

# Margarita Officials Association

## CONSTITUTION

### ARTICLE I. NAME

The name of this organization shall be the Margarita Officials Association (MOA), a not-for-profit organization.

### ARTICLE II. PURPOSE

Section 1. The purpose for which the MOA is organized includes, but is not limited to, the following:

- a. Provide training to advance the skills of amateur softball umpires.
- b. Facilitate the contracting and assigning of softball umpires to amateur sports contests.
- c. Work with sports administrators to provide qualified softball umpires to amateur sports contests.
- d. Maintain the highest standard of sports officiating.
- e. Encourage the spirit of fair play and sportsmanship.
- f. Promote the welfare of amateur sports by working with organizations and other officials' associations that are affiliated with amateur sports.

### ARTICLE III. MEMBERSHIP

Section 1. The MOA shall be comprised of the following members:

- a. **Active.** Active Members are those individuals who have complied with all the membership requirements
- b. **Inactive.** Inactive Members are those individuals who have complied with all the membership requirements and are, or have been, duly qualified sports officials but, for any reason, now do not desire to officiate athletic contests.
- c. **Lifetime.** Lifetime Members are those individuals who are neither Active nor Inactive Members upon and whom the MOA wishes to bestow such status because of their accomplishments in, or contributions to, amateur sports.

Section 2. **Membership Requirements**

a. Applicants for Active Membership shall:

- (1) File the prescribed written application.
- (2) Pay the current membership dues.
- (3) Provide proof of adequate and in-force liability insurance, and an Independent Contract form.
- (4) Appear before the membership at the next General Meeting for acceptance or rejection. A majority vote of the members present shall determine acceptance or rejection.
- (5) The Board of Directors may affect interim membership until the next General Meeting.

b. Applicants for Inactive Membership must meet all the requirements of Active Members except paragraph a (3) and (4) of this Section.

c. Criteria for Lifetime Membership shall be determined on a case-by-case basis. Candidates for such membership shall be proposed to the Board of Directors, and must be accepted by a majority of the Board of Directors.

d. A person shall not be denied membership or access due to race, color, creed, religion, sex or national origin.

Section 3. **Membership Rights**

a. Active and Inactive Members have the right to vote in all elections, are eligible to hold elected office and appointed positions, and enjoy all other rights of membership.

b. Lifetime Members enjoy all rights of membership except the right to vote, the right to hold elected office, and the right to hold appointed positions.

Section 4. **Resignation.** A member may resign at any time and for any reason by filing an electronic letter of resignation to the President. Such resignation shall not relieve the member of the obligation to pay any dues, fees, assessments or other charges previously accrued and unpaid before the submission of the letter.

## Section 5. Discipline of Members

a. A member may be censured, fined, placed on probation, or suspended for not more than one year, or may be expelled, for failure to comply with this Constitution, the Bylaws, established authority and regulations, or for delinquency in payment of authorized charges, fines, fees, penalties or assessments. Penalties may also be imposed on a member for any other conduct that is conclusively established to be contrary to the best interests of the MOA.

b. A charged member shall be provided with a written notice of the charges filed against him/her. The written notice shall contain the alleged violation with specific reference to the applicable article of the Constitution, Bylaws provision, rule, or regulation allegedly violated, the specific alleged misconduct, where and when the alleged misconduct occurred, and the person or entity who filed the charge. The charged member shall also be provided with copies of all materials related to the charges. The charged member shall be referred to his/her procedural rights that are contained in Section 5, paragraphs c, d and e of this Article. In addition, the written notification shall contain the procedural process for hearing the matter.

c. A member charged with any violation shall have the right to appear in person before the Board of Directors/Disciplinary Committee or the member may provide a written statement to the Board of Directors. Such right shall be afforded prior to the imposition of any fine, penalty or any other disciplinary action. A member may request a personal hearing within fourteen days of the receipt of the written notice of the charges filed against him/her, provided that the request is made in writing to the President. At the hearing, the person or entity that filed the charges shall be present and both sides may present any information and materials pertinent to the charges. Each party may ask questions of the other party and the other party's witnesses. Legal counsel may be present and may fully participate if the MOA is notified at least three days prior to the date of the hearing. The hearing shall be recorded and copies of all materials retained on file by the Board of Directors. The Board of Directors/Disciplinary Committee shall determine whether the charges are valid and, if so concluded, shall impose an appropriate penalty. The Board of Directors/Disciplinary Committee's decision shall be reported to both parties, specifically the individual and the Board of Directors not later than fourteen days from the date of the completion of the hearing. A majority vote of the Board of Directors/ Discipline Committee shall determine its decision.

d. **Appeal Process.** A member penalized by the Board of Directors/Disciplinary Committee shall have the right of appeal the decision. Upon such a request, the President and three Active members (non-Board members) shall convene as the Appeal Committee in order to hear the appeal. The member must file such request to the President not later than seven days from the date of receipt of the Board of Directors decision. The Appeal Committee shall judge the appeal on the basis of the information presented to the Board of Directors/Disciplinary Committee and on the review of any additional written information submitted by both parties and received by the President not later than fourteen days prior to the date scheduled for oral arguments. Notice of the date for oral arguments shall be provided via electronic mail by the President not later than thirty days prior to the scheduled date for oral arguments. Legal counsel may participate. A majority vote of the Appeals Committee shall resolve the appeal. The Appeals Committee shall render its decision in writing to both parties via certified mail, return receipt requested, not later than fourteen days from the date on which the

oral arguments were concluded. A member filing an appeal shall retain all membership rights and privileges until the appeal is heard and resolved by the Appeals Committee. The decision of the Appeals Committee shall be final and binding.

e. **Reinstatement Process.** An expelled former member or s suspended member may request membership reinstatement by filing a written request for reinstatement to the President. The President shall present such request to the Board of Directors at the next scheduled Board meeting. Under such conditions as deemed appropriate by a majority vote of the Board, a former member’s membership may be reinstated.

#### **ARTICLE IV. MEMBERSHIP MEETINGS**

Section 1. **General Meetings.** No less than three General Meetings shall be held annually. The first meeting shall be held during February and a second meeting during December of each year, unless otherwise directed by the President. The third meeting shall be held during October of each year for the purpose of electing the Board.

Section 2. **Special Meetings.** Special Meetings may be called from time to time by the President. In addition, a Special Meeting may be called upon the request of a majority of the Board of Directors, or upon a written request signed by ten members in order to address a specific issue. A request for a Special Meeting shall contain the purpose of the proposed Special Meeting and only that business shall be transacted during that meeting.

Section 2. **Notice of Meeting.** Electronic notice of all General Meetings and Special Meetings, stating the time, the place and the purpose of the meeting, shall be electronically mailed to each member at the address that appears on the books of the MOA, not less than fourteen days prior to the date of such meeting.

Section 3. **Quorum and Voting.** A quorum for the conduct of business at any General Meeting or Special Meeting shall consist of those members present. A majority vote of such members is necessary to make a decision, except where another percentage is required by law, this Constitution, or the Bylaws. Proxy voting is not permitted. Those members properly excused from a meeting by a Board member may post with the Board Recorder a signed absentee vote. To be counted, the absentee vote must be received prior to the meeting in which the vote will occur.

Section 4. **Attendance.** Attendance at General Meetings and Special Meetings is mandatory unless excused prior to the meeting by a member of the Board of Directors. A member missing two consecutive General Meetings or Special Meetings without requesting an excused absence shall be fined, may be suspended, may have their membership terminated, or a combination of any of the three. The Board, as prescribed in Section 3, Article VI, shall establish the amount of the fine. If a

member's membership is suspended or terminated, reinstatement shall occur as prescribed in Section 6, Article III.

## ARTICLE V. BOARD OF DIRECTORS

Section 1. **General Powers and Duties.** The property and business affairs of the MOA shall be directed by the Board, and the Board may exercise all such powers as are not by law, this Constitution, or the Bylaws, required to be exercised by the membership. The Board shall establish the honorariums that will be paid to the Finance Director, and the Assignment Secretary. The Board shall direct, supervise and evaluate the Finance Director's management of the MOA's financial affairs, and the duties of the Assignment Secretary.

Section 2. **Composition.** The Board shall be comprised of four elected members, and the appointed Assignment Secretary. The elected members of the Board shall select a President of the Board, a Vice President of the Board, a Recorder of the Board, and a Membership Chairperson. The President of the Board shall serve as the President of the MOA. The Finance Director shall not vote on any matter before the Board.

Section 3. **Elections.** The elected members of the Board shall be elected biennially at the October General Meeting. Two Board members shall begin their term of office on even numbered years. The other two Board members shall be elected to begin their term of office on odd numbered years. The slate of nominees shall be presented in writing to the membership at least thirty days prior to the October General Meeting. Additional nominations shall be accepted until the nominating process is closed at the meeting. The vote shall be by secret written ballot. Election shall be by plurality of the votes cast. Should two or more candidates receive an equal majority of votes, voting shall continue until plurality is reached for one of the candidates that received an equal majority of votes. Elected Board members are eligible for re-election.

Section 4. The Board shall appoint a Finance Director. At least sixty days prior to the appointment, the Board shall provide the membership with written notice of application criteria for appointment to the vacant position. The notice shall contain the deadline for application and shall be mailed to each member at the address that appears on the books of the MOA. Elected members of the Board may not be appointed as the Finance Director.

Section 5. The Board of Directors shall appoint an Assignment Secretary and an Instructional Chair for each sport contracted. At least sixty days prior to the appointment the Board of Directors shall provide the membership with written notice of application criteria for appointment to the vacant position. The notice shall contain the deadline for application and shall be mailed to each member at the address that appears on the books of the MOA. Members may be appointed to two such positions concurrently.

Section 6. **Term of Office.** The elected members of the Board shall hold office for two years beginning January 1 of the year following their election, or until they resign, are unable to act, are removed from office or die. Elected members of the Board shall serve no more than two consecutive terms in office. The appointed members of the Board and those members appointed to the positions discussed in Section 5 of this Article shall serve from the date of their appointment until they resign, are unable to act, are removed from their position or die.

Section 7. **Resignation.** A member of the Board may resign at any time and for any reason by filing a letter of resignation with the President. The resignation shall take effect on the date specified and, unless otherwise stipulated, acceptance is not necessary to effect the resignation.

Section 8. **Suspension**

a. An elected member of the Board may be suspended by a majority vote of the Board of Directors. This suspension shall only be imposed pending the removal action provided for in Section 9 of this Article.

b. An appointed member of the Board may be suspended by a majority vote of the Board of Directors.

Section 9. **Removal**

a. An elected member of the Board may be removed for just cause by a two-thirds vote of the members present at any General Meeting.

b. An appointed member of the Board may be removed for just cause by a two-thirds vote of a quorum at any Board meeting.

Section 10. **Vacancy.** A vacancy of an elected position on the Board shall be filled by a majority vote at any Board meeting. A member that is appointed to a vacated elected position on the Board shall serve from the date of appointment until their successor is elected or they resign, is unable to act, is removed from office or dies. A vacancy of an appointed position on the Board and those appointed positions discussed in Section 5 of this Article shall be filled as prescribed in Section 4 of this Article.

Section 11. **Meetings.** All Board meetings shall be open to the membership except when in "Executive session."

a. The Board shall meet during February and December of each year, unless otherwise directed by the President or the majority of the Board. Notice of these meetings shall be provided to each Board member at least fourteen days prior to the scheduled date of the meeting. Notice of the Board meetings shall be provided to the membership.

b. The President may call additional or Special Meetings of the Board when business requires or at the request of a majority of the Board, , or upon a written request signed by ten members in order to address a specific issue. Notice of such a meeting shall be electronically mailed to each Board member at the address that appears on the MOA books not less than fourteen days before the scheduled date of the meeting.

c. Attendance at all scheduled Board meetings is mandatory for the elected and appointed Board members. A Board member who misses two consecutive Board meetings without being excused by the President shall have their office or position terminated. Their office or position shall be filled as prescribed in Section 10 of this Article. The Instructional Chairs are encouraged to attend all the Board meetings and shall attend when directed by the Board of Directors, or when placed on the Board agenda.

d. At least three elected Board members must be present at a Board meeting to constitute a quorum.

Section 12. Informal Action. Any action required at a Board meeting may be taken without a meeting if written consent setting forth the action so taken is signed by all elected Board members.

## **ARTICLE VI. DUES, FEES, FINES, HONORARIUMS AND RENTS**

Section 1. **Membership Dues.** The amount of Membership Dues shall be determined and published by the Board not later than the first day of December of each year for the following year. An increase in the Membership Dues may be reduced or repealed by a two-thirds vote of the membership at any General Meeting or at a Special Meeting called and convened for that purpose. The Membership Dues are payable in full prior to receiving game assignments or participation in MOA business. Lifetime members shall not be required to pay Membership Dues.

Section 2. **Fines.** The Board shall establish and publish, not later than the first day of December of each year for the following year, a Fines Schedule for violations of the dress code, missing game assignments, arriving late for game assignments, game assignment turn-backs and missing meetings. Late payment or failure to pay such fines may result in additional fines, the reduction of game assignments, the cessation of game assignments, or any combination of the above. Fines shall not be deducted from monies that the MOA owes the member.

Section 3. **Honorariums.** The Assignment Secretary and the and the Finance Director are the only members of the Board that shall receive an honorarium.

Section 5. **Rents.** The Board is empowered to rent space for meetings when adequate free space is not available. The rent paid shall be the minimum possible.

## ARTICLE VII. COMMITTEES

Section 1. **Committees.** The MOA shall have three ad hoc committees. These committees are the Audit Committee, the Discipline Committee, the Rating and Evaluation Committee. The Board shall establish the composition of the Audit Committee and the Discipline Committee on an “as needed” basis. The Instructional Chairperson shall establish the composition of the Rating and Evaluation Committee.

a. The Board of Directors shall appoint not less than three members to the Audit Committee. One member shall be designated as the Chair. The Chair and two committee members shall constitute a quorum. Prior to the first General Meeting of the year the committee shall meet with the Finance Director for the purpose of auditing the financial accounts. A written report of the findings shall be submitted to the Board. As part of the report the committee may make recommendations and suggestions regarding the procedures used in the keeping of the financial accounts. The committee shall determine the time and place of its meetings, its rules of order and procedure, and shall keep a written record of all its proceedings.

Section 2. **Nominations Committee.** Before the first day of September of each year the Vice President, with the advice and consent of the Board, shall appoint a Nominations Committee. The committee shall solicit from the membership nominations for the annual Elections Meeting. The slate of candidates shall be presented to the membership at least thirty days prior to the October General/Elections Meeting.

Section 3. **Special Committees.** The Board of Directors may establish, as needed, Special Committees. The duties of these Special Committees shall be defined in writing and these committees shall function only within the defined areas and for the time specified.

## ARTICLE VIII. BOOKS AND RECORDS

Section 1. A written record of all meetings, hearings, financial accounts and transactions shall be prepared and retained on file. All such books, records, financial accounts and reports shall be retained for a minimum of seven years or as otherwise provided for by law.

Section 2. Books, records, financial accounts and reports shall be kept at such place or places as the Board may from time to time determine.

Section 3. The books, records, financial accounts and reports shall be open to inspection by any member at all times.

Section 4. When deemed necessary by the Board, the financial accounts shall be audited by a certified public accountant. The certified public accountant shall be hired or appointed by the Board



of Directors. A written report of the audit shall be provided to the Board who will provide such report to the membership at the next General Meeting.

## **ARTICLE IX. MISCELLANEOUS PROVISIONS**

Section 1. Member Status. In the opinion of the California Attorney General's office and by legislative action, each MOA member is an independent contractor. The member is not an employee of the MOA, of the Board, of any Board member, or of any other person or entity for whom the member officiates. Each member recognizes this status and understands that worker's compensation programs do not cover them while a member of the MOA.

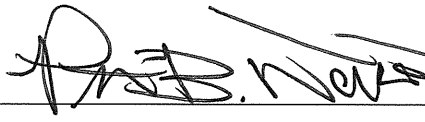
Section 2. Negotiations and Contracts. No member except the President or Vice President shall represent the MOA in contractual negotiations with any entity, organization, or activity, unless authorized in writing by the Board.

Section 3. Parliamentary Authority. The rules in the current edition of *Robert's Rules of Order* shall govern in all cases to which they are applicable and in which they are not inconsistent with this Constitution or any special rules that the MOA membership may adopt.

## **ARTICLE X. AMENDMENTS**

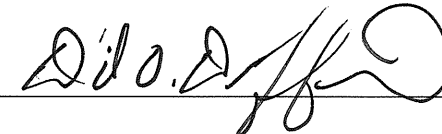
This Constitution may be amended or repealed by a two-thirds vote of the members present at any General Meeting duly called and convened. Any proposed amendment(s) must be submitted to the President in writing and signed by at least ten members. The Board shall provide a copy of the proposed amendment(s) to each member not less than fourteen days prior to the presentation of the proposed amendment(s).

This Margarita Officials Association Constitution was ratified and adopted by the undersigned Board of Directors on **1 December 2023**.



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**President**



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**Vice President**



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**Recorder**



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**Membership Chairperson**



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**Assignment Secretary**