

ACCFOA BYLAWS REVISED 01-MAR-2025

AMENDED and RESTATED BYLAWS OF THE ATLANTIC COAST CONFERENCE FOOTBALL OFFICIALS' ASSOCIATION

Article I

The name of the association shall be ATLANTIC COAST CONFERENCE FOOTBALL OFFICIALS' ASSOCIATION (hereinafter the "ACCFOA").

Article II

PLACE OF BUSINESS The principal office of this association shall be 620 S Tryon St, Charlotte, North Carolina 28202

Article III

NONPROFIT

The ACCFOA is organized exclusively for charitable, religious, educational, and scientific purposes, as defined in Section 501(c)(3) of the Internal Revenue Code of 1954. These purposes shall include providing charitable donations to the active and alumni members or their families who have encountered accident or sickness and making such other donations as are connected with the purposes of the ACCFOA.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities that are not permitted (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Revenue Code (or corresponding section of any future Federal tax code).

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any 2 future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for public purpose.

ARTICLE IV

PURPOSE

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The purpose of the ACCFOA is to support the football officials of the Atlantic Coast Conference and football officiating at the college level, and to provide opportunities for members and alumni to meet and socialize.

ARTICLE V

MEMBERSHIP

There shall be Two categories of membership: (Active and Alumni)

Section A. An Active member is a dues paying official {field or booth} who has been selected by the Atlantic Coast Conference to officiate football games in which Atlantic Coast Conference schools are participants

Section B. There shall be six geographic regions for active members of the ACCFOA for the purpose of electing members to the Board of Directors under Article VII hereof:

1. Members of Florida
2. Members of Georgia and South Carolina
3. Members of North Carolina
4. Members of Virginia, Maryland, West Virginia, and Delaware
5. Members of Pennsylvania, New Jersey, New York, Connecticut, Maine, and Massachusetts
6. Members of all remaining states not listed above

The residence of each active member of the ACCFOA shall determine the region to which each member is assigned. If an active member is not a resident in any of the six regions, the Board of Directors can assign such a member to a region.

Section C. Alumni members are retired football officials who paid dues in the past and left in good standing and had officiated football games assigned by the Atlantic Coast Conference.

Section D. The active members are entitled to vote upon all matters coming before all meetings of the membership. Alumni members may attend meetings of the membership at the discretion of the President but shall not be entitled to vote upon any matters coming before the membership.

ARTICLE VI

MEETINGS, NOMINATIONS, AND ELECTIONS

Section A. The regular annual meeting of the membership shall be held at the annual summer clinic of the Atlantic Coast Conference football officials at such a time and place as determined by the Atlantic Coast Conference.

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Section B. A special meeting of the membership may be held upon call by the president of the Board of Directors at such time and place as designated by the president.

Section C. Fifty percent (50%) of the membership present in person shall constitute a quorum at any meeting.

Section D. The officers of the ACCFOA shall be elected at the annual meeting for a term of one year. The nominating committee shall present a slate of officers, and nominations may be made from the floor by active members of the ACCFOA. Officers must be elected by a majority of the votes of the members present at a meeting of the membership. If a candidate does not receive a majority of the votes, then the candidate who receives the least number of votes shall be eliminated as a candidate, and the members shall continue to vote until a candidate receives a majority of the votes of the members.

ARTICLE VII

BOARD OF DIRECTORS

Section A. The Board of Directors of the ACCFOA shall be composed of the past presidents of the ACCFOA, the president, and the president-elect of the ACCFOA, one member from each of the six regions designated in Article V, Section B hereof. Members elected from each region shall serve an initial term of three (3) years, beginning in August. The regional board members can serve two (2) terms. Only active members with at least ten (10) years of D-1 (FBS) experience, with at least the last three (3) consecutive years with ACC, can be regional board members. If a regional board member retires or is no longer in good standing, their term shall expire, and the Board of Directors may elect a successor from the region to fill the unexpired term of the retired official. Each member, elected to fill the unexpired term, is eligible for two (2) additional three-year terms on the Board of Directors. Should a region not have any 10-year members residing in the region, the Board of Directors will appoint an active member of the ACCFOA from that region to serve on the board.

Past presidents shall serve as board members until such time as they retire or are no longer in good standing.

Section B. The Board of Directors shall hold its annual meeting during the summer clinic and one meeting during the spring clinic. Special meetings may be held upon the call of the president of the ACCFOA.

Section C. One-half of the directors shall constitute a quorum for regular or special meetings. All actions of the Board of Directors must be taken by a majority of the vote of the directors present in person.

Section D. The Board of Directors (1) shall determine and control the general policies of the ACCFOA, (2) shall determine an annual budget and be responsible for obtaining funds for each such budget, (3) shall be responsible for activities, finances, and support of the ACCFOA and its

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members, (4) shall communicate with the supervisor of officials of the Atlantic Coast Conference upon matters of interest to the Association, and (5) shall have the power to amend the Bylaws.

ARTICLE VIII

OFFICERS

Section A. There shall be a president, president-elect, secretary, and a treasurer of the ACCFOA. The offices of secretary and treasurer may be held by one active member. All officers shall serve a term of one year or until their successor is elected, whichever shall occur last. The president and president-elect shall be members of the Board of Directors. The president-elect shall succeed to the office of president unless the membership, by a two-thirds vote, shall elect another member as president. The president may not succeed themselves.

Section B. The president shall preside at all meetings of the membership and Board of Directors.

Section C. The treasurer shall be responsible for the financial affairs of the ACCFOA, and all financial records. The treasurer shall render an accounting of all monies received and disbursed by the ACCFOA since the last annual meeting of the membership.

Section D. The secretary shall be responsible for all notices and correspondence to the membership.

Section E. The secretary and treasurer may succeed themselves. They shall be ex officio, non-voting members of the Board of Directors.

Section F. The president of the Alumni Association shall be elected by the alumni, or if the alumni fail to elect a president at the annual meeting of the membership, the president of the Association shall appoint a president of the alumni. The alumni president shall serve for a term of one year or until their successor is elected, whichever shall occur last. The president shall appoint a secretary-treasurer of the alumni.

ARTICLE IX

COMMITTEES

Section A. Awards Committee. The president shall appoint a chairman of the Awards Committee, and the chairman of the Awards Committee shall appoint no more than five (5) active members to the committee. To the extent possible, members of the Awards Committee should be representative of the geographic areas of the Atlantic Coast Conference, that is, the six geographic areas described in ARTICLE V, MEMBERSHIP, Section B. The Awards Committee shall make such awards as it deems fit and proper to recognize members of the ACCFOA who have served the Association and football officiating with distinction and dedication.

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Section B. Social Committee. The president may appoint a chairman of the Social Committee. The Social Chairman shall be responsible for appointing other active members to their committee to organize and carry out all social function of the ACCFOA.

Section C. Nominating Committee. The president shall appoint the chairman of the Nominating Committee, and the chairman shall appoint no more than five (5) active members of the committee. Members of the committee shall present a slate of officers at the annual meeting.

Section D. Charitable Donations Committee. The members of the Board of Directors shall serve as the members of the Charitable Donation Committee. The Committee may establish the ACCFOA Charitable Fund (the "Fund") to which charitable donations may be made by all members of the Association and by other interested persons. This Committee shall have the power to make grants from the Fund to give financial assistance to any member, or member's family, who has incurred financial hardship or otherwise is in need of financial assistance due to accident, illness, or any other misfortune, and to make donations to any other person of organization for the purposes consistent with the Fund.

Grants or donations can only be made upon a two-thirds vote of the members of the Committee present and voting.

ARTICLE X

DUES AND CHARGES

The annual dues and charges of the ACCFOA shall be determined by the Board of Directors. Any member whose dues or other charges remain unpaid 90 days after the due date shall be mailed a delinquent notice. If such are not paid within 30 days thereafter, the Board of Directors may then give such member notice that their membership will be canceled at any time more than 10 days following the mailing of such last notice unless all such dues and charges are paid. When a membership is cancelled, that member is NOT to be considered in good standing. One step required for a member to return to good standing includes paying all unpaid dues and charges (which may include multiple years).

ARTICLE XI

FISCAL

Section A. The fiscal year of the association shall be from July 1st to June 30th.

Section B. The Treasurer shall contact all active members with respect to dues and charges at the beginning of each fiscal year.

Section C. The depository for the funds of the ACCFOA shall be selected by the Board of Directors and withdrawals therefrom shall be by check or other proper withdrawal signed by any officer or officers of the ACCFOA as the Board of Directors may determine.

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Section D. A full fiscal report on the financial condition of the ACCFOA for the preceding fiscal year shall be presented in writing at the annual meeting of membership.

Section E. The Treasurer shall not make a disbursement from the depository of funds of more than \$500 without the consent of the president. No disbursement of \$1,000 shall be made from the depository of funds without the approval of the Board of Directors.

ARTICLE XII

INDEMNIFICATION OF THE DIRECTORS AND OFFICERS

Section A. The ACCFOA shall indemnify any director or officer of the ACCFOA who was or is a party or is threatened to be made party to any threatened, pending, or completed action, suit or proceeding, whether civil, administrative or investigative by reason of the fact that they are or were an authorized represented of the ACCFOA against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by them in connection with such action, suit or proceeding if they acted in good faith and in the manner they reasonably believed to be in, of not opposed to, the best interests of the ACCFOA, with respect to any proceeding, had no reasonable cause to believe their conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, or its equivalent, shall not of itself create a presumption that the officer of director did not act in good faith and in a manner which they reasonably believed to be in, or not opposed to, the best interests of the ACCFOA and, with respect to any proceeding, had no reasonable cause to believe that their conduct was unlawful.

Section B. The ACCFOA may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the ACCFOA or is or was serving at the request of the ACCFOA as a director, officer, or agent, against any liability asserted against them and incurred by them in any such capacity or arising out of their status as such, whether or not the association would have the power to indemnify them against such liability under the provision of this Article.