



SFA THSBOA Basketball Officials, Inc. Bylaws Amended February 3, 2024

Article I – Name and Authorization

- A. This organization shall be known as the SFA THSBOA.
- B. All SFA THSBOA Board of Directors (hereafter called BOD) meetings, Executive Committee meetings, and SFA THSBOA business meetings shall be conducted using the guidelines outlined in The Modern Rules of Order. If there is a conflict between The Modern Rules of Order and these Bylaws the Bylaws will control. All board meetings shall be public meetings (with the exception of Executive Session).

Article II – Purpose

- A. To develop and maintain a membership consisting of experienced basketball officials who are actively engaged each year in officiating games and in the study and mastery of the rules.
- B. To encourage all members of this organization to devote themselves to helping the young men and women who play by promoting and enforcing the spirit and intent of the rules.
- C. To foster a high standard of ethics, encourage cooperation between officials, coaches, players, school representatives, and the media, and have an ongoing commitment to recognize excellent student athletes in our community.

Article III – Membership

- A. Members must meet all requirements found in the Bylaws , and be “in good standing” to vote, serve in any position, or be assigned games to officiate. To be considered a member “in good standing,” a member shall be subject to the requirements of the Bylaws and:

- i. Be free of financial obligations to the chapter including dues, fees, or fines.
 - ii. Meet the attendance requirements by attending a minimum of 50% of the chapter meetings or qualified events, or have provided evidence for an excused absence as found in the Bylaws. Qualified events include a) Attending or teaching new member training; or excused absence.
 - iii. Must meet all testing requirements of the THSBOA and UIL Section 1204 standards.
- B. A transfer member should be in good standing in the chapter from which they are transferring. A letter from the transferring member's chapter President or Secretary must be received and appropriate dues paid in full to SFA THSBOA, prior to being considered for membership in SFA THSBOA.
- C. Members (who have exercised their due process privilege of appeal by correspondence with the President and copied to Assignment Secretary) deemed not in good standing by the BOD, will be considered suspended members. It will be at the sole discretion of the current BOD to determine if a suspended member will be considered for membership reinstatement. The BOD reserves the right to not allow reinstatement of suspended members if the BOD believes it is acting in the best interest of the chapter. The BOD may choose to require a suspended member to appear before them before reinstatement may be offered. If a suspended member is offered reinstatement by the BOD, they must pay any outstanding dues, fees, or fines to SFA THSBOA, and submit appropriate paperwork before reinstatement can be granted.
- D. A member determined to not be in good standing (by the BOD or Ethics Committee) will be contacted by a Board Representative. The member will have the right of appeal to the BOD either in person or by letter or email, no later than the second BOD meeting after notification. Members failing to appeal within the specified time forfeit their right to appeal. After appeal, those members deemed not in good standing will be considered suspended members and would not be allowed to participate in any manner in the affairs of the chapter unless they are reinstated as a member in good standing by the BOD.
- E. A member who is in possession of any item owned by SFA THSBOA, must surrender it upon becoming a suspended member, resignation from the chapter, leaving their position, or BOD request. An item may include but is not limited to written documents, schedules, electronic records, digital records, email records regarding chapter business, or any tangible equipment (computers, laptop, cell phones, copier, passwords for any software used by SFA THSBOA). A membership year shall begin on April 1st and end on March 31st of the following year.
- F. The SFA THSBOA Board of Directors has final say on any new member or transferring member from another chapter.

Article IV – Dues

- A. SFA THSBOA membership dues will be determined by the last BOD meeting in January and announced at the chapter meeting.
- B. The dues policy found in the Bylaws shall be followed for due dates, penalties, and refunds.
- C. Each member shall pay the Treasurer required dues in accordance with the ByLaws
- D. All dues, regardless of date collected, will expire on March 31st.

Article V – Code of Ethics/Due Process Policy

- A. Every SFA THSBOA member is required to comply with the SFA THSBOA Bylaws.
- B. Charges of ethics violations against members must be presented in writing to the Vice – President. The Ethics Committee will conduct its business as outlined in the Bylaws to determine if a member has committed a violation and if so, what penalties to levy, which may include but are not limited to verbal reprimand, fines, and probation. All Ethics Committee penalties can be appealed to the BOD.
- C. If the Vice President determines the charges against the accused member are of such a serious nature that they could result in an extended suspension or possible expulsion, the matter will automatically bypass the Ethics Committee and be brought to the BOD for review, disposition, and actual penalty to be levied. If the BOD determines a member should receive any penalty, the member will be contacted by the Vice – President to be informed of the decision and given the opportunity to appear before the BOD to exercise their due process privilege of appeal. A final decision will be made by the BOD following the member’s appearance. If the member fails to appear, the decision of the BOD will be final.

Article VI – Board of Directors, and Ex-Officio Board of Directors

- A. The BOD of THSBOA shall be elected to office as provided in these Bylaws and shall be seven in number: one President, one Vice – President, one Treasurer, one Secretary, and (3) Board Representatives.
- B. Quorum: The attendance of at least five members of the BOD (including at least four BOD members) at any BOD meeting will constitute a quorum to allow for the transaction of chapter business.

Article VII – Election and Special Election Procedures, Election Committee Duties, and Term Descriptions

- A. Elections of the BOD, Board Representatives, and other votes involving the entire chapter membership (not votes on motions) will require a secret ballot vote or email ballot. Only members in good standing will be allowed to speak to the chapter, ask questions of the candidates, and vote.

- B. Quorum: Since the time for regularly scheduled elections and special elections are announced to the Chapter and set in the Bylaws, no quorum will be required for elections.
- C. Election winners will be determined by a majority vote of the members in good standing that are present at the election. Should no one candidate receive a majority vote, a runoff between the two candidates receiving the most votes will take place to determine the winner. The runoff candidate receiving the most votes in the runoff election will be the winner.
- D. Absentee voting will use the following guidelines:
 - i. Prior to the election, a member in good standing must submit a ballot in a sealed envelope to their Board Rep. with their signature across the seal. The Div. Rep. will submit the envelope to an Election Committee member.
 - ii. Members may vote in absentee via email. Email votes shall be sent from the registered email account specified in chapter software (Arbiter) as the official contact of the member. The vote must be sent to the member's Board Rep. and copied to the Chairman of the Election Committee. Note: In email absentee ballots the member forfeits total confidentiality.
 - iii. In case of a tie or runoff, the absentee votes will not be recounted in the special election, but will still count to the total number of members.
- E. The Election Committee shall oversee and conduct all elections. The committee will consist of one member from each division. Any member desiring to run for office may not participate on the Election Committee. If a member accepts a position on the Election Committee, they will not be eligible for office or they may resign their position in order to run for office. The Election Committee shall conduct all EC officer elections using the following procedures:
 - i. The chairman of the Election Committee shall receive nominations of eligible candidates during the last meeting in January.
 - ii. The chairman of the Election Committee shall moderate the election, monitor the candidates' speech length (limited to 5 minutes), and question answering period (limited to 5 minutes).
 - iii. Before the candidates' speeches, Election Committee members will distribute ballots only to members in good standing (whose names are found on the list provided by the BOD). When the candidates' speeches are completed and the election is held the Election Committee members shall collect the ballots, tabulate them, and the Election Committee chairman will announce the results to the membership.
- F. Regularly scheduled elections of BOD officers and Board Reps. shall take place at the first meeting in February. Newly elected BOD officers and Board Reps. (not already on the BOD) will participate in future BOD meetings.
- G. Should the President resign, be removed, or be unable to meet the obligations of the office, the Vice President shall assume the office of President until a special election can be held to fill the remaining term. Nominations will be taken at the next chapter meeting after the vacancy. A special election will be conducted at the next meeting by the Election Committee using the election procedures as outlined above. Absentee

ballots can be accepted in the special election. Should the vacancy occur during the off season (defined as the time between the last scheduled chapter meeting of the past season to the first scheduled chapter meeting of the new season) the Vice President will fill the position until an election can be held. In this case, a special chapter meeting will be called within 30 days of the vacancy. A special election will be conducted during that meeting to elect a new President by the Election Committee using the election procedures as outlined above. Nominations will be taken for eligible candidates and the candidates will give their speeches. The winner will become President and assume the office immediately.

- H. Should a BOD office (other than the President) resign, be removed, or be unable to meet the obligations of the office, the President shall appoint a qualified member (approved by the BOD) to the position. Should the vacancy occur during the off season, the President will appoint a qualified member (approved by the BOD) to fill the position.

Article VIII – Elected Officials Term and Election Cycles

- A. The President shall be elected on odd numbered years for a term of two years.
- B. The Vice President shall be elected on even numbered years for a term of two years.
- C. The Treasurer shall be elected on odd numbered years for a term of two years.
- D. The Assignment Secretary shall be elected on even numbered years for a term of two years.
- E. The Training Officer shall be elected on odd numbered years for a term of two years.
- F. Board Representative elections will be conducted using a secret ballot vote (unless unanimously agreed otherwise) following the scheduled elections for the open BOD offices during the first meeting in February. The member receiving the largest number of votes shall be the elected Board Representative.
- G. The THSBOA Representative shall be elected on even numbered years for a term of two years.

Article IX – Duties of Officers, Board Representatives, and Board of Directors

A. The duties of the President:

- i. Present an agenda and preside over all chapter and BOD meetings.
- ii. Call special BOD meetings as necessary and conduct emergency phone, fax, or email votes as needed.
- iii. Call special chapter meetings as needed which shall be held at the place and time selected by the President.
- iv. Serve as the official spokesperson for SFA THSBOA.
- v. Possess signature authority on all binding documents approved by the BOD and all financial accounts.
- vi. Be available to the Assignment Secretary to assist in making game day assignments.
- vii. Supervise the BOD in creating the regional and state tournament list.
- viii. Ensure all chapter financial obligations are met and in order.
- ix. Assign special projects committees tasked for a specific purpose and time frame which are not directed by the BOD.
- x. Confirm that the Bylaws committee is properly staffed on or before April 1st and that all other committees are properly staffed on or before September 1st.
- xi. Serve as an ex-officio member of all committees.
- xii. Govern on behalf of the chapter in accordance with:
- xiii. The Bylaws of SFA THSBOA.
- xiv. The advice and assistance of the BOD
- xv. Serve as the official SFA THSBOA contact person for the UIL personnel requesting officials for special assignments when the Assignment Secretary is not available.

B. The duties of the Vice President:

- i. Perform the duties of the President in his or her absence, inability to act, or serve until a new President is elected.
- ii. Schedule chapter meetings and obtain BOD approval by September 1st.
- iii. Serve as chairman of the Ethics Committee and appoint committee members on or before September 1st.
- iv. Be responsible for the administration of decisions made by the Ethics Committee concerning chapter members and report information that requires the involvement of the Treasurer or the Assignment Secretary.
- v. Obtain attendance records the meeting prior to elections from the Div. Reps. to determine if any member's "good standing" status has changed and report the results to the Assignment Secretary.
- vi. Notify in writing all members determined by the Ethics Committee to not be in good standing on or before September 1st.

C. The duties of the Treasurer:

- i. Perform the duties of the President in the absence of the President and Vice – President.

- ii. Collect from the membership all fees and dues authorized by the BOD.
- iii. Work with the Assignment Directors to maintain a list of all members in good standing.
- iv. Deposit all monies collected from all sources into the approved financial institution(s) and accounts from which BOD authorized disbursements shall be made.
- v. Issue checks to meet the chapter's financial obligations. Note: The President and Assignment Secretary shall be the only members other than the Treasurer to authorize, issue and sign checks.
- vi. Report the financial status of the chapter at each BOD meeting and to the membership at every chapter meeting.
- vii. Submit a report to the BOD regarding the finance committee review of the Treasurer's accounting records no later than June 1st.
- viii. Submit a budget outlining the chapter's projected business transactions for BOD approval on or before September 1st.
- ix. Serve as chairman of the Finance Committee and appoint committee members on or before September 1st.
- x. Work with the Assignment Secretary to ensure payment from schools.

D. The duties of the Training Officer:

- i. Conduct training sessions for the chapter at regularly scheduled meetings including but not limited to informative discussions on mechanics and/or rules interpretations.
- ii. Serves as the Official Rules Interpreter of the chapter.
- iii. Arrange on an annual basis at least three separate training sessions for new members.
- iv. Oversee the instruction, development, and training of all officials as prescribed in the Bylaws.
- v. Select and train interested observers in evaluating members to help improve their officiating skills and rankings.
- vi. Serve as chairman of the Training Committee and appoint committee members on or before September 1st.
- vii. Be in charge of recruitment and retention.
- viii. Implement and/or oversee a mentor program to ensure new officials become successful.

E. The Duties of the Board Representative:

- i. Attend and participate in all meetings and all decisions to be rendered by the BOD.
- ii. Keep accurate and up to date attendance records of all division members.
- iii. Express the desires of the division members in all BOD meetings.
- iv. Report any announcements, information, or BOD decisions that affect their division members.

F. The Duties of the Board of Directors:

- i. Make rulings on all matters or issues not covered by the Bylaws on behalf of the membership.
- ii. Hear due process appeals to determine probation, suspension, or expulsion of members whose actions are deemed detrimental to the best interests of the chapter and rule on any appeal of an Ethics Committee decision.
- iii. Meet in executive session to discuss sensitive and confidential matters regarding members or issues not covered in the Bylaws and make decisions or recommendations to the BOD for their knowledge or approval.
- iv. Conduct interviews and (by majority vote) enter into an independent contractor relationship with both the Assignment Secretary two-year term. This term shall not be considered an employment contract and the relationship can be terminated "at will".
- v. At the option of the BOD, after an evaluation of the performance of the Assignment Secretary. The BOD can opt out of the interview process and decide to extend an offer to continue the independent contractor relationship for the position.
- vi. In the event an Assignment Secretary resigns before the end of the term the BOD must notify the members of the vacancy, accept applications for at least five days after notice to members, conduct interviews, and (by majority vote) enter into an independent contractor relationship with a replacement Assignment Secretary to fulfill the remaining term.
- vii. Receive, discuss, and make necessary changes or corrections regarding the Finance Committee report concerning their review of the accounting records of the Treasurer no later than September 1st.
- viii. Meet prior to all scheduled chapter meetings and as scheduled the off season meeting.

G. The duties of the State Organization Representative: (if applicable)

- i. Must be an exclusive member in good standing of SFA THSBOA.
- ii. Serve as an ex-officio (non-voting) member of the BOD.
- iii. Serve as the Official Liaison between SFA THSBOA and the state organization.
- iv. Communicate thoroughly any information and updates that are of concern to the members of the chapter from the state organization.
- v. Represent the best interest of SFA THSBOA while being the state organization spokesperson for the chapter.
- vi. Unless otherwise selected by the BOD, the President shall be the representative.

Article X – Assignment Secretary Duties

A. The Assignment Secretary:

- i. Serve as an ex-officio (non-voting) member of the BOD.
- ii. Act in accordance with:
- iii. The SFA THSBOA Bylaws.
- iv. The direction of the BOD
- v. Must be an exclusive member in good standing of SFA THSBOA, may not serve in any other BOD position, and be subject to the same standards of conduct as outlined in the SFA THSBOA Bylaws.
- vi. Help collect the unpaid game fees for SFA THSBOA members when requested by the BOD.
- vii. Shall be offered a two-year independent contractor term by a majority vote of the BOD for the following year. The BOD shall determine compensation amounts and scheduled pay periods. The compensation amounts will be reported to the chapter membership on or before the first scheduled meeting of the new season.
- viii. The Assignment Secretary is not an employee of SFA THSBOA but are considered independent contractors as that term is understood in Texas law.

B. The Duties of the Assignment Secretary:

- i. Serve as the Chairman of the Assignment Committee.
- ii. Maintain all originals of each officiating agreement from every school the chapter services, contact potential schools for the next season between April 1st and October 1st, and send new officiating agreements as directed by the BOD.
- iii. Assign all scheduled High School contests and tournament games during the regular season and post season.
- iv. For post season assignments, the Assignment Secretary shall contact the President to review game assignments.
- v. Create a report on all post season assignments to the BOD on or before March 31st. Such list shall be presented to the membership on or before the first scheduled chapter meeting of the new season.
- vi. Provide an itemized list of scrimmages to the chapter Treasurer on or before December 1st for timely and accurate invoicing to the schools.
- vii. Maintain a list of all members in good standing and their corresponding ranking. The Vice – President must be contacted concerning any status changes of any member occurring during the season and to provide a copy of the list at the last BOD meeting in January to help determine a list of qualified electable candidates.
- viii. Be the official SFA THSBOA contact person for UIL personnel requesting officials for special assignments.

- ix. Return all chapter property, written correspondence, original officiating agreements, and any other chapter materials to the President upon demand or when the Assignment Secretary leaves the position.

Article XI – Removal from Office Procedures Regarding BOD Officers and Board Representatives

- A. If the BOD believes an officer needs to be removed from office the following procedures shall be observed:
 - i. Upon notification in writing the accused officer shall have the due process privilege to appeal to the BOD no later than the next scheduled BOD meeting after the date of notification.
 - ii. If the officer fails to appeal within this designated time frame the due process privilege to appeal is forfeited.
 - iii. If the appeal is upheld no action will be taken, but if it is denied or forfeited the officer in question will be suspended from the BOD pending a vote of the chapter membership. At the next scheduled or called special meeting the BOD will have ten minutes to present their findings and the officer in question will be given a ten- minute rebuttal. A majority affirmative secret ballot vote of members present will remove the officer in question from office.
 - iv. If the officer is removed or resigns from office, nominations to fill the office will take place at the next scheduled meeting and a special election will take place at the following meeting to fill the unexpired term. Should this vacancy occur during the off season the President will appoint a qualified member to fill the position (with approval of the BOD).
- B. If the BOD believes a Board Representative needs to be removed from office for neglect the following procedure shall be observed:
 - i. If a Board Rep. fails to attend a scheduled BOD meeting, the Secretary of SFA THSBOA shall contact the alternate to determine if they were contacted by the Board Rep. to attend the meeting in their place. If not, the alternate will be informed that their division was not represented. The Secretary shall contact the Vice President to inform him/her of the neglect and the Vice President will contact the Board Rep. to issue a verbal warning.
 - ii. If the Board Rep. fails to attend a second meeting without notifying the alternate, the Board Rep. will automatically be removed from the position. The Secretary will notify the Vice President of the vacancy and the Vice President will contact the former Div. Rep. to inform them of their removal from office.

Article XII – Amendments

Typographical or grammatical errors found within this document may be corrected with BOD approval. Amendments to the Bylaws must be submitted in writing to the BOD one scheduled meeting prior to the presentation to the chapter. The proposed amendment shall be read aloud by the Secretary at the next scheduled meeting following submission and then shall be voted upon. Should it become necessary (in the opinion of the Bylaws and Policies Committee) that the Bylaws need enough changes to deem a rewrite the following actions must take place: the Bylaws and Policies Committee will be responsible for completing the rewrite, submitting it to the BOD, presenting it to the entire membership (via website, email, or hard copy), and conducting a vote at the next scheduled meeting following BOD submission. Any proposed amendment(s) or rewrites together with any BOD recommendation(s) shall be voted on via secret ballot by those members present that are in good standing. The proposal shall be adopted if an affirmative vote of at least 75% is obtained.

Article XIII – Dissolution of Organization

In the event that the BOD deems it necessary to dissolve SFA THSBOA the following must occur:

- A. The BOD must vote on a resolution of dissolution and submit it to the membership. All members in good standing shall vote in concurrence with the election procedures of SFA THSBOA. An affirmative vote of at least two-thirds shall occur for the dissolution to be adopted.
- B. The BOD in office will then carry out the winding up process of the remainder of chapter affairs by following all requirements lined out by the Texas Secretary of State's Office and federal law.
- C. Upon dissolution all of the SA THSBOA assets shall, after all liabilities and obligations have been discharged or adequate provision made thereof, be distributed to any association or associations organized for purposes similar to the purpose of SFA THSBOA as may be designated by a majority of the BOD then holding office provided that such organization is an organization qualified under the Internal Revenue Code.
- D. The BOD shall have a maximum of 27 months to complete the winding up process of the organization and ensure that all local, state, and federal winding up procedures have been completed.