



**Approved
CONSTITUTION
May 2016 Saskatoon**

ARTICLE 1 - NAME

The Association shall be known as the Canadian Football Officials ' Association – Association Canadienne des Officiels de Football – hereafter referred to as the "CFOA/ACOF".

ARTICLE 2 - MISSION

The CFOA is committed to the promotion of consistently high standards of football officiating by:

1. Participating in the development and implementation of educational materials.
2. Developing programs to support the recruitment and retention of officials.
3. Providing a means of communication for membership associations.
4. Providing a vehicle of recognition to outstanding service across the country.

ARTICLE 3 – MEMBERSHIP

1. CFOA will represent at the National level, all football officials duly registered in Canada, and who are in good standing.
2. Members may register as a provincial association, regional association, or as an individual (Associate Member)
3. Associate Members will not have voting privileges.
4. Members in "good standing" will be considered those who pay their fees on a regular basis to CFOA and who agree to abide by the policies and procedures established by CFOA.
5. Membership shall be open to all forms of football officiating in Canada.
6. When references within this document refer to masculine (he/his), it is understood that there are no gender biases, and that the reference shall be understood as he/she.

ARTICLE 4 – MEMBERSHIP FEES

1. Membership fees will be set by the Board of Directors as deemed necessary.
2. The fiscal year of the CFOA will be April 1st – March 31st.
3. Each year the membership names will be submitted to the CFOA Treasurer by September 30th with the fees to be paid by no later than December 15th.
4. Where regional or provincial associations exist, it shall be the responsibility of these groups to collect the individual membership fees and submit them collectively to the CFOA Treasurer by December 15th.
5. Other assessments may be levied, provided they are recommended by the Executive and approved at a Biennial General Meeting.

ARTICLE 5 – CFOA BOARD of DIRECTORS

1. The CFOA shall be governed by an Executive Board Of Officers comprised of 5 individuals:
 - a. President
 - b. Treasurer
 - c. Vice President of Training
 - d. Vice President of Recruiting and Retention
 - e. Vice President of Communications/Secretary

2. The Executive Board of Officers shall be responsible for the ongoing affairs of CFOA and carrying out their responsibilities as outlined in **Appendix A.**
3. The Past President will sit in an advisory capacity for a period of one year to assist with the transition of the new president. He shall have no voting privileges.
4. Each province in good standing may nominate their director for election to the Executive Board of Officers.
5. Candidates wishing to run for the Executive Board of Officers will submit a brief outline of their credentials. This outline will be circulated to all CFOA Provincial Representatives, one month prior to the Biennial AGM. No new nominations for the Executive board of Officers will be taken from the floor at the AGM.

The Executive Board of Officers will be elected on a rotational basis for terms of 4 years, by majority vote of the provincial representatives at the Biennial General Meeting. Commencing in 2010, and every 4 years thereafter, 3 individuals will be elected to the Board of Officers commencing in 2012 and every 4 years thereafter, 2 individuals will be elected to the Board of Officers.

To facilitate the transition to the revised election process, in 2010, 5 individuals will be elected to the Executive Board of Directors. The 5 individuals will determine amongst themselves which 2 positions will be for a 2 year term.- i.e. Which 2 positions will be open to the election in 2012.

6. The Executive Board of Officers will determine amongst themselves which duties they will carry.
7. A quorum of the Executive Board of Officers shall be three.
8. Any vacancy, which may occur during the term of office, may be filled by appointment by the remaining Executive Board of Officers, in consultation with the Provincial Representatives. When an Officer does not comply with the minimum standards of performance of his/her office, he may be removed from office by the remaining members of the Executive Board of Officers. The dismissed Officer shall have the right to appeal this decision to the Provincial Representatives at a special meeting called for this purpose or via a conference call. This request must be made in writing and forwarded to the Secretary within two weeks of his dismissal. A 2/3 majority vote will be required for reinstatement.

ARTICLE 6 - CFOA PROVINCIAL REPRESENTATIVES

1. It shall be the responsibility of duly elected CFOA Provincial Representatives to liaison with their members on behalf of CFOA.
2. The CFOA Provincial Representatives will be elected from the membership groups and individual members within their respective province.
3. It will be the responsibility of members within each province to establish a procedure for selecting their CFOA Provincial Representative.
4. If the Provincial members cannot agree upon the selection of a representative then the CFOA Executive Board of Officers will assign one.
5. Following acceptance of this constitution, CFOA Provincial Representatives will be put in place by September 1, 2008.
6. Should a CFOA Provincial Representative resign or be removed from office, it will be the responsibility of the provincial members to notify the CFOA President within 30 days of their departure.
7. Should a Provincial Representative be elected to the Executive Board of Officers, that Province will immediately select a replacement, and advise the CFOA Secretary of the name of the individual.

ARTICLE 7 - MEETINGS

1. The CFOA will hold a Biennial General Meeting every 2 years – in even numbered years.
2. Notice of such meetings must be circulated to members at least 30 days prior to the meeting.

3. All members in good standing are entitled to attend the meeting, but only the identified CFOA Provincial Representative or the individual assigned their proxy, will be entitled to vote on matters brought before the meeting.
4. Additional meetings of the membership – such as Special General Meetings, may be called by the President or any three Executive Board members, as required by the Executive Board.
5. A quorum for the Biennial General Meeting, or any Special General Meeting will require two-thirds (2/3) of the membership, as represented by the CFOA Provincial Representatives in attendance.
6. Absentee Ballots will not be used to establish a quorum.

ARTICLE 8 - VOTING PRIVILEGES

1. At any duly convened Biennial, or Special General Meeting of the CFOA, each CFOA Provincial Representative will be entitled to one (1) vote for each 50 members registered with CFOA – as confirmed by the Secretary.
e.g.: 1 – 50 Members = 1 Vote
51 – 100 Members = 2 Votes and etc.
2. No CFOA Provincial Representative will be allowed to hold more than 35% of the votes represented.
3. Of the Executive Board of Officers, only the President will cast a vote, and then only in situations where a tie has been declared. Members of the Executive Board of Officers may only vote in the event that they have been assigned a proxy by a Provincial Representative.
4. Proxy Ballots
 - a. A Provincial Representative unable to attend the Biennial General Meeting or a Special General Meeting may submit a proxy vote to the Executive Secretary, or assign that proxy vote to any CFOA member in good standing.
 - b. The Representative proxy may be assigned to A proxy may direct that the vote(s) be cast for a specific issue that has been previously circulated to the representatives, or may assign the proxy to be used at the discretion of the specified representative.
 - c. Proxies may not be used to establish a quorum.
 - d. Proxy Ballots must be submitted in writing (including email), to the Executive Secretary at least 24 hours prior to the meeting where it will be used.
 - e. The Proxy Ballot form that must be used, and can be obtained from the Executive Secretary, or downloaded from the CFOA website.

ARTICLE 9 - POLICIES OF THE CFOA

1. The CFOA will establish, and maintain a separate Manual of Policies for the Association.
2. Such policies will include financial affairs, relationships with external organizations, committee structures, the administration of the FCOCP, and any other such policies as may be required in the ongoing operation of the Association. Provincial Associations will be provided with copies of the Policy Manual, and advised of any changes to the document.

ARTICLE 10 - AMENDMENTS TO THE CONSTITUTION

1. Any amendments to this Constitution may only be made at a Biennial General Meeting by a two-thirds (2/3) vote of the CFOA Provincial Representatives in attendance.
2. Amendments duly passed at a Biennial Meeting shall only come into effect after that meeting.
3. Amendments must be received by the CFOA Secretary 60 days prior to the Biennial or Special General Meeting, and will be distributed electronically to the Provincial Representatives 30 days prior to this meeting.

ARTICLE 11- PARLIAMENTARY PROCEDURE

1. Should questions of privilege or protocol arise, Robert's Rules of Order will be used.

ARTICLE 12 – SIGNING PRIVILEGES

1. Bank privileges will be granted to the Treasurer, President and Vice President Director of Recruiting.
2. Authorization of cheques requires 2 signatures of any of the above named.

APPENDIX A: RESPONSIBILITIES OF EXECUTIVE BOARD OF OFFICERS

The following are the duties and responsibilities of the CFOA Executive Board of Officers. If necessary, the Officers may reshuffle these responsibilities and add to them.

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| President | <p>Chief Operating Officer of the CFOA Responsible for administration of the policies of CFOA Presides over meetings of the Association National spokesperson for CFOA Liaison to other National organizations – Football Canada, CFL, etc</p> |
| Vice President | <p>Conduct meetings in the absence of the President</p> |
| Director Recruiting | <p>Coordinate activities and programs at the National level regarding recruiting Represents CFOA with other organizations with regards to recruiting Officials Coordinates recruiting programs with Provincial Associations</p> |
| Director Training | <p>Ensure consistent application of the CFOCP with Provincial Associations Liaison to OTC regarding the CFOCP Maintain a current database of Officials certifications & qualifications Liaison to Football Canada regarding Training Manuals</p> |
| Director Communications | <p>Responsible for the administration of the CFOA website Coordinate with the web master to determine content of the website Ensure the membership is provided with current resource material Ensure timely circulation of CFOA related information to members Liaison to Football Canada regarding <u>all administrative items</u>.</p> |
| Secretary/ Treasurer | <p>Record the minutes of any National Association meetings, or Directors meeting. Maintain the Financial affairs of the CFOA – as per the Financial Policy Collect the annual membership fees from its members. Update Association documents as necessary (amendments)</p> |