

## **SOUTHERN UTAH BASKETBALL OFFICIALS' ASSOCIATION (SUBOA) CONSTITUTION AND BY-LAWS**

### **ARTICLE I**

1. NAME: SOUTHERN UTAH BASKETBALL OFFICIALS' ASSOCIATION (SUBOA).
2. LOCATION: The principal office of the association shall be in the State of Utah.
3. ORGANIZATION: The association was organized in the State of Utah as a Limited Liability Company on October 31st, 2025. It is the intent of the association, and the association shall take steps to obtain 501(c)(3) status as soon as possible and apply such status retroactively to its organization date.
4. SUBOA BOARD of Directors (Officers): The SUBOA shall be a basketball only officials association. The SUBOA will consist of a Director and four (4) Board Members. The Director and Board members will serve for a period of two years. For SUBOA's initial election, the Director and two (2) board members will serve for two years, and the other two board members will serve for one year. All future Director and Board member elections will be for a two (2) year term. At the discretion of the Director, additional committee members may be called on to serve and/or act on behalf of said board from time to time. The Secretary and Treasurer shall be selected by the Director and shall serve for a period of two years. The Director and Board Members may serve consecutive terms as well as the as Secretary and Treasurer as appointed by the Director. The Secretary, Treasurer and other committee member positions are non-voting positions.
5. RESTRICTIONS: All policies and activities of the SUBOA shall be consistent with applicable state and local rules, regulations, or other legal requirements.

### **ARTICLE II**

1. PURPOSE: The purpose of the SUBOA includes:
  - (a) Promote and encourage universal recognition of the values of amateur athletics.
  - (b) Promote and encourage standards of conduct as established for all member officials.
  - (c) Promote and encourage institutions, players, coaches, and spectators' high ethical standards of sportsmanship in the conduct of amateur athletics.
  - (d) Promote, and encourage officiating education, efficiency, and competency of all members.

Assist the Utah High School Activities Association (UHSAA), interscholastic institutions, and amateur sports organizations in the educational development of their participants through athletics.

  - (f) Promote and encourage sociability and friendship among all member officials.

### **ARTICLE III**

1. DURATION: This association shall have perpetual existence.

## **ASSOCIATION BY-LAWS:**

### **ARTICLE IV**

1. MEMBERSHIP: All persons seeking membership shall be obligated to:

a. Submit a completed membership (independent subcontractor agreement) to the SUBOA. All memberships are subject to approval by the Board. All members must be in good standing with the UHSAA and the SUBOA

b. Pay required dues, fees and/or assessments that may be levied from time to time by the UHSAA and the SUBOA Board of Directors.

c. Abide by this Constitution and By-Laws and Integrity Program of the SUBOA as are promulgated and published from time to time.

d. Adhere to the rules, regulations and certifications set forth by the UHSAA, this association; including but not limited to testing as set forth by the UHSAA, meetings as set forth by the UHSAA and the SUBOA Board. Attend clinics as set forth by the UHSAA and/or their respective Divisions. Membership shall be available to all persons, regardless of race, creed, color, or gender, desiring to fulfill the purposes of the association, conditioned upon his or her abiding, as a whole, the obligations of membership.

2. DUES/REGISTRATION AND FEES: Shall be established annually by the SUBOA Board and will be set to meet anticipated operating expenses of the association. Payment of dues/registrations and fees shall be made via the current acceptable method as determined by the SUBOA Board. Association dues are above and beyond any dues required by the UHSAA.

3. DELINQUENCY: Any member who is delinquent in the payment of dues, registration and/or fees shall be disciplined according to the association's Integrity Program. Once an Assigner is notified, all assignments for that member shall be suspended until dues, registration and/or fees are paid in full.

4. VOTING MEMBERSHIP: Voting membership in the association is limited to persons engaged in officiating and who are current in the payment of their association dues and in good standing.

5. RESIGNATION: Any member may resign by submitting a resignation letter either by mail or email to the Director of the SUBOA; however, resignation does not relieve a member from liability for any unpaid fines, fees, or dues.

6. SUSPENSION and/or REVOCATION OF MEMBERSHIP: The membership of any member may be suspended and/or revoked when the member fails to meet any obligation required pursuant to Article IV herein, and/or the SUBOA Code of Ethics/Rules of Conduct, and for acts of any nature and consequence which are deemed to be out of compliance with the direction of the association. Written notice of suspension/revocation of membership shall

be delivered either by mail or email to the member. Such notice shall state the reason and/or reasons for such suspension/revocation.

7. APPEAL & REINSTATEMENT: Any member whose membership has been suspended and/or revoked may seek reinstatement by written appeal to the SUBOA Board. Reinstatement shall require a hearing and majority favorable recommendation by the SUBOA Board. An appeal of the SUBOA Board's decision may be appealed to the UHSAA Director of Officials. The UHSAA Director's decision is final, and no additional appeal will be allowed.

8. ASSIGNMENTS: Membership in the SUBOA does not guarantee assignments, appointments, or other actions within the association. Assignments are the sole responsibility of the UHSAA and/or their assigner.

## ARTICLE V

1. MEETINGS OF MEMBERS: Meetings of members shall be held at any place designated by the SUBOA Board.

2. ANNUAL GENERAL MEETING: The annual general meeting will be announced at the beginning of the season along with all the other general in-season association meetings. The purpose of the annual general meeting is to complete the election process for the next election cycle and will be held before the State Championships. The newly elected officers will take office on April 1<sup>st</sup> of that year. The general Meeting will be held as the last meeting for that year. At the annual meeting, the new Board members shall be elected in accordance with this Constitution & By-Laws, annual adoption of the Constitution and By Laws, Integrity Program and any other business as needed. The other general in-season meetings will be held for the purpose of training and association business as needed. Each meeting of the SUBOA will count toward the officials Post Season Eligibility.

3. SPECIAL GENERAL MEETINGS: The SUBOA Board may call a Special General Meeting at any time. If a special meeting is called for by the membership, the notice of such meeting shall state the agenda and the general nature of the business to be transacted. Upon receipt of such a request the Secretary shall give prompt notice to the members following the Notice of General Meeting requirements below.

4. NOTICE OF GENERAL MEETINGS: All notice of general meetings shall be delivered no less than fourteen (14) days nor more than sixty (60) days before the date of the meeting. Notice of any general meeting shall be given in writing by electronic communication addressed to each member at the address of such members appearing on the rolls of ArbiterSports.com.

6. QUORUM: The presence in person, online or proxy of at least 35% of the total membership shall constitute a quorum for the transaction of business at general meeting.

7. VOTING: Members who are in good standing shall be entitled to vote on any matter in general meetings, special general meetings by electronic device. Elections will be carried out via electronic ballot, the Secretary and two at large members appointed by the SUBOA Board will oversee the election. Elections will be held during the last association meeting before the State Championships with the newly elected officers taking office on April 1<sup>st</sup> of that year. An email requesting nomination will be mailed out to all current members in good standing, and

any preregister officials, with at least a 7-day response time frame. All interested will reply for that specific position as instructed with a short recap of their interest and what information they would like to present to the officials. During the meeting, an electronic ballot will be sent to all qualified officials as listed above. Depending on the results, multiple ballots may be required to finalize the election process. Results of the election will be announced at the meeting. If an official cannot be available during the meeting time, the initial ballot will be provided to the official approximately 24 hours prior to the election meeting. The official will be required to submit their absentee ballot prior to the start of the meeting. Any official participating in the absentee ballot will still receive any subsequent ballots required to finalize the election process and will be under the same time restraints as those participating during the meeting time. Any ballot received after the specified cutoff time will be invalid and not counted in the final election process.

8. RULES OF ORDER: A modified version of Robert's Rules of Order shall govern all meetings of this association wherever applicable.

#### ARTICLE VI

1. SUBOA BOARD POWERS: The SUBOA Board's power shall be to oversee the finances and Officers Insurance for the association. In addition, they may act on other items as needed. A decision of the SUBOA Board may be reversed only upon the vote of two-thirds (2/3) of the members in attendance at a Special General Meeting pursuant to notice.

3. NUMBER OF SUBOA BOARD MEMBERS: The authorized number of SUBOA Board Members shall be limited to one Director and four (4) board members.

5. VACANCIES: Vacancy of the Director and/or a Board Member for any cause shall be filled by vote of the membership within 45 days, this vote shall take place via electronic mail. The newly elected Director and/or Board Member shall hold office until the term of his predecessor expires and a successor has been duly elected.

#### ARTICLE VIII

2. DIRECTOR: The Director shall be the Chairman of the SUBOA Board of Directors and the general manager and chief executive officer of the association, and shall, subject to the control of the general body of the association, have general supervision, direction, and control of the financial business of the association. The Director shall preside at all special general meetings of the members and at all meetings of the SUBOA Board. The Director shall execute the will of the association and shall have all other powers and duties as prescribed by the SUBOA Board or this Constitution and By-Laws.

3. ACTING DIRECTOR: In the absence or disability of the Director, an acting Director shall be appointed by the SUBOA Board and perform all duties of the Director, and when so acting shall have all the powers of and be subject to all the restrictions upon the Director. The acting Director shall have such other powers and perform such other duties as from time to time may be prescribed by the Director, the SUBOA Board, or the Constitution and By-Laws.

4. SECRETARY & TREASURER: The Secretary shall keep or cause to be kept at such place as the SUBOA Board may designate, a book of minutes of all meetings and actions of the SUBOA Board and its members. The time and place of holding, with a copy of the notice thereof given, the names of those present, and the proceedings thereof shall be kept by the Secretary. The Secretary shall also keep a register of members and their addresses and classifications, unless directed otherwise by the SUBOA Board. The Treasurer shall keep and maintain adequate and correct books and records of accounts including association assets, liabilities, receipts, disbursements, gains, losses, capital, and earnings. The Treasurer shall cause to be deposited all monies and other valuables in the name and to the credit of the association with such depositories as may be designated by the SUBOA Board. He or she shall cause the funds of the association to be distributed as directed from time to time by the SUBOA Board. He or she shall facilitate an audit conducted by a committee of members from within the association, which then shall report its findings to the members of the association on an annual basis. The books of accounts and all other records shall be open to inspection by request of any member of the association.

5. COMPENSATION: The Director, Board Members, Secretary and Treasurer will have their SUBOA Dues waived for the Calendar school year of service provided. At the discretion of the Board, a payment of up to \$100 may be approved at the end of the year for the Director, Board members, Secretary and Treasurer for services rendered to the association.

6. ASSIGNER: Assigning duties fall under the direction of the UHSAA. Compensation will come from the UHSAA and no funds from the SUBOA can be appropriated for assigning.

## ARTICLE IX

1. CHECKS, DRAFTS AND EVIDENCES OF INDEBTEDNESS: All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness, issued in the name of or payable to the association, shall be signed by an Approved Authorized Signer the Treasurer will not sign checks but will be in charge of receiving payments via check for deposit or VENMO with proper documentation. SUBOA will not accept CASH for payment of any Fees. Any Member of the SUBOA Board can be listed as authorized signers on the bank account as directed by the SUBOA Board. All expenditures must include proper documentation and be signed by the Director and another Board member before the check or electronic payment can be made. All checks will require two signatures with the Director and Treasurer being authorized as signers. At the end of each year a reconciliation will be done by the Treasurer and will be presented to the SUBOA Board for approval.

2. ASSOCIATION CONTRACTS AND INSTRUMENTS: The SUBOA Board may authorize any officer or officers to enter into any contract or execute any instrument in the name of and on behalf of the association, and such authority may be general or confined to specific instances; and, unless so authorized or ratified by the SUBOA Board or within the agency power of an officer, no officer or employee shall have any power or authority to bind the association by any contract or engagement or pledge its credit or to render it liable for any purpose or to any amount.

## ARTICLE X

1. VOTE REQUIRED: This Constitution may be amended only by a vote of two-thirds (2/3) majority of the members present at any special general meeting, provided there is a quorum present. The By Laws (Article IV through IX) may be amended by a recommendation to the SUBOA Board. Amendment to the By Laws requires a majority vote of the SUBOA Board.

2. PROPOSED CONTITUTIONAL AMENDMENTS: Suggested amendments to the Constitution may be submitted in writing to the SUBOA Board signed by any five (5) members of the association eligible to vote. The SUBOA Board shall submit, with its recommendation, any such proposed amendments to the Secretary who shall cause such to be a part of the special general meeting as called for this association.

Voted and Approved at the SUBOA Board meeting held on: October 27<sup>th</sup>, 2025.

by:

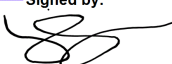
Kelly Kinghorn - Director


Bruce Clark – Board Member

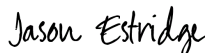
Jason Estridge – Board Member


Justin Bateman – Board Member

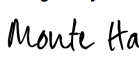
Monte Hawkins – Board Member

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Monte Hawkins – SUBOA Board Member  
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