

# Inter-Association Council of Athletic Officials

## By-Laws

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Adopted: 1971  
Amended: 1978; 1979; 1981; 1993  
Revised: January, 2001  
Adopted: July 2001  
Amended: January 29, 2003

# Inter-Association Council of Athletic Officials

## By-Laws

### Article I – Name

The full name of this organization shall be “Inter-Association Council of Athletic Officials.” The abbreviated name shall be “I.A.C.A.O.” (Pronounced “I-A-KO”).

### Article II – Objectives

- A. To improve the lot and image of high school sports officials in Illinois.
- B. To work with the Illinois High School Association (I.H.S.A.) to promote officiating and the recruitment of new sports officials.
- C. To develop, improve, disseminate, and encourage the use of standardized techniques and mechanics for sports officiating.
- D. To foster cooperation and improve relationships between sports officials and the high schools of Illinois.

### Article III – Membership

I.A.C.A.O. is an organization of organizations. Membership is open to any qualified organization whose primary purpose is the training of high school athletic officials.

To qualify for I.A.C.A.O. membership, an organization must:

- 1) Conduct scheduled meetings coordinated with the I.H.S.A. fall, winter or spring sports seasons, or throughout the year, for the purpose of training high school sports officials, **and**
- 2) Meet the requirements for being listed on the I.H.S.A. web site as an active Local Officials Association **and**
- 3) Petition the I.A.C.A.O. for consideration for membership, **or**
- 4) Be otherwise approved by the Board of Directors.

If the I.H.S.A. adopts a policy of official recognition or sanction for officials’ organizations, such I.H.S.A. policy shall automatically become another membership requirement within this article.

Organizations which offer training in multiple sports but which operate under a common name shall be considered one organization for purposes of membership. The membership requirement shall apply to only one sport.

The I.A.C.A.O. Board of Directors is authorized to suspend for a period of one year any or all of these membership requirements for the purpose of allowing membership and participation by newly formed organizations, or by current or prior members which petition for consideration under special circumstances. Suspensions of any or all membership requirements may be renewed twice, but no organization may remain a member of I.A.C.A.O. if its membership remains below fifteen (15) active I.H.S.A.-licensed officials for a period of three (3) consecutive years.

Regardless of its having met or been granted a suspension of the membership conditions as stated in this article, no organization whose I.H.S.A. recognition or sanction has been revoked may be an active member

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of the I.A.C.A.O. organization. Eligibility for membership and consideration for reinstatement is tied directly to an organization's remaining in or being restored to good standing with the I.H.S.A.

## Article IV – Representation

Each member organization shall be represented in I.A.C.A.O. by one (1) Official Representative, unless that organization names two or more individuals to serve as Co-Representatives, or names a single Representative and an Alternate. Each member organization shall have a single voice in the affairs of I.A.C.A.O., regardless of the quantity of Co-Representatives or Alternates authorized by an organization, or of the quantity of sports addressed by the organization.

No individual may serve as Representative, or Co-Representative, or Alternate Representative from more than one organization at a time.

A Representative, Co-Representatives, or Alternate must be a member in good standing of the organization they represent, and must be an active or inactive licensed I.H.S.A. official.

All Representatives, Co-Representatives and Alternates must be designated as such in writing from the then chief officer of the member organization to the President and Secretary of I.A.C.A.O. All Representatives and Alternates shall be reaffirmed by or as nearly as possible after the October I.A.C.A.O. meeting in even-numbered years.

A member organization may replace its Representatives, Co-Representatives and Alternates at any time for any reason; notification of such replacement shall be made in writing by the then chief officer of the organization to the Secretary and President of I.A.C.A.O. All votes taken, and activities and actions made by or with the participation of a replaced Representative or alternate shall be deemed valid until such written notice is received by the President and Secretary and announced by either Officer at a regular or special meeting.

## Article V – Voting Rights

Each Officer and each member organization through its Representative or Alternate is entitled to one (1) vote per issue, except that no Representative or Alternate currently serving as an Officer may have two votes.

When a Representative is not present, the vote for that member organization may be cast by unanimous agreement of that organization's members attending, but a lone non-Official representative may not cast a vote.

No individual may vote as an Officer and also participate in a consensus vote by an association.

No new or replacement Representative, Co-Representative or Alternate may make or vote on any motion, resolution or amendment at any meeting of I.A.C.A.O., its Board or any of its Committees, nor serve as Officer or Chair until the replacement has been confirmed in writing from the then chief officer of that organization to the President and Secretary of I.A.C.A.O. and announced by either Officer at a regular or special meeting.

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## Article VI – Finances

### Compensation

No person attending or working at any I.A.C.A.O. meeting or clinic shall receive any financial compensation from I.A.C.A.O. Chairs may use paid clinic speakers from outside the ranks of the I.A.C.A.O. member organizations, or paid clinicians when no clinician is available from an I.A.C.A.O. member organization, but only upon approval of the specific instance and fee to be paid by a legally approved motion at a regular meeting. Gift certificates supplied by clinic or other vendors shall not be considered as compensation.

### Expenses

I.A.C.A.O. shall reimburse all reasonable expenses related to the duties of an office, clinic or committee, except that no reimbursement will be made for travel to and from I.A.C.A.O. meetings or clinics. Travel expense reimbursement to specific clinic speakers may be made if requested by the clinic Chair and approved by a legal motion at a regular meeting. The motion that authorizes the travel must define the limitations of the allowable and reimbursable travel expenses for I.A.C.A.O. members.

For expenses to be reimbursable, a timely, reasonably detailed expense accounting must be submitted to the Treasurer. The accounting must include proper receipts for all single expenditures exceeding \$25.00. The accounting must be approved by the President, Committee Chair or Clinic Coordinator that incurred the expense. No Officer may approve his or her own expenses.

### Audit

The President shall arrange for an independent audit of I.A.C.A.O. finances. The Audit shall be made during each even year, or as otherwise directed by the Board of Directors or by a legally approved motion at a regular meeting. A written report of the results of the audit, with any exceptions noted or suggestions for improvements, must be submitted at the regular July meeting following the audit.

The audit shall be sufficient to provide reasonable assurance that the account balances as stated in Treasurer Reports are accurate, that expenditures have been authorized and that expenditures have been made for *bona fide* operating expenses or to further the Objectives stated in Article II of these By-Laws.

### Inventory

In conjunction with the financial audit, the Treasurer shall arrange that an independent inventory be taken of all non-expendable or non-perishable items purchased or owned by I.A.C.A.O. The inventory shall document the purchase date and price, the current custodian and the general condition of each item. Items disposed of by authority of a legally approved motion at a regular meeting are exempt from the requirements of the audit and inventory.

### Independence

Independence for the purpose of the audit and inventory shall mean any member of a member organization who is not also an I.A.C.A.O. Officer or Chair, or any representative of a professional accounting practitioner or firm which is not also an I.A.C.A.O. Officer or Chair. I.A.C.A.O. may pay for auditing services when authorized by a legally approved motion at a regular meeting.

Any non-professional who serves as auditor shall not serve again as auditor until at least one more audit has been completed.

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## Article VII – Officers

Officers shall be active or inactive licensed I.H.S.A. officials, and shall be members in good standing of a member organization.

There shall be no other requirement to serve as an officer, except that the President must have served at least  $\frac{3}{4}$  of one full 2-year term (18 months) in another I.A.C.A.O. office (Vice president, Clinic Coordinator, Secretary, Treasurer) prior to assuming office as President. This requirement may be relaxed if no willing and otherwise qualified candidate is available.

Officers may not serve concurrently as clinic Chairs or Committee Chairs. Officers may sit on committees as *ex officio* members.

### President

Shall preside at all regular, special, and Board meetings, and shall have the usual and customary duties associated with an office of President.

Shall appoint a temporary replacement for the Secretary at any regular, special or Board meeting not attended by the Secretary.

In the event of a vacancy in any office except his own, shall appoint a replacement to serve out the vacated term, or until a special election is held to elect a replacement to fill out the vacated term.

Shall appoint members and Chairs of permanent and *ad hoc* committees and, with Board approval, all Clinic Chairs.

Shall act as official representative of I.A.C.A.O., and shall be authorized to sign documents for I.A.C.A.O.

Shall authorize payment of bills exceeding \$100.00 as presented by the Treasurer, except those submitted by the President for reimbursement.

Shall authorize reimbursement of expenses submitted by the Clinic Coordinator to the Treasurer for payment.

Shall be authorized to direct the Treasurer to pay for other goods and services as necessary in furtherance of the Objectives in Article II, providing that such payments do not exceed \$100 each, are not made directly to any individual serving as a Board Member, and do not occur more than once in the period between any two consecutive regular meetings.

Shall call special meetings when necessary.

Shall secure appropriate meeting facilities at dates and times as set in the May meeting each year, or as revised by legal approved motion.

Is authorized to delegate non-financial responsibilities to another Board Member or Official Representative.

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The President shall insure that the Association maintains a current, valid registration with the office of the Secretary of State of Illinois as a General Not For Profit (NFP) Corporation.

## Vice-President/ Clinic Coordinator

Shall be the liaison between the Board and Clinic Chairs, and between Clinic Chairs.

Shall receive, record and tally all advance clinic registrations and monies, and provide a record of advance reservations to the appropriate Chair to facilitate clinic planning, and to the Board at every regular meeting

Shall attend all regular clinics to provide direction and continuity of the registration process, or, if unable to attend, shall provide a reasonable replacement and all pertinent records and registration paraphernalia.

Shall authorize payment of bills exceeding \$100.00 as presented by the President to the Treasurer.

Shall authorize reimbursement of expenses submitted by the President to the Treasurer for payment.

In the absence or unavailability of the President, shall perform duties of the President.

## Treasurer

Shall pay all bills of I.A.C.A.O. in a prompt and businesslike manner, and shall keep appropriate records regarding the purpose of and authorization for all payments.

Shall obtain approval of the President or the Clinic Coordinator before payment of such expenses specifically mentioned in these By-Laws as requiring such approval.

Shall present at each meeting a written financial report to the membership.

Shall maintain all financial records and make them available for Board-authorized audits.

Shall prepare an annual written summary of revenues and expenditures for the organization, to be presented at the May meeting.

Shall preside at regular or special meetings, or at board meetings, in the absence of the President and Vice-President.

## Secretary

Shall record and publish minutes of all meetings.

Shall record attendance at all regular, special and Board meetings. Shall maintain the file of authorizing documents recognizing individuals as Official Representatives.

Shall maintain a file of all minutes, reports, correspondence, committee reports, proposals, contracts, legal documents, certificates, audits, all other papers and documents which pertain to the operation and structure of I.A.C.A.O.

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Shall notify officers, chairs and representatives in good standing of all regular and special meetings. Shall notify appropriate non-member persons and organizations of regular meetings.

Shall preside at regular or special meetings, or at board meetings, in the absence of the President, Vice-President and Treasurer. At these times, the Secretary shall appoint a temporary Secretary to record the proceedings of that meeting.

Shall maintain a roster of all members and their Official Representatives, including addresses, telephone numbers and email addresses, and shall prepare and present a written report on membership at the October meeting.

Shall execute special mailings as directed by the President or Board, or by legally approved motion.

Shall maintain and distribute as necessary copies of these By-Laws. For the purposes of this requirement a copy of the By-Laws may be posted on the I.A.C.A.O. web site.

Shall be responsible for incorporating legally approved revisions and amendments into these By-Laws, and for producing and distributing accurate copies of the revised By-Laws to all Officers, Board Members, Official Representatives, and Members.

## Recruiting Chair

Shall be responsible for directing and/or coordinating I.A.C.A.O. sponsored recruiting activities. These would include but not be restricted to officials training classes, traveling displays, newspaper articles, and special events.

Shall coordinate the storage, use and deployment of I.A.C.A.O. owned recruiting and display equipment

When required, shall be responsible for coordinating I.A.C.A.O. sponsored recruiting activities with the I.H.S.A. This would include obtaining I.H.S.A. approvals, access to the venues, location selection, applications, parking and entrance passes, etc. It also includes obtaining the necessary training materials, tests and licensing follow-up support for official training classes.

Is authorized to incur reproduction and other support expenses in relation to recruiting activities. These expenses would be documented and submitted to the I.A.C.A.O. Board of Directors for final approvals.

Shall attempt to tabulate and assess the success of I.A.C.A.O. sponsored recruiting ventures for the purpose of determining their effectiveness. A yearly summary of I.A.C.A.O. recruiting activities shall be presented to the Board of Directors at the July meeting.

Is authorized to call upon the member groups for assistance by providing staffing for I.A.C.A.O. sponsored recruiting activities.

## Article VIII – Board of Directors

The Board of Directors shall be comprised of the Officers and Chairs of all regular clinics. The immediate past-President shall continue as a Board member *ex officio* for not more than two years, but may not have

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two (2) votes as a Board member by virtue of having Board status due to election or appointment to another Office or Chair.

The Board of Directors shall meet from time-to-time as determined by the President. Non-board members may attend these meetings when requested by the President and notified through the Secretary.

The Board of Directors may meet as necessary with any representative of any other organization, including the I.H.S.A., if a majority of the Board agrees that such a meeting may further an Article II Objective.

## Article IX – Election of Officers

Election of officers shall be at the May meeting in odd-numbered years, with each Officer elected to serve a 2-year term. Election shall be by voice vote, unless a Board member or Official Representative requests a written ballot. Each member association (as in Article III) is permitted one (1) vote per office.

Written ballots shall be tallied and their results announced by the Secretary. One other attendee appointed by the President who is not a nominee for any office or position being voted shall assist the Secretary.

Nominations from the floor may be made during the January or May meetings, and may be placed by any Official Representative, or by a committee previously appointed by the President for that purpose. Floor nominees are subject to the qualifications stated in the Membership article of these by-laws.

Any vacancy during a term of office will be filled by appointment of the President for the balance of the elected term. No officer shall serve more than two (2) consecutive terms in the same office except that the time spent filling out an appointed term shall not count towards the two (2) years.

In the event of a vacancy in the office of President, the Vice-President shall assume the office of President for the remainder of the vacated term. A Vice-President assuming the office of President in this manner may continue serving in both offices until the next regular elections, or may appoint a replacement Vice-President to fill out the vacated term.

Officers may be removed by a three-fourths vote of all member organizations as cast by their Representatives or Alternates. Board Members are automatically removed if their I.H.S.A. license is suspended or revoked.

Committee Chairs may be removed by the President for failure to address the assigned business of the committee. Clinic Chairs may also be removed by the President, with the approval of a majority of the Board, for failure to show reasonable progress in planning and preparation for their next clinic or for other cause related to the planning or execution of a clinic, or for an explicit or presumed conflict of interest.

## Article X– Meetings

Each fiscal year no less than five regular organization meetings shall be held. The fiscal year shall begin with the July meeting. The recommended meeting dates are: July, October, December, January and May. To meet the needs of the members these suggested meeting dates may be moved or changed by the President with the concurrence of the officers.

A quorum is required for the conduct of business at a regular or special meeting. A quorum shall consist of the Official Representatives of one-third of the member associations as determined by the most recent annual report of the Secretary on this matter, plus two Officers who shall not also count as Official

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Representatives in the quorum. No official business of I.A.C.A.O. may be conducted in the absence of a quorum.

Attendance at regular meetings shall not be limited to Board members and Official Representatives, but shall be open to all interested I.H.S.A.-licensed officials, subject only to the restrictions of size imposed by the facilities, and to guests invited for a specific purpose by a Board Member or Official Representative.

The Secretary will prepare an agenda in cooperation with the other Officers, and will notify all Members in good standing or their Official Representatives of each regular meeting at least ten (10) days prior to the date set at the May meeting.

Special meetings may be called from time-to-time. A special meeting may be called by the President, or by the request of any three other Board members. Such meetings may include but are not limited to Officer meetings, Board meetings, meetings with I.H.S.A. staff or administrators, and representatives of other organizations. Committee and Clinic Chairs shall call and conduct meetings as needed to conduct the business of their committees.

The costs of all meetings – regular, special, committee, clinic – shall be borne by I.A.C.A.O. upon presentation of reasonable documentation, and may include but are not limited to rental of facilities and equipment, purchase of supplies, and reasonable refreshments, plus any other reasonable expense directly associated with a meeting. Meetings held at or near a normal mealtime, or held at such times as may reasonably disturb normal eating patterns, may feature a light meal to be included as a cost of the meeting.

No Officer, Chair, Representative or Alternate, or other attendee will be reimbursed by I.A.C.A.O. for travel expenses to or from any I.A.C.A.O. meeting or clinic, except upon the express approval of a majority of the Board.

Travel expenses may be paid upon the approval of a majority of the Board for guests invited by a Board member or Representative for the specific purpose of making a presentation, or with whom the Board or Officers desire to meet in an attempt to enhance the profile or further the objectives of I.A.C.A.O.

Guests who request time at any I.A.C.A.O. meeting to make a presentation or plea may be invited to attend and speak, but shall not be reimbursed for any expenses related to their appearance.

## Article XI – Order of Business

The order of business shall consist of a call to order, report of the previous meeting (Secretary's report), Treasurers report, President's report, Clinic reports, Other Committee or Project reports, Old Business, New Business.

## Article XII – Clinics

The regular annual clinics shall be:

- 1) Football
- 2) Basketball
- 3) Baseball
- 4) Softball

Regular annual clinics will be held prior to the beginning of the I.H.S.A. competitive season for the related sport. The Baseball/Softball clinics may be split, and held on separate days or at separate facilities, or both

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may be held on the same date and location. If approved by a legal motion, additional clinics may be conducted for any I.H.S.A. sanctioned sport.

Each I.A.C.A.O. sponsored clinic shall be designed to fulfill all I.H.S.A. requirements for Clinic Certification.

A Clinic Chair shall be an active or inactive licensed I.H.S.A. official, and shall be a member in good standing of an I.A.C.A.O. Member Organization. Prospective Chairs shall accept their appointment with the understanding that most of the setup and cleanup staff for their clinic will come from their own Member Organization.

Clinic Chairs shall report on the results of their clinic at the next meeting immediately following their clinic. The report shall include the quantity of attendees paid and unpaid, a detailed financial recap, the status of any outstanding bills, any solicited or unsolicited feedback relating to the clinic, and any recommendations for future clinics in any sport.

Clinic Chairs shall report to the membership at all other meetings on the progress of arrangements for future clinic including but not limited to: date, location, contracts, programs, speakers, caterers, vendor and publicity.

Clinic Chairs are limited to two (2) consecutive 2-year terms. Preference for the appointment of succeeding Chairs shall be given to Member Organizations that are not currently supplying a Clinic Chair. An effort will be made to rotate Clinic Chair responsibility through out the appropriate member organizations.

## Article XIII – Committees

Standing, recurring, or *ad hoc* committees may be appointed by the President from time-to time. A Chair, elected by the committee from its ranks unless previously named by the President shall administer each committee.

A Nominating Committee comprising three (3) Official Representatives, none of whom may be a sitting Officer, shall be appointed not later than the close of the December Meeting in even years. The Nominating Committee shall solicit qualified volunteers willing to serve as Officers, and shall place their names in nomination at the January Meeting in odd-numbered years. Nominees may be anyone currently holding a valid active or inactive ISHA license, and who is currently in good standing as an active member in a Member Organization.

Committee Chairs are authorized to call and conduct meetings and incur reasonable reimbursable expenses in the course of conducting committee business.

## Article XIV – Adoption

New By-Laws may be adopted at any regular or special meeting by a two-thirds (2/3) vote of the member organizations attending through their Representatives or Alternates. Notice of the proposed By-Laws adoption must be specified on the notice of the calling of such meeting. That meeting notice must be mailed at least ten (10) days prior to the date of such meeting.

Copies of proposed new By-Laws must either be distributed to each member organization or posted on the I.A.C.A.O. web site. The membership shall be encouraged to provide comments and input.

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## Article XV – Amendments

By-Laws may be amended at any regular or special meeting by a two-thirds (2/3) vote of the member organizations attending through their Representatives or Alternates. Notice of the proposed amendment(s) must be specified on the notice of the calling of such meeting. That meeting notice must be mailed at least ten (10) days prior to the date of such meeting. A copy of the proposed amendment(s) must be included in the meeting notice.

The President is authorized to defer a vote to amend the By-Laws when attendance by member organizations through their Representatives or Alternates at the meeting announced for that purpose is less than one-half plus one of the full quantity of member organizations.

## Article XVI – Roberts' Rules of Order

Roberts' Rules of Order shall guide the organization and the conduct of meetings in all procedural matters not covered by these By-Laws. Where these By-Laws may conflict with Roberts' Rules of Order, these By-Laws shall govern.