



Constitution

&

By – Laws

Revision Date 9/9/18

ARTICLE I

NAME

This organization shall have as its official name the Pinellas Area Referees, Inc. hereinafter referred to as "PAR".

ARTICLE II

Objectives

The objectives of PAR shall be to:

- A. Provide the area served by PAR with the highest quality of basketball officiating.
- B. Foster and enforce the highest standard of ethics among the members of PAR.
- C. Promote and enforce the highest principles of honesty, sportsmanship, and fair play in the game of basketball.
- D. Cooperate with the Florida High School Activities Association in all endeavors that will best serve the interests of basketball/training at all levels supervised by the FHSAA.

ARTICLE III

MEMBERSHIP

Prospective new members of PAR may qualify for admission to the organization upon the following conditions:

- A. Membership in PAR shall be based on qualification previously stated herein and in no way shall factors of race, creed, color, national origin, or sex be considered in such qualifications.
 1. The individual must have a current and approved Level II background screening in compliance with the Jessica Lundsford Act, with evidence of successful and current Level II background screening submitted to the Secretary or other Board Member designated by the PAR Board to receive and retain such proof of screening.
 2. The individual must be duly registered with the FHSAA and proof shall be presented of such registration to the Secretary of the PAR.
- B. Financial Requirements:**
 1. A member in good standing shall/must have paid all dues, fees, and fines which shall be determined annually by the Executive Board of PAR, each year extend from July 1 to June 30 Of succeeding year. The Board may, in its sole discretion, defer payment of member dues and deduct such dues from game fees due to the member.
 2. Once the conditions are met in section (A/B) the Individual shall be admitted to active membership in PAR with the same duties and rights as other members.
 - A. Members shall comply with the requirements of these By-Laws and all officially approved PAR policies set by the BOD.
 - B. For failure to comply with established PAR policies:
 1. Fined, or;
 2. Placed on probation for a period not to exceed one calendar year, or;

3. Suspended from PAR membership for a period not to exceed one year, or;
4. Expelled from PAR membership.
5. A certified letter with a return receipt request will be sent when any of the above actions take place.

3. **MEETINGS:** Meetings will be scheduled by the Executive Board of PAR, per FHSAA requirements. PAR Board will conduct all meetings under the guidelines of Robert Rules of Order. Meetings date and time to be determined by the PAR Board. The last annual meetings will be the new election of the Executive Board of PAR.

4. **NOTICES:** Each member of the association shall receive at least fourteen (14) days in written notice of the date, time, and place of any members Meeting/Trainings. notices shall be e-mail/Arbiter to the member at his/her mailing/e-mail address as it appears on the records of the Association. The notices shall also include a meeting agenda and for the annual meeting. Please check the Arbiter/PAR calendar web site in July of every year for meetings/trainings updates.

5. **QUORUMS:** A quorums shall require the presence, of at least 50% of the members of PAR in good standing in section (A/B). In person or by proxy.

6. **VOTING:** Every act or decision done or made by a majority of the members in good standing, present in person at a meeting is entitled to one (1) vote duly held at which a quorum is present is the act of the member, unless the Articles of Incorporation, these Bylaws, or provisions of law require a greater percentage or different voting rules for approval of matter.

ARTICLE IV

OFFICERS

TITLES: The officers of PAR shall be defined as follows: President; Vice-President; Secretary; Treasurer; (3- Positions Member-at-Large), Booking Commissioner.

VACANCIES ON THE BOARD: The Executive Board of PAR shall be empowered to fill vacancies in any office by majority vote.

RESPONSIBILITIES:

- A. **PRESIDENT:** Shall be the presiding officer, if present, at all meetings of PAR, shall be responsible for implementing all policies established by the Board of Directors or any policy established by vote of the membership. The president shall have (10) years of experience of officiating with PAR have the power to appoint all committees and may serve as an ex-office member of each committee. The President shall be a voting member of the Board of directors when his/her vote is required to break a deadlock or in order to meet the quorum requirement in ARTICLE VI. Promote goodwill, public relations, and favorable publicity. Insofar as possible safeguard the interests and welfare of PAR and its membership.

- B. **VICE-PRESIDENT:** In the event of the absence or disqualification of the President, the Vice-President shall have (10) years of experience of officiating with PAR assume the duties and responsibilities of the President. In the event the Vice-President does not see fit to take the position of the President, the Board of directors is eligible to appoint any member in good standing to become interim President. Promote goodwill, public relations, and favorable publicity. Insofar as possible safeguard the interests and welfare of PAR and its membership.
- C. **TREASURER:** Shall keep accurate and current financial records of all PAR funds and submit a detailed financial report at election meeting. The Treasurer shall have (5) years of experience of officiating with PAR be responsible for securing payment of services rendered by PAR and for disbursement of fees due to PAR members. These records shall be made available for inspection at the request of any member in good standing. Promote goodwill, public relations, and favorable publicity. Insofar as possible safeguard the interests and welfare of PAR and its membership.
- D. **SECRETARY:** Shall have (5) years of experience of officiating with PAR keep attendance and other association records and shall record the minutes of meetings. Be responsible for ensuring that any suggested amendments. To By-Laws or the policies are brought to the attention of the Board of Directors. Provide all members with the necessary publication of PAR. At the expiration of his/her term of office, provides and delivers all records belonging to PAR to his/her successor. Promote goodwill, public relations, and favorable publicity. Insofar as possible safeguard the interests and welfare of PAR and its membership.
- E. **MEMBER AT LARGE:** Is an elected position on the PAR Board of Directors. The function of the member at large is to represent the body of PAR members, attend regularly scheduled Board meetings, and assist with the decision making of the association have (3) years of experience of officiating with PAR Promote goodwill, public relations, and favorable publicity. Insofar as possible safeguard the interests and welfare of PAR and its membership.
- F. **BOOKING COMMISSIONER:** Shall be a member in good standing contracted by the Board of Directors. The Booking Commissioner shall have (10) years of experience of officiating with PAR be responsible for the assignment of officials and shall report to the Board of Directors. Promote goodwill, public relation and favorable publicity. Insofar as possible safeguard the interests and welfare of PAR and its membership.

ARTICLE VI

BOARD OF DIRECTORS

AUTHORITY: 1. Pursuant to the Articles of Incorporation, the Board of Directors shall act as the governing body of the association. The Board of Directors shall consist of the President, Vice-President, Treasurer, and Secretary for two (2) years, and three (3) at-large directors.

- 1. The members at-large directors are required to serve for 3, 2, and 1 year depending upon the number of votes received by each candidate. The candidate with the most votes will serve three (3) years, the

candidate with the next highest will serve two (2) years, and the candidate with the least amount will serve one (1) year. The Board of Directors shall have their annual dues waived during their time in office. The Board of Directors may adopt and, from time to time revise, written rules, regulations and policies pertaining to the operation of the association.

2. **REMOVAL OF A BOARD OF DIRECTOR:** A Board of Directors may be recalled, without cause, by majority vote of the Board of Directors. A recall petition signed by at least 25% of all PAR members in good standing is required. The petition shall specify the names of the persons to be recalled, and the date and time of a membership meeting to consider the recall. The affirmative vote of at least 51% of all PAR members in good standing is required to approve the recall petition.
3. **ELIGIBILITY AND TERM:** In addition to the requirements set forth in the Articles of Incorporation, all Officers and Directors shall be PAR members in good standing. Their terms shall begin after the meeting of their election or appointment and shall terminate at resignation, or disqualification. With the exception of death a certified letter, with a return receipt request will be sent when any of the latter actions take place.
4. **VACANCIES:** The Board of Directors shall fill any and all vacancies on the Board of Directors.
5. **MEETINGS:** The Board of Directors shall convene as often as it is deemed necessary by majority vote of the Directors, or upon written request of at least two (2) Directors.
6. **NOTICES:** Each Board member shall receive at least forty-eight (48) hours notice of the date, time, and place of any Board of Directors meeting.
7. **QUORUM:** A quorum at a Board of Directors meeting shall require the presence of at least four (4) members.
8. **VOTING:** Every act or decision done or made by a majority of Directors present at a meeting duly held at which a quorum is present is the act of the board of Directors, unless the Articles of Incorporation, these By-Laws, or provisions of law require a greater percentage of different voting rules for approval of a matter of the Board.

ARTICLE VII

EXPENSES

Any operating expenses incurred by officers or committee members of PAR, and approved by the Board of Directors in accordance with PAR's policies, shall be reimbursed in full.

ARTICLE VIII

PARLIAMENTARY PROCEDURE

Robert's Rules of Order, as amended, shall be used as the parliamentary guide governing all of PAR's meetings.

ARTICLE IX

AMENDMENTS OF BY-LAWS

Written notice of any proposed amendment to the constitution and By-Laws shall be provided to all PAR members at least (14) days prior to the scheduled membership meeting at which the proposal will be considered. Adoption shall require that affirmative vote of at least (51%) of PAR members in attendance is entitled to one (1) vote.

ARTICLE X

MISCELLANEOUS PROVISIONS

FISCAL POLICIES: For tax purposes, the fiscal year of PAR shall begin on January 1 and terminate on December 31 of the same year. Only the President, Secretary, Treasurer are authorized to sign check or make disbursements on behalf of PAR.

NOTICES: Whenever these By-Laws require notice to be given to any member, such notice shall be e-mail/PAR calendar web site/Arbiter to all members at his/her address as it appears on the records of PAR.

SPECIAL MEETINGS: A special members meeting may be called by vote of the Board of Directors, or upon written request of at least (10) members in good standing, to the Secretary.

Article XI

Dissolution

PAR may be dissolved by a two-thirds (2/3) vote of total membership in favor of a motion to dissolve, made and seconded. Any motion to dissolve must be circulated in writing to all members at least thirty (30) days in advance of the meeting in which said motion will be considered.

Upon dissolution of PAR, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the organization, dispose of all PAR's assets exclusively for an exempt purpose within the meaning of section §501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future tax code; or shall be distributed to the federal government; or to a state or local government, for a public purpose.