meeting held for such purpose on written notice delivered or mailed to the member at least fifteen (15) days before such meeting, and only then upon a termination the result of which is entered in the minutes of the meeting specifically finding that continuation of the membership in question would be detrimental to the best interests of WCOA or the FHSAA. Such termination shall be effective upon the mailing of a written notice thereof to the member whose membership is so terminated. Any member whose membership is terminated by Board action may appeal such decision to the FHSAA, whose decision shall be binding on the member and WCOA.

**Section 4. Voting.** Each member of the corporation shall have one vote on any matter on which members are granted a voting privilege under the Articles of Incorporation, bylaws, or applicable state law. There shall be no cumulative voting permitted for the election of officers or on any other matter and no membership voting by proxy.

## **ARTICLE V - Registration and Dues**

**Section 1. Dues and Assessments.** No member shall be liable to the corporation for any dues, subscriptions or assessments of any kind except as he or she may agree to at such time as an annual membership application is filed with the corporation. Each member shall pay annual dues as established by the Board of Directors for each WCOA designated sport. Members may also be held responsible for fines that are established from time to time by rules, regulations or policies adopted by the Sports Committees, by FHSAA or by the Board of Directors. Dues become payable after the end of the season for each respective sport and must be paid on or before the delinquent dates set forth as follows:

- a. Dues for football become delinquent at the conclusion of the first football meeting;
- b. Dues for basketball become delinquent at the conclusion of the first basketball meeting;
- c. All elected members of the Board of Directors and Sports Committees will be exempt from paying yearly dues during their term of office.

Any member that renews his or her membership after the delinquent date shall also be required to pay a delinquent fee as established by the Board of Directors in addition to annual dues paid.

**Section 2. Membership Year.** The membership year shall begin annually on the later of August 1 or the date dues are paid and will end on the delinquent date that dues must be paid for the applicable sport in the following year.

**Section 3. Membership Application.** Each application for membership shall be submitted in writing to the WCOA on a form furnished by WCOA. Members shall be required to pay annual dues for each sport as designated by the Board of Directors; returnable if such application is rejected, at such time as they submit an application form. A current photograph may be required by WCOA to be kept on file with each membership application.

**Section 4. Renewal Memberships.** An application for renewal of membership will be mailed to all members in good standing at their last known address prior to August 1 of each year. All renewals, accompanied by the payment of annual dues, will be returned to WCOA on or before the delinquent dates listed for each sport.

**Section 5. Delinquent Dues.** Any member that renews his or her membership after the delinquent date shall also be required to pay a delinquent fee as established by the Board of Directors in addition to regular dues paid.

## **ARTICLE VI - Board of Directors**

**Section 1. Power and Responsibility.** Subject to the limitations imposed by the Articles of Incorporation or these Bylaws, all corporate powers and responsibilities shall be exercised by or under the authority of, and the business and affairs of the corporation shall be controlled by, the Board of Directors. In addition to the powers and responsibilities set forth above, the Board of Directors shall be responsible for:

- a. Studying, evaluating and acting upon complaints initiated by the schools that it serves, any matters relating to its members and the FHSAA;
- b. Making recommendations for the vote of the membership;
- c. Approving all expenditures of funds and operating budgets;
- d. Acting as a final court of appeals for all decisions made by each Sports Committee and EEO Committee;
- e. Annually appointing the E.E.O. Committee and Chairperson;
- f. Annually undertaking to have an audit, compilation or review conducted of WCOA's financial records; and
- g. Appointing a Treasurer, Booking Commissioner for each designated sport and, if it deems it to be necessary, an Assistant booking commissioner.

**Section 2. Number and Composition.** The persons which shall constitute the entire Board of Directors shall consist of the following members:

- a. President or Chairman;
- b. Vice President of each designated sport;
- c. Secretary;
- d. Equal Employment Opportunity Chairperson; and
- e. Immediate Past President

The President shall serve as the Chairman of the Board of Directors and shall preside at all meetings of the Board.

**Section 3. Election and Term.**

- a. **Time of Election.** Directors shall be elected or, in the instance of the EEO Chairperson appointed, in the manner set forth in Article VII, Section 1 and Article VII below and shall hold office until their respective successors shall have been elected and qualified or until their earlier death, resignation or removal from office.
- b. **Term of Office.** The term of office of each Officer/Director, exclusive of the EEO Chairperson, whether elected at a general or other membership meeting, shall be for a period of two years. The term of the EEO Chairperson shall be for a one-year period.
- c. **Consecutive Terms.** Each Director may serve on the Board for consecutive terms of office.

**Section 4. Vacancy.** Any vacancy occurring in the Board of Directors, excluding any vacancy created by reason of an increase in the number of directors, may be filled by the affirmative vote of a majority of all remaining Directors, even if less than a quorum, and a Director so chosen shall hold office until the normal expiration of the term of the Director whose absence creates the vacancy. The members may at any time elect a director to fill any vacancy not filled by the Directors, including one created by an amendment of the Bylaws authorizing an increase in the number of directors.

**Section 5. Removal.** At a meeting of members called expressly for that purpose by at least 25% of the general membership for the position of President, Immediate Past President and Secretary and at least 25% of the membership of the particular sport for a Vice President, any Director may be removed by vote of a majority of the voting members present for such applicable membership meeting, but only following a specific finding that each such Director has failed to perform the material duties of his or her office.

**Section 6. Quorum and Voting.** A majority of the number of Directors fixed in the manner prescribed in this Article VI, Section 2 of these Bylaws shall constitute a quorum for the transaction of business. The action of a majority of the Directors present at any meeting, at which there is a quorum, when legally assembled, shall be deemed to be a valid corporate action.

**Section 7. Director Conflicts of Interest.**

- a. No Director shall participate in or vote on any matter, which involves a conflict of interest.
- b. Whenever a Director has cause to believe that a matter to be voted upon involves a possible conflict of interest, he or she shall announce the conflict and abstain from both participating in and voting on such matter. The question of whether an actual conflict exists shall be decided by a majority vote of the Directors other than the individual announcing the possible conflict and director who has similarly announced a possible conflict of interest with respect to the same issue.
- c. Any member may raise a question of possible conflict of interest with respect to any Director.

**Section 8. Committees.**

- a. By resolution adopted by a majority of the entire Board of Directors, there may be designated from among its members committees each of which, to the extent provided in such resolution, shall exercise all authority delegated by the Board, except with respect to the matters which by law, the Articles of Incorporation or these Bylaws that may be precluded from being delegated to a committee.

- b. With the exception of the Sports Committees, each committee (including the members thereof) shall serve at the pleasure of the Board and be appointed by the Board and shall keep minutes and report the same to the Board. The Board may designate one or more Directors as members of any committee. In the absence or upon the disqualification of a member of a committee, the Board shall appoint a successor thereto.
- c. A majority of all members of a committee shall constitute a quorum for the transaction or business, and the vote of a majority of all the members of a committee present at a meeting at which a quorum is present shall be the act of the committee. Each committee shall adopt whatever other rules of procedure it determines appropriate for the conduct of its activities.

**Section 9. Place of Meeting.** Meetings of the Board of Directors may be held at any location specified in the call of the meeting or as agreed to by the Directors.

**Section 10. Time, Notice and Call of Meetings.**

- a. **Regular Meetings.** Regular meetings of the Board of Directors may be held periodically during each annual period with the President presiding as Chairman in accordance with such schedule as may be agreed to by the Board. The President may call additional meetings as necessary. No notice of the time or purpose of such regular meetings need be given.
- b. **Special Meetings.** Special meetings of the Board shall be held from time to time upon call issued by the President, or by any four Directors. Written notice of the time and place of each special meeting shall be delivered personally to all Directors or sent to each by facsimile or letter, addressed to his or her address shown on the records of the corporation or as otherwise actually known by the Secretary. If notice is mailed or faxed, it shall constitute sufficient notice if it is delivered to the above address not less than twenty-four hours prior to the time of the holding of the meeting.

**Section 11. Action Without a Meeting.** Any action required or permitted to be taken by the Board or a committee thereof may be taken without a meeting if all members shall individually or collectively consent in writing to such action. Such written consent shall be filed in the minutes of the proceedings of the Board or Committee and shall have the same effect as unanimous vote in favor of the action consented to.

**Section 12. Compensation and Expenses.** No Director shall receive compensation for services rendered to the corporation as Director, but this restriction shall not preclude any Director from serving the corporation in any other capacity for which compensation may properly be paid. Expenses incurred by Directors may be reimbursed to the extent authorized by the Board.

## **ARTICLE VII - Officers and their Duties**

**Section 1. Composition and Term.** The officers of the corporation shall consist of a President, Vice President for each WCOA designated sport, Secretary, four sports representatives for each WCOA designated sport and such other officers with such titles, duties and powers as may be approved by the membership from time to time. All such officers shall be elected by and serve at the pleasure of the membership. The EEO Chairperson shall also serve as an officer of the corporation but will serve as an appointive position.

**Section 2. Terms.** The terms of all officers shall be two years, commencing on the first day of January for the Vice President for Football and Football Committee members, and the first day of March for Vice President of Basketball and Basketball Committee members, and the remaining Board of Directors following their election or until a successor is appointed.

a. **Elections in Odd Numbered Years.** Elections during each odd numbered year shall be held for the offices of President, Vice President for Basketball, and two Sports Representatives for each of Football, Basketball.

b. **Elections in Even Numbered Years.** Elections during each even numbered year shall be for the offices of Vice President of Football, Secretary, and two Sports Representatives for each of Football and Basketball.

**Section 3. Resignation or Removal.** Any officer may resign by giving written notice to the Board of Directors, the President or the Secretary. Such resignation shall take effect upon receipt of the notice, or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any officer may be removed for failure to materially and substantially perform his or her duties, conviction of a crime, or as a result of engaging conduct that is a fundamental violation of WCOA or FHSAA policies, in each instance by action of a two-thirds vote of the Board taken at any regular or special meeting of the Board. Any member of the Board of Directors or a Sports Committee that misses three scheduled meetings of such respective group during a calendar year may also be replaced by a two-thirds vote of the other members of the Board or applicable Sports Committee. In addition, any officer/director of the corporation may be removed by the general membership or membership in a designated sport in accordance with the procedures set forth in Article VI, Section 5 hereof. For purposes of the Section the sports representatives shall be treated as a Vice President for a designated sport in applying the removal procedures to be utilized.

**Section 4. Vacancy.** A vacancy in any office shall be filled by action of the Board and its appointee shall hold office for the unexpired term or until his successor is elected and qualified.

**Section 5. President.** The President shall be the principal executive officer of the corporation and shall generally supervise the affairs of the corporation. He or she shall preside at all general membership meetings and of the Board of Directors, shall supervise all negotiations on behalf of WCOA and make every reasonable effort to further the policies adopted by the corporation. The President shall call meetings as deemed necessary to inform the membership of present recommendations for approval by the members and shall assign duties, and appoint committees as may be necessary and proper for the conduct of the business and affairs of the corporation. He or she shall be an ex-officio member of all committees appointed by the Board, other than the Election Committee, and shall have the general powers and duties customarily performed and exercised by the Chief Executive Officer of any not for profit corporation organized under the laws of Florida, as well as such additional powers or duties as may be prescribed by these bylaws. The President shall be responsible for all negotiations with various schools and conferences served by WCOA.

**Section 6. Vice President (one per sport).** The Vice President for each sport shall assist the President in the performance of his or her duties and shall preside at all meetings of the Sports Committee of the sport which he or she represents. Any Vice President shall perform such other duties as from time to time may be assigned to him by the Board of Directors or President.

**Section 7. Secretary.** The Secretary shall keep or cause to be kept at the principal office of the corporation or such other place as the Board of Directors may designate, a current membership record showing the names of all members and their addresses; and a record of all meetings conducted by the membership, directors or director committees, which record shall include the time and place of holding; whether regular or special meeting; and if special how authorized; the notice thereof given; the names of those present or represented at director or director committee meetings; the names of voting members present at membership meetings; and the proceedings thereof.

The Secretary shall give, or cause to be given, notice of all meetings of the general membership, sport meeting and of the Board of Directors required by the bylaws or by law to be given, and shall keep the seal of the corporation and affix said seal to all documents requiring a seal.

The Secretary shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.

**Section 8. Sports Representative.** The respective Sports Committees for each sport shall establish the duties of each Sports Representative on the committee. Unless otherwise determined by the Sports Committee, the Sports Representatives on each Sports Committee shall perform the following functions:

a. **Director of Training.** The Sports Committee shall appoint a Director of Training that will be responsible for the preparation, presentation and conduct of clinic meetings for members of that sport and will obtain the list of new members from the Secretary and set up training sessions to aid new members in developing their officiating mechanics and knowledge of the rules. Throughout the applicable sport season, the Director of Training will be responsible for the evaluation of each new member that has been classified as a probationary member. The Director of Training will also be responsible for supervising the recruitment of new members into WCOA and shall perform such other duties as delegated to him by the Sports Committee.

b. **Recording Secretary.** The Recording Secretary shall record the minutes of all Sports committee and Sports Meetings (as defined in Article XI, Section 3 hereof) during the sports season and shall perform such other duties as delegated to him by the Sports Committee.

c. **Ratings Officer.** The Ratings Officer shall maintain the records of all member ratings and the Contest Assignment Listings (as defined in Article XII, Section 1 hereof) for each sport. He shall be responsible for coordinating the ratings efforts for the Sports Committee and shall perform such other duties as delegated to him by the Sports Committee.

d. **Attendance Officer.** The Attendance Officer shall keep an attendance record of all Sports Meetings during the sports season. He shall be responsible for coordinating and maintaining the records for all disciplinary actions taken by the Sports Committee and shall perform such other duties as delegated to him by the Sports Committee.

**Section 9. E.E.O. Committee Chairman.** The E.E.O. Committee Chairman shall coordinate the activities of the E.E.O. Committee to ensure that all members of the WCOA are equitably treated without regard to sex, color, age, race, and religion or ethnic background. The E.E.O. Chairman shall also promote efforts to recruit minority membership in the WCOA, chair all meetings of the E.E.O. Committee, serve on the WCOA Board of Directors and perform all other duties prescribed by these Bylaws.

**Section 10. Term.** A member may serve consecutive terms in a single elected or appointed office.

## **ARTICLE VIII - Election of Officers**

**Section 1. Election Committee.** At the first annual general membership meeting of each calendar year the President shall appoint an Election Committee consisting of not less than three members nor more than five members to supervise the recruitment, nomination and election of the officers of WCOA. The President shall be required to appoint at least one member from each sport on this committee.

**Section 2. Presentation of Nominees.** The Election Committee shall be required to publish its slate of nominees for elective office at either a general membership or sports meeting, as it may determine in its discretion, subject to review and approval of the Board of Directors. Each nominee shall have been contacted previously by the Committee to confirm that the member will accept the nomination and elective office position, if elected. At such time as the Election Committee announces its slate of nominees for elective office, the president shall entertain nominations from the floor, provided, however, that such floor nominees must have been contacted in advance of the call for floor nominations to confirm that the member will accept the nomination and position, if elected.

**Section 3. Qualifications.** All nominees for elected office must be a member in good standing with the WCOA.

**Section 4. No Duplicate Offices.** No member may be nominated for and serve in more than one elective office.

**Section 5. Ballots.** Subject to the review and approval of the Board of Directors, the Election Committee shall establish the date and manner of conducting all elections. The Election Committee will be responsible for having a ballot mailed to each member in good standing at his or her last known address on the corporation's records. All members will be entitled to vote for the position of President and Secretary and for the Vice President and Sports Representative positions in each sport that he is registered with according to WCOA's corporate records. The Election Committee shall be responsible for disseminating, collecting, counting and validating all ballots received. The nominee with the highest number of valid votes for each office will be declared by the Election Committee to be the winner.

**Section 6. Election Rules.** The format of the election balloting procedures will be established by the Board of Directors.

## **ARTICLE IX - Treasurer and Booking Commissioners**

**Section 1. Treasurer.** The Treasurer shall be an appointive position that is approved by the Board of Directors for a term of one year. The Treasurer may be compensated at an amount which must be within WCOA's annual budget and approved by the Board of Directors. The Treasurer shall receive all monies of the corporation; shall keep an accurate record of receipts and expenditures; and shall pay out funds only as authorized by the corporation. He shall present a current statement of accounts to the Board of Directors as requested, and a written annual financial statement to the Board of Directors. The Treasurer shall prepare an annual operating budget for WCOA and shall present such reports as the President may from time to time require. He shall deposit the operating funds of the corporation in one or more bank accounts selected by the Board of Directors and shall perform such duties as may be incidental to the office and shall furnish such bonds as the Board of Directors shall determine to be required for the faithful performance of his duties at the corporation's expense. The Treasurer will be expected to meet with the Board of Directors or Sports Committees as requested. The Treasurer shall be appointed for a one-year term by the Board of Directors on a part time basis pursuant to an independent contractor arrangement. The Treasurer need not be registered as a member of WCOA to serve in this capacity.

The Board of Directors shall make an application available for the position of Treasurer on or before February 1 of each year and shall be required to appoint a Treasurer prior to August 1 of each year.

**Section 2. Booking Commissioner.** The Booking Commissioner shall be an appointive position and shall be selected for each sport. There shall be no prohibition against an individual serving in this capacity for more than one sport. The Booking Commissioner shall be appointed for a one year term on a part time basis pursuant to an independent contractor agreement and shall be recommended by the appropriate Sports Committee for appointment and approval by the Board of Directors. Each Booking Commissioner may be compensated at an amount which must be within the annual budget approved by the Board of Directors. The Board of Directors shall be responsible for determining when applications for the position of Booking Commissioner shall be made available and may also determine whether an Assistant Booking Commissioner shall be appointed. The Booking Commissioner will be expected to meet with the applicable Sports Committee and Board of Directors as requested, but will not be a voting member of such committee. The Booking Commissioner will assign all games to members of the corporation in accordance with the Bylaws and contract requirements that are imposed on WCOA. All bookings for contest assignments will be reviewed and approved by the applicable Sports Committee in advance of release to the members of the corporation and schools that are served by WCOA.

## **ARTICLE X - Committees**

**Section 1. Sports Committees.** A Sports Committee for each designated WCOA sport shall be organized consisting of the following members:

Vice President, Chairman  
Sports Representative – Director of Training  
Sports Representative – Recording Secretary  
Sports Representative – Ratings Officer  
Sports Representative – Attendance Officer  
President, WCOA

The Sports Committees shall be given the following responsibilities:

- a. The Sports Committees shall work with the Board of Directors to help improve the officiating of that sport which is represented.
- b. The Sports Committees shall meet regularly with the Vice President presiding as Chairman. The Vice President may call additional meetings as required.
- c. The Sports Committees shall approve all game assignments.
- d. The Sports Committees shall evaluate members that are classified as a probationary member both during and at the end of the sport season.
- e. The Sports Committees shall certify to the Booking Commissioner the WCOA ratings of each member.
- f. The Sports Committees shall be authorized to appoint special committees as may be necessary and proper for the conduct of the business and affairs of that sport.
- g. The Sports Committees shall receive and evaluate grievances concerning bookings, ratings, policies or association practices for that sport. If the member is not satisfied with the Sports Committee action, the Grievance Committee for that sport will hear the matter. If the Grievance Committee recommendations are not accepted by the Sports Committee, the member may take the grievance to the Board of Directors for final resolution.
- h. The Sports Committees shall prepare a Sports Committee budget annually for approval by the Board of Directors.
- i. The Sports Committees shall have the power to discipline its sports members.
- j. The Sports Committees shall establish the respective duties of each sports representative on an annual basis.

**Section 2. Equal Employment Opportunity Committee (EEO Committee).** The EEO Committee shall be composed of six members that represent the diversity of membership in WCOA as follows:

Chairperson  
Basketball Representative (2)  
Football Representative (2)  
Member at Large Representative (1)

All members of the EEO Committee will be appointed to the Committee and will include, but not exclusively be limited to, cultural minorities and women members of WCOA. Each member will serve for a one year term and may serve consecutive terms in the Committee.

The Chairperson of the EEO Committee will be appointed by the President of WCOA and approved by the Board of Directors. Members of each sport that is represented on the EEO Committee will be appointed by the Sports Committee for such sport and the member at large will be appointed by the President after consulting with the EEO Committee.

The EEO Committee shall be authorized to promulgate policies and advise the Board of Directors on issues that effect opportunities for advancement, recognition and employment for cultural minorities and women. In addition to any other general and implied duties that may be delegated to the EEO Committee by the Board, the EEO Committee shall be authorized to:

- a. Advise the Board of Directors on policies, programs and special assignments that promote a non-discriminatory environment for all WCOA members regardless of race, color, age, sex, religion or natural origin;
- b. Advise the Board on methods to enhance the recruitment and advancement of minorities and women.
- c. Assist the Board and Sports Committee in the resolution of all alleged discrimination complaints that are presented to the Board or Sports Committees;
- d. Assist the Board in any other matters requested from time to time.

Any action taken to address a discrimination complaint made by a WCOA member shall be based solely on any findings of facts made by the EEO Committee. In the event that the EEO Committee is unable to informally resolve the complaint or request for remedial action the matter shall be referred to the Board of Directors for final decision.

Section 3. FHSAA Mandated Committees. Each designated sport shall form an Evaluation Committee, an Assignment Committee, a Recommendation Committee and a Grievance Committee in accordance with section 204 of the FHSAA Officials Guidebook. The composition and responsibilities shall be as stated in the previous reference.

## **ARTICLE XI - Meetings**

**Section 1. Types of Meetings.** Members shall be entitled to attend two types of meetings, in each instance referred to as a general membership or sports meeting. Any business conducted at a Sports Meeting shall be limited to items pertaining to that particular sport. Any business conducted at a general membership meeting shall pertain to all members and all sports.

**Section 2. General Meeting.** General membership meetings shall be open to all members of WCOA, without regard to their sport affiliation. General membership meetings shall be held at least twice during the membership year at a date, place, and time announced by the Board of Directors.

**Section 3. Sports Meetings.** For the purposes of these Bylaws, a sports meeting is defined as a meeting in which all WCOA members registered in that particular sport are required to attend. Sports Meetings shall be held regularly during that sport's season at a date, place, and time determined by the Sports Committee. General membership meetings may be held in conjunction with Sports Meetings.

**Section 4. Other meetings.** Additional meetings shall be held at the call of the President or by written application by the lesser of twenty-five (25) members or 25% of the general or sports membership for the type of requested meeting.

**Section 5. Attendance at Meetings.** Attendance shall be taken and recorded at each sports meeting. Attendance records shall be kept on an annual basis and will be reported to FHSAA by the required date after the State Tournament in each respective sport. Attendance records shall reflect that a member was present, absent, or excused.

**Section 6. Excused Absences.** Any procedures for the authorization of excused absences shall be established by each Sports Committee.

## **ARTICLE XII - Ratings and Contest Assignments**

**Section 1. Contest Assignment Listing.** The Sports Committee for each designated sport shall prepare an annual Contest Assignment Listing (CAL) for all members having a current FHSAA rating in that sport and that have completed their term as a probationary member. The CAL for each WCOA designated sport shall be presented to the membership at a sports meeting prior to the date of the state exam for that particular sport.

**Section 2. Designation of Officials.** The Contest Assignment List categories shall be as follows:

- a. **Conditional (Number 1).** New official with unknown capability. May be advanced to any higher category after an evaluation has been made.
- b. **Accepted (Number 2).** Capable of officiating contests below varsity level.
- c. **Approved (Number 3).** Capable of officiating varsity contests with selection of assignments. Selective assignments only.
- d. **Qualified (Number 4).** Capable of officiating most contests assigned by WCOA. Some assignment restrictions.
- e. **Superior (Number 5).** Capable of officiating any contest assigned by WCOA. No assignment restrictions.

In evaluating each member when preparing the annual CAL list for each WCOA designated sport, the Sports Committee shall evaluate the member's FHSAA exam score, years of experience, meeting attendance, performance evaluations, game assignments and schedule, education clinics and camps attended, and any other factors that it deems to be appropriate in determining the member's category assignment. The Sports Committee shall be authorized to change a member's category at any time that it deems such change to be in the best interests of the corporation; provided, however, that such member is informed of any change to his or her category rating.

**Section 3. Appeal Rights.** A member may appeal his or her CAL rating appearing before the Sports Committee.

**Section 4. Leave of Absence.** Any member that has a written leave of absence on file with FHSAA, was previously a certified member of the corporation and furnishes evidence of such to WCOA shall be granted reciprocity consideration by the Sports Committee in preparing the Contest Assignment List.

**Section 5. Contract Obligations; FHSAA.** The Sports Committee shall ensure that all WCOA contractual and FHSAA requirements are met in determining contest assignments for the corporation. It is also the responsibility of each individual member to ensure, to the best of their knowledge, that his or her personal contest assignments meet all WCOA contractual and FHSAA requirements. Each member shall be responsibly for informing the Sports Committee if they do not.

## **ARTICLE XIII - Violations and Disciplinary Actions**

**Section 1. Violations.** Violations of these Bylaws shall be investigated by the Sports Committee for the particular sport that is involved in such alleged violations. It is the responsibility of every member to report a violation or suspected violation as soon as possible to the applicable Sports Committee. Disciplinary action may be taken by the Sports Committee based on relative merits or each violation.

**Section 2. Missed Assignment.** A member who misses a scheduled contest may be disciplined by the Sports Committee.

**Section 3. Unauthorized Cancellations and Changes.** Any member that cancels or revises an assignment for a contest without due cause, timely notification or consent of the Booking Commissioner after the assignment sheet has been published may be disciplined by the Sports Committee.

**Section 4. Uniform Violations.** The uniform and officiating procedures for contest assignments handled by the corporation shall be as prescribed by the FHSAA, WCOA, any applicable contractual obligations that have been imposed on the corporation and as directed by the Sports Committees. Any member that violates proper uniform requirements as stated by FHSAA or required by WCOA may be disciplined by the Sports Committee.

**Section 5. Performance Reports.** Any member that receives an unsatisfactory performance report may be disciplined by the Sports Committee (a category change is not considered disciplinary action).

**Section 6. Disciplinary Action.** Any disciplinary action taken against a member by the Sports Committee shall not exceed the following:

- a. A monetary fine and/or a two week suspension from any or all contests and/or probation for the remainder of the sport's season for violation if these Bylaws.
- b. Suspension for the remainder of the sport's season for flagrant or repeated violations of the Bylaws.

**Section 7. Appeal Rights.** Any member desiring to appeal disciplinary action taken by the Sports Committee shall be granted an appearance before the Board of Directors on or before the next scheduled Board meeting providing he or she submits a written appeal no later than two weeks after the disciplinary action was initially invoked.

## **ARTICLE XIV - Quorum**

**Section 1. General or Sports Meeting.** A quorum at any sports or general membership meeting will be constituted by the presence of fifty percent (50%) of the membership applicable for that type meeting.

**Section 2. General or Sports Meeting.** A quorum at any Board of Directors or Sports Committee meeting will be constituted by the presence of a majority. Members may participate in such meetings by telephone. A decision on all subjects will be achieved by a majority vote.

## **ARTICLE XV - Parliamentary Procedures**

Parliamentary procedures under the Bylaws of the Corporation shall be governed by Robert's Rules of Order Revised.

## **ARTICLE XVI - Amendments to Bylaws**

The corporation's Bylaws may be amended at any general meeting of WCOA by a majority vote, providing that the amendments have been submitted in writing to all members a minimum of seven (7) days prior to such meeting.

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