

## **Constitution and By-Laws**

Articles of the Incorporation of the undersigned, a majority of who are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Michigan, do hereby certify:

### **Article I**

That the name of the Association shall be "The Mid Michigan Officials Association."

### **Article II**

1. The purposes for which the organization is organized are:

a. Providing excellence in athletic officiating through training, education, mentoring and assigning of officials.

b. Said organization is organized exclusively for charitable, religious, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

c. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) a political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by a organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a organization, contributions which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

2. As of this date, November 12, 2002, we request that the assets shall be distributed as

follows:

- a. 25% to the Michigan High School Athletic Association and
- b. 75% to the Fremont Area Foundation.

In witness whereof, we have hereunto subscribed our names on this 10th day of July, 2003:

Ted Horning \_\_\_\_\_

Jamie Holcomb \_\_\_\_\_

Mike Cook \_\_\_\_\_

Clint Abbott \_\_\_\_\_

**Article III**

1. The organization is organized upon a Nonstock basis.
2. Organized on a nonstock basis are:
  - a. The description and value of its real property assets
    - 1) None
  - b. The description and value of its personal property assets are:
    - 1) Computer-\$2000
    - 2) Printer-\$200
    - 3) Printer-\$60
  - c. The organization is to be financed under the following general plan:
    - 1) See Article VII
  - d. The organization is organized on a Directorship basis.
    - 1) See Article VIII

**Article IV**

1. The place in this state where the principal office of the Organization is to be located is the City of Newaygo of Newaygo County.
2. The mailing address of the principal office shall be, 226-A State Road Suite 200, Newaygo, MI 49337.

3. The name of the resident agent at the principle office is Ray Bauer.

#### **Article V**

The names and addresses of the persons who are the initial trustees of the organization are as follows:

Ted Horning, 666 w 112th Street, Grant, MI 49327  
Ray Bauer, 369 W. Brooks Street, Newaygo, MI 49337  
Clint Abbott, 334 Quarterline Road, Newaygo, MI 49337  
Mike Cook, 91 Quarterline Road, Newaygo, MI 49337

#### **Article VI**

1. Membership in this Association shall be of three kinds: active, associate and affiliated.

2. **ACTIVE MEMBERS** shall:

- a. Hold an up-to-date MHSAA card as a registered official.
- b. Pay the yearly dues as determined by Article VII, below.
- c. Attend over 50% of the scheduled meetings for a given sport and a minimum of one general meeting. \*\*Three general meetings will be available to the MMOA membership. One will be scheduled in the fall, one in the winter and the Annual MMOA Banquet will serve as one.

Note: Excused absences will be accepted if they are requested in advance from the secretary, assignment chairman or rules meeting chairman.

3. **ASSOCIATED MEMBERS** shall:

- a. Consist of coaches and athletic directors, who are not also registered officials.
- b. Not be required to attend meetings or pay dues.

4. **AFFILIATED MEMBERS** shall:

- a. Consist of schools who are either MHSAA member or independent (non-MHSAA) schools.
- b. Subscribe to one of the available school plans for officiating assignment services.

5. Be it understood that in the event an **ACTIVE MEMBER** fails to qualify in ALL of the above listed requirements, they may:

- a. Continue to be a member of the association.
- b. May receive lower priority in game assignment consideration.

c. May not be considered for post-season selection.

6. **ACTIVE MEMBERSHIP** in this association is an annual occurrence, therefore failure to pay the dues (including late fees) shall result in:

a. Being stricken from the roster of officials available for game assignments, including any summer assigning done that requires membership

#### **Article VII**

1. The fiscal year of this association shall begin June 1 of each year.

2. Amount And Collection Of Dues:

- a. The annual dues shall be determined by the Executive Team
- b. Dues for all sports must be paid in advance and are due by June 1.
- c. If dues are not paid by July 1 one notice of failure to pay will be sent to that member. Officials who have not paid will not receive contests.
- d. Those who have not paid by the due date will be subject to a \$15.00 late payment fee.

#### **Article VIII**

##### **1. Executive Team**

a. The Executive Team of this association shall be self-perpetuating and shall consist of: President, Vice President, Treasurer/Secretary and Trustees (no more than 4).

b. Each year the Executive Team shall fill any vacancies that may occur within the Executive Team.

c. Each year the Executive Team shall review and appoint assignors and trainers as needed.

d. The initiative and operations of this association shall rest solely and entirely with the Executive Team.

##### **2. DUTIES**

a. The President shall:

- 1) Preside at all meetings.
- 2) Secure a meeting place.
- 3) Appoint any committees as deemed necessary for the most efficient operation of the affairs of the association.
- 4) Be an ex-officio member of all committees.

b. The Vice President shall:

- 1) Perform all the duties of the President in case of the absence of the President.

c. The Treasurer/ Secretary shall:

- 1) Record the minutes of each meeting of the association.
- 2) Carry on all necessary correspondence.
- 3) Maintain and coordinate the association calendar.
- 4) Collect dues and any financial assessments called for by the Executive Team.
- 5) Keep a receipt book as a record of all monies received.
- 6) Be responsible for the safe keeping of all association funds.
- 7) Make expenditures from the treasury only when ordered to do so by the Executive Team.
- 8) Keep a cashbook containing an itemized account of all monies received and all expenditures.

d. The Trustees shall:

- 1) Review the financial statements of MMOA.
  - 2) Review MMOA Business that may require legal interpretation and guidance.
- Note: Trustees insure that MMOA meets MHSAA accountability and signs "in trust" of the constituency, insuring that MMOA meets legal requirements of a non-for-profit organization.

e. The Assignment coordinator of each season (fall/winter/spring) shall:

- 1) Request and log members closed officiating dates for each major seasonal sport.
- 2) Coordinate requests from athletic directors and coaches who are serviced by our association—by assigning them MMOA members in good standing.
- 3) Periodically update and issue membership rosters.

f. The Association Trainer shall:

- 1) Organize and schedule a rookie training clinic equivalent to MHSAA requirement.
- 2) Organize and schedule mechanic's clinics equivalent to MHSAA requirement.
- 3) Organize and schedule 3 monthly educational (edu) meetings to discuss particular rule or situational occurrence of that sport. At least three rules meetings for football, basketball, and baseball member officials each year.
- 4) Prepare and distribute educational, training aids, and recommended officiating procedures to members.
- 5) Record unusual game situations encountered by members—ascertains correct rulings, through the use of the state office, if necessary, and periodically distributes updated "play books" to the members.

g. Post Season Selection Committee Coordinator shall:

- 1) Serve on the Executive Team.
- 2) Administrate the post-season selection process.
- 3) Coordinate with the chairman the meeting process.
- 4) Distribute Specific instructions to chairmen of committees.
- 5) Provide a timetable for the selection process to begin and complete.
- 6) Attend meetings where possible.
- 7) Receive the post-season selection results.

- 8) Forward results to the Executive Team for review.
- 9) Submit results to MHSAA.
- 10) Post results with all applicants.

h. Special Events Coordinator shall:

- 1) Shall be a member of the Executive Team.
- 2) Shall be responsible for the planning and coordinating of special events (scholarship, tournaments, banquets, etc.)
- 3) Shall promote MMOA Events / Activities and news through available media channels.
- 4) May create ad-hoc committees to assist with the administration of special events.

3. Any member of the association may hold office if they are in good standing, provided they have been a member of the association for a period of one year or longer.

4. It shall be the responsibility of THE EXECUTIVE TEAM to review all reports of questionable conduct by any member that has been reported to the association by an official representative of a school. The Executive Team may take whatever action it deems necessary in order to maintain the integrity and ethical standards of the association.

#### **Article IX**

During the fiscal year, at a minimum the following meetings will occur.

- a. General meetings are used to share general MMOA Association news, updates and discussion forums. These are to be scheduled in the fall and in the winter.
- b. Each sport will offer at least 3 EDU (Rules) meetings, one hour in length and Mechanics Clinics (6 hour clinics for Rookies and 3 hour clinics for veterans).

#### **Article X**

In an effort to reduce the work load on assignors, the uncertainty of schools not knowing if officials are going to show up and the habit of officials turning games back after contracts have been signed, the following will be applied.

a. The Executive Team shall review any contest assigned to you by an MMOA assignor, which is then turned back for any reason.

b. Authorized turn backs shall be granted for the following reasons:

- 1) Work-related responsibilities
- 2) Sickness
- 3) Injury which impairs the ability to work the contest
- 4) Bereavement (death in family)

c. For unauthorized turn backs the Executive Team shall determine how much will be charged (a minimum of \$10.00) to the official. The official will be notified in writing and

will be issued an invoice. The official is then expected to pay. Failure to do so may result in withholding assignments for the remainder of the current year and for the next paid year.

We, the incorporators sign our names this 10th day of July, 2003

#### **Amendment I**

A member in good standing is defined as follows:

- a. Attend all required meetings as outlined in Article VI.2.c.
- b. Have no outstanding debts to the association.
- c. Not be on probation, suspension or permanent suspension by the MHSAA.

Note 1: Not being in good standing does not exclude one from receiving games from MMOA assignors.

Note 2: Exception to note 1, being permanently stricken by the MHSAA.

#### **Amendment II**

The MMOA Executive Team reserves the right to deny membership to any person that does not meet the requirements set forth by this constitution and any amendments added at a later date.