

CONSTITUTION OF THE GEORGIA ICE HOCKEY OFFICIALS ASSOCIATION

ARTICLE I: ORGANIZATION

Section 1: This organization is duly established as the Georgia Ice Hockey Officials Association (hereinafter referred to as “the Association” or (GIHOA))

Section 2: The Association shall be organized under the laws of the State of Georgia as a non-profit, non-stock corporation and shall register with the United States Internal Revenue Service as a tax-exempt organization under the provisions of Section 501c(3) of the Internal Revenue Code.

Section 3: The Association shall issue no stock nor shall it pay dividends of any kind. Any excess of income over expenses derived as a result of operations shall be returned to the general funds.

Section 4: The Association shall generally conduct its operations within, but not necessarily limited to the State of Georgia.

Section 5: The operations and activities of the Association shall be based on a fiscal year beginning on June 1 of each calendar year and ending on May 31 of the following calendar year.

ARTICLE II: PURPOSE

Section 1: The Association is established for the following purposes:

- a) Foster the development and growth of amateur ice hockey by providing trained and impartial officiating services to amateur hockey organizations operating within the GIHOA area of responsibility.
- b) Assist in the character development of youth hockey players by instilling the ideals of citizenship, sportsmanship, fair play, teamwork, and sacrifice through participation in competitive hockey.
- c) Provide adult leagues and players with fair and orderly playing environment.
- d) Recruit and train interested individuals to provide skilled and impartial hockey officiating services.
- e) Provide appropriate support services to its members, to include training, game scheduling, collecting agreed to game fees from subscriber organizations, and making payment to individual members on behalf of such organizations.

Section 2: The Association shall generally subscribe to the philosophy, principles, rules and regulations of USA Hockey, Inc., National Collegiate Athletic Association (NCAA), American Collegiate Hockey Association (ACHA), the Southern Amateur Hockey Association (SAHA), which is the USA Hockey Affiliate Association. GIHOA shall specifically subscribe to USA Hockey and NCAA standards, whichever is applicable, relating to equipment and safety, player registration and eligibility, and playing rules.

ARTICLE III: MEMBERSHIP

Section 1: Eligibility. Membership in the Association shall be restricted to individuals who satisfy the following criteria:

- a) Demonstration of an acceptable level of physical ability, emotional stability, and soundness of judgment, consistent with the requirements of hockey officiating, as determined by vote of the GIHOA Leadership Team.
- b) Submission of the membership application provided by GIHOA
- c) Registration as a Member of the Officials Section within USA Hockey.
- d) Completion of all annual tests, seminars, and other current criteria specified by USA Hockey each year.

Section 2: Acceptance

- a) The Board of Directors may, at its discretion, make appropriate recommendations to the membership regarding the acceptability of any applicant.
- b) By accepting membership, each individual agree to abide by the rules and regulations of the Association as set forth in this Constitution and such standard operating procedures and other relevant directives as may be duly enacted.

Section 3: Membership Categories. There shall be three categories of membership:

- a) **Provisional:** Automatically conferred on applicants who have submitted a completed membership application but have not yet completed other requirements specified in Section 3b. Provisional members may fully participate in GIHOA activities and may, after completing USA Hockey registration, receive game assignments, but may not participate in debate, vote, or hold office.
- b) **Active:** Associate members who have been provisional or Associate members for one year and upon completion of USA Hockey Level 2, 3, or 4 registration and testing requirements, and completion of a minimum twenty five GIHOA officiating assignments. Active members may participate in all of the activities of GIHOA, may participate in debate, and are eligible to vote and hold office.
- c) **Honorary:** May be conferred on those persons who have distinguished themselves or made significant contributions to amateur hockey, consistent with the purposes of GIHOA. Candidates for Honorary membership shall be nominated by majority vote of the Board of Directors and elected by two-thirds of the Active members. An honorary member shall have no voting privilege.

Section 4: Transfers:

- a) Former GIHOA members who hold current USA Hockey officiating credentials in another area or organization and who apply for reinstatement may be voted on by the Board of Directors. Determination will be based on a case-by-case review of the level and frequency of officiating activity conducted in the former area or organization.
- b) Former GIHOA members applying for reinstatement who do not hold current USA Hockey officiating credentials will be accorded Provisional membership in accordance with section 3a.

Section 5: Duties and Responsibilities.

- a) Except as provided for in Section 3, members are entitled to attend all general and special meetings, participate in debate, serve on committees, hold office, pay duly assessed dues and other fees, and officiate in hockey games over which the Association has assignment authority.
- b) Each member is individually responsible for meeting the participation requirements established for each category of membership, as specified in Section 3. Completion of participation requirements shall be based on the Association's fiscal year.
- c) Active members who do not complete specified participation requirements will automatically become Provisional members at the beginning of the following fiscal year. Active members who have so reverted may apply for reinstatement as Active members at any time during the next or subsequent fiscal years upon completion of requirements.

ARTICLE IV: ADMINISTRATION

Section 1: Board of Directors. Administrative and operating authority within the Association shall be vested in a Board of Directors (hereinafter referred to as the Board), which shall consist of Five officers and two directors, each and all of whom shall be elected at the Annual Meeting by majority vote of the Active members. The officers shall include a President, Vice-President, Secretary, Treasurer and Past President. Directors shall include a Director of Personnel, Director of Training and Evaluation. Each Officer and Director shall have one vote.

Section 2: Authority. The Board shall collectively be responsible for the overall management and direction of the Association and is empowered to levy and collect appropriate fines and fees, make recommendations related to applications for membership, temporarily suspend members for violations of performance or disciplinary standards, as specified in Article V, and make recommendations to the membership concerning the expulsion of members. In addition, it shall maintain a manual of Standard Operating Procedures (hereinafter referred to as SOP) which shall define the Associations policies, practices, and procedures. Changes shall be developed and implemented as necessary. Those that establish or change policy shall require approval by majority vote of the Active members.

Section 3: Duties:

- a) **President:** Serves as Chief Executive Officer of the Association and, as such, has ultimate responsibility for conducting its affairs in accordance with the Constitution and such SOPs as may be enacted. Presides at all Board meetings, general membership meetings, and such special meetings as may be necessary and appropriate. Serves as the Association to USA Hockey, subscriber organizations, sister organizations, and the general public except when such functions are duly delegated to other officers, directors, or members. Appoints scheduler(s) and members to serve on standing or special committees, and generally conducts the affairs of the Association with the advice and concurrence of the Board.
- b) **Vice-president:** Serves as Chief Operating Officer of the Association and is generally responsible for coordinating its officiating activities. Determines requirements for game officials and assures that resulting officiating assignments are consistent with individual proficiency levels and skill classifications. Develops Association policy for relating proficiency levels and skill classifications to age group and competitive levels, subject to Board approval. Represents the Association in matters pertaining to disposition of player suspensions and other disciplinary matters relating to violations of the playing rules and provides appropriate advice and assistance to the proper authorities, with the concurrence of the Board.
- c) **Secretary:** Establishes and maintains the records of the association, which shall include the minutes of all Board, membership, and special meetings. Signs all contracts, leases, correspondence, and other official documents in the name of the Association, as authorized by the Board. Gives due notice of all board, membership and special meetings, and maintains attendance records for all such meetings. Periodically produces and distributes a newsletter or similar communication to inform the membership of developments or items of general interest.
- d) **Treasurer:** Serves as Chief Financial Officer of the Association and is generally responsible for and maintains custody of the Association's funds and such records as any be required by the Constitution, SOP, or by applicable Federal and State laws. Annually provides each member with a statement of Miscellaneous Income and causes all tax returns and related reports required of the Association to be completed and filed. Maintains appropriate records of receipts and disbursements, bills for and collects all accounts receivable, signs all checks, prepares and executes monthly payroll, and satisfies all member accounts and other Association obligations in a timely manner. Prepares a monthly financial operating statement which shall be available for review at each general membership meeting and an annual report reflecting the overall financial condition of the Association, projected to the end of the fiscal year.
- e) **Past President:** Most recent former President who continues to hold current USA Hockey officiating credentials, shall be maintained to provide advice and assistance to the Board, conduct studies or special projects, and perform such other duties as may be considered necessary and appropriate, as determined by the President. Term length shall be up to four years after the end of the last term served.
- f) **Director of Personnel:** Maintains the membership records of the Association, causes the advancement of qualified Provisional members to Associate membership, and recommends advancement of qualified Associate members to Active membership. Annually, and prior to the Association's Annual Meeting, reviews the records of each Active and Associate member and causes those Active members not meeting duly constituted participation requirements to revert to Associate membership or to be dropped from the rolls, as appropriate. At the time of the Annual Meeting, furnishes the Secretary with a list of all bona fide Active members eligible to vote. Undertakes appropriate activities to publicize and promote the activities of the Association and to recruit and enroll new members.

- g) **Director of Training and Development:** Develops and implements Association policy governing the training, evaluation, and skill progression of all members, and administers a structured evaluation program to monitor individual proficiency. Administers a comprehensive training program, consistent with the policies and objectives of USA Hockey, and assists in the planning and conduct of officiating seminars, as requested by USA Hockey. Integrates appropriate training topics into the agenda of membership meeting and plans and conducts such other training events at other times as may be considered necessary and appropriate. Coordinates directly with the Vice President to assure that members receive game assignments that foster their development, and to resolve proficiency issues identified as a result of the evaluation process.

Section 4: Succession to Office:

- a) In the event of the absence or incapacitation of the President, remaining officers and directors shall succeed to that office in the order listed in Section 3.
- b) If by reason of resignation, recall, or any other reason, an officer or director is no longer able to serve, the President shall appoint a replacement to serve on a temporary basis until the next scheduled general membership meeting, at which time a special election shall be held to fill the remainder of the unexpired term.

Section 5: Term of Office: All officers and directors shall serve a term of two years, or until successors are elected, which shall coincide with the Association's fiscal year.

- a) President, Secretary, Director of Training and Development shall be elected in odd number years, starting 2021.
- b) Vice President, Treasurer, and Director of Personnel shall be elected even number years, starting 2020.

Section 6: Recall from Office:

- a) Officers and Directors may be recalled from office for willful violation of the Constitution, mismanagement or misappropriation of Association funds, or for instances of misfeasance, malfeasance, or nonfeasance which, in the opinion of four members of the Board, warrants such recall.
- b) Upon the concurrence of four members of the Board in any recall resolution, the matter will be referred to the Active membership, which shall have final authority to remove an Officer or Director from office by affirmative vote of two-thirds of the eligible members present and voting.
- c) Notwithstanding any action by the Board, a recall resolution may be introduced at any general membership meeting by any Active member through appropriate motion. Upon seconding of the motion, the matter shall be tabled until the next general membership meeting, at which time full debate on the merits of the motion shall be heard, to include an opportunity for the Officer(s) or Director(s) concerned to respond and present evidence or witnesses on their behalf. At the conclusion of debate, the motion shall be taken up and the Officer(s) and/or Director(s) recalled upon two-thirds affirmative vote of the eligible Active members present and voting.

Section 7: Indemnification:

- a) No officer or Director shall be liable to the Association or any member or third parties for any mistake of judgment, negligent or otherwise, except in the event of individual willful misconduct or bad faith. The Association shall indemnify and hold harmless each Officer and Director from and against all contractual liability arising out of contracts made by them on behalf of the Association, unless any such contract shall have been made in bad faith and except to the extent that any such liability is satisfied by insurance.
- b) The Association shall indemnify and hold harmless its Officers and Directors from and against all liability to others arising out of the due exercise of their responsibilities, unless their actions shall have been taken in bad faith.

ARTICLE V: CONDUCT AND PROFICIENCY

Section 1: It is the implied duty and responsibility of every member of the Association to conduct himself/herself in a manner that reflects credit on the Association and USA Hockey both on and off the ice. Incidents of misconduct on the part of any member at any game or other activity sanctioned by the Association, including travel to and from such activities which, in the opinion of a majority of the Board, violates the spirit of this section, may be penalized by fines, suspension of membership, or expulsion from the Association, or by such other sanction as the Board may consider appropriate.

Section 2: No member of the Association shall use, carry, or condone the use of any illegal substance in any form except for drugs prescribed by a physician for a specific purpose.

Section 3: Each Associate and Active member has the right to make known incidents or allegations of misconduct or wrongdoing by any other member. Such incidents or allegations shall be made known to the Board either orally or in writing. The Board may, at their discretion, convene a Committee to investigate the facts and circumstances and make appropriate recommendations to the Board.

Section 4: Any member so investigated shall be notified of the nature of the charges and shall be provided an opportunity to respond, to include the opportunity to introduce evidence and produce witnesses in his/her behalf.

Section 5: The Board, after considering the findings and recommendations of the Committee, shall have the authority to recommend expulsion from membership or impose either of the following sanctions:

- a) Monetary fines
- b) Suspension for certain specified periods.

Section 6: Imposition of fines or suspension shall require a majority vote of the Board. Imposition of expulsion from membership shall require a majority vote of the Board at any regular or Board of Directors meeting or any special meeting called for that purpose.

Section 7: A member who is fined or suspended by action of the Board may appeal the action to the general membership, which shall sustain or reverse the action by majority vote. The decision of the membership shall be final. Any fine or suspension so appealed shall be held in abeyance pending action by the membership. A member who is expelled from the Association by two-thirds vote of the membership may request reconsideration and the matter taken up at the next general membership meeting. Should the motion to reconsider fail to receive a two-thirds affirmative vote of the eligible Active members

present and voting, the motion to reconsider shall have failed and the expulsion shall be final. If two-thirds of the eligible voting members concur in reconsideration, the matter of expulsion shall again be taken up and, by vote of two-thirds of the Active members present and voting, the matter of expulsion shall be affirmed or reversed.

Section 8: Each member is expected to attain and maintain a level of physical and technical proficiency commensurate with the requirements of the age group(s) and competitive level(s) services by the individual. Should information obtained from evaluation reports or any other source indicate an unsatisfactory level of proficiency, the Director of Personnel, either individually or through committee, will review the official's performance and initiate appropriate remedial action.

Section 9: In cases where performance deficiencies are substantiated, the Director of Personnel may initiate any of the following remedial actions, as considered appropriate:

- a) Counsel the member in a manner that clearly identifies specific deficiencies, prescribes remedial actions, and identifies objective(s) to be attained. A written record will be made of each such counseling.
- b) Refer the member to the Director of Training and Evaluation for remedial training.
- c) Recommend suspension of the member for the period of time required to complete remedial training. The Board may suspend a member for up to thirty (30) days, by majority vote, under provisions of this section.
- d) Recommend termination of membership, without prejudice, on the basis of demonstrated lack of proficiency. Termination without prejudice shall require a majority vote of the Board of Directors and a two-thirds vote of the Active members present and voting at any membership meeting in which the matter of termination without prejudice is on the agenda or any special meeting called for that purpose.
- e) A member who is suspended or terminated without prejudice may appeal such action in accordance with procedures specified in Section 7.

Section 10: In the event of any litigation between any member and the Association, or between any member and an Officer or Director of the Association, concerning or in any way related to the Association, the party or parties substantially prevailing in the litigation will be reimbursed the costs of such litigation, including reasonable attorney's fees, by the non-prevailing party or parties, which costs and fees may be awarded as part of a judgment in the case, or in separate litigation for that purpose.

ARTICLE VI: MEETINGS

Section 1: General membership meetings may be called as deemed necessary by the Board, and may be held in person, via video conference, or teleconference.

Section 2:

An in-person Annual Meeting shall be conducted during the month of May of each year for the purpose of electing officers and directors, reviewing the annual financial report, and conducting such other business as may properly come before it. Each member shall receive not less than thirty (30) days' notice of the time, date, and place of the Annual Meeting. Exception: Annual Meetings may be held via video conference only when extenuating circumstances don't allow an in-person meeting.

Section 3: The Board of Directors shall meet at the call of the President or when considered necessary by a majority of the Board, except that the Board shall meet at least once every other month outside the playing season. Each member of the Board shall

receive not less than forty-eight (48) hours' notice of the time, date, and place of all such meetings.

ARTICLE VII: VOTING AND ELECTIONS

Section 1: Voting Procedure:

- a) Voting on motions brought to a vote in general and special meetings shall be by voice vote or show of hands, as determined by the president, except on matters pertaining to recall from office, expulsion of members, or termination of membership without prejudice, which shall be by secret ballot. In addition, any other motion brought to a vote will be conducted by secret ballot upon request of any three Active members present and voting.
- b) Voting for the election of officers and directors conducted at the Annual Meeting shall be by voice, show of hands, or by secret ballot if deemed necessary.
- c) Proxy votes will be accepted only in exceptional circumstances where unavoidable personal considerations that are clearly beyond the control of the member precludes attendance at the Annual Meeting. Written applications for proxy ballots must be received by the Secretary of the Association not later than fourteen (14) days prior to the date of the Annual Meeting and four (4) days prior to any general meeting. The Secretary shall approve or disapprove each proxy application based on a case-by-case review of the circumstances. Upon approval, the Secretary will forward ballots and proxy instructions not later than seven (7) days prior to the Annual Meeting or two (2) days prior to any general meeting. Completed ballots must be delivered to the Secretary by email or in person not later than 24 hours prior to the Annual Meeting or any general meeting.

Section 2: Nominations:

- a) The President shall annually appoint a Nominating Committee to solicit candidates for each office and to prepare a list of such candidates whose names shall appear on the election ballot. The list of candidates shall be made known to the membership not less than thirty (30) days prior to the Annual Meeting.
- b) Subsequent to the presentation of the Nominating Committee slate of candidates and prior to the conduct of balloting for each office, names of additional candidates may be nominated from the floor and placed on the ballot.
- c) Qualifications for nominees: In order to run for a Board position, the member must be an Active member, at least a USA Hockey Level 3 official, and officiate a minimum average of 25 games per year for GIHOA.

Section 3: Elections:

- a) A separate ballot will be conducted for each elective office, beginning with the President and following sequentially in the order listed in Article IV, Section 3. The candidate receiving the majority of the votes cast by the eligible Active members present and voting shall be declared elected.
- b) If no candidate receives a majority of the votes cast, or if the balloting results in a tie, a run-off ballot shall be conducted between the two candidates with the greatest number of votes or, in the case of a tie, between the tied candidates. This procedure shall continue until one candidate achieves a majority and is declared elected.
- c) No Active member may be elected to office while holding an office or appointed position in any other local officials association(s).

ARTICLE VIII: AMENDMENTS

Section 1: Proposed amendments to this constitution may be introduced by any Active member at any general membership meeting.

Section 2: Proposed amendments will be considered enacted upon ratification by two-thirds of the Active members present and voting at any general membership meeting at which the question of amendment is on the agenda or at any special meeting called for that purpose. Copies of proposed amendments must be distributed by the sponsor to the Active membership a minimum of thirty (30) days prior to the date a ratification vote is scheduled.

Section 3: Amendments so ratified shall become effective immediately unless another specific effective date is included as part of the ratification action.

Section 4: The Board of Directors shall review all proposed amendments and make appropriate recommendations to the membership prior to the conduct of voting.