

EASTERN OFFICIALS' ASSOCIATION, INCORPORATED

CONSTITUTION

Article I - Name

The name of this organization shall be Eastern Officials' Association, Incorporated.

Article II - Objectives

The objectives of the Association shall be to unite in membership those fully qualified and aspiring officials residing in the Eastern Virginia area; to establish and maintain the highest levels of enforcement of the rules of play, both in letter and in spirit; and to create an environment to study, improve, and make uniform the skills and interpretations necessary to create the highest caliber of officiating.

Article III - Definitions

ASSOCIATION shall mean the Eastern Officials Association, Incorporated.

BOARD shall mean the Board of Directors of the Association.

MEMBERS shall mean persons who are Active or Provisional Members of the Association unless otherwise stated in the Constitution or the By-Laws. All members are independent contractors and not employees of the Association.

VHSL shall mean the Virginia High School League.

Article IV - Membership

4.1 Members of the Association. The Association is made up of those persons duly authorized membership as outlined in the Constitution and By-laws.

4.2 Classification of Members. Members shall be classified as follows:

4.2.1. **ACTIVE MEMBERS** are those persons who have met the requirements established in the By-Laws. Only active members in good standing may vote.

4.2.2. **PROVISIONAL MEMBERS** are those persons who have been accepted for membership but have not fully met the requirements to become active members as stated in the By-Laws.

4.2.3. **HONORARY MEMBERS** are individuals who are not members of the Association but who have been recognized by the Board as having contributed outstanding service to the Association, the avocation of officiating, or to the sports officiated by the Association. Honorary members will be duly recognized by the Association at the annual Awards Banquet.

4.2.4. **LIFETIME MEMBERS** are those members who have been recognized by the Board as having contributed outstanding service officiating the sports served by the Association. Lifetime Members are relieved of the obligation to pay Association dues and shall be invited to all Association social functions without charge. Only active lifetime members in good standing may vote.

4.2.5. **INACTIVE MEMBERS** are those officials who have been active members in good standing but who will not be able to stay active for a period of time due to temporarily being out of the area because of military deployment or job requirements; or who will not be able to officiate in a sport in a particular year because of a changing family or personal situation. To become an inactive member, the member must submit a request to become inactive through his or her sport's Commissioner to the Board indicating the period of time he or she requests to be placed in an inactive status. When approved by the Board, inactive members will not be required to pay Association dues during the approved period of their inactivity. Absent any disqualifying event and upon payment of Association dues, an Inactive Member will be allowed to rejoin the Association as an active member in good standing upon his or her return.

4.3. **In Good Standing.** In order to be considered in good standing, members:

- 4.3.1. Must have paid current year's dues.
- 4.3.2. Must have attended required sport clinics.
- 4.3.3. Not be under suspension from any sport in the Association.
- 4.3.4. Must have paid all fines levied by a sport Commissioner or the Board.

Article V - Duties, Obligations, and rights of Members

5.1. Members shall:

- 5.1.1. Cooperate with requests from the sport Commissioner and the Board.
- 5.1.2. Not attempt to secure contracts, either for themselves or for any organization, from any school or group that has, at any time during the last two calendar years, used Association officials, unless first approved by the Board.
- 5.1.3. Act in a professional manner and wear a clean uniform as prescribed by the Board or Commissioner.
- 5.1.4. Arrive at contest sites as prescribed by the Commissioner.
- 5.1.5. Give the Commissioner at least twenty-four hours' notice when canceling any assignment. If the Commissioner cannot be reached, the member shall notify in order: the sport Assistant Commissioner if one has been appointed; the sport delegate; the sport committee chairperson; or the Association President.
- 5.1.6. Not switch any assignment with another member without the knowledge and permission of the Commissioner. Under NO circumstance shall a member switch or change any scholastic (varsity, junior varsity, or middle school) assignment.
- 5.1.7. Confirm all assignments with their partner official(s) not later than one day prior to an assignment or as prescribed by the sport commissioner.
- 5.1.8. Notify the Commissioner within two hours after the end of a contest in which there is an irregular, controversial or unsportsmanlike act, a contest not played due to weather, or a contest canceled for any reason.
- 5.1.9. Comply with physical examination and/or fitness requirements determined by the Board. If a member has passed such a physical examination or fitness requirement earlier in the same school year, the member shall not normally be required to submit to a second requirement.
- 5.1.10. NOT PUBLICLY CRITICIZE ANY OFFICIAL.
- 5.1.11. Attend all required clinics sponsored by the Association or the VHSL.

5.2. Clinic Attendance.

- 5.2.1. Active and provisional members shall attend all clinics for their respective sports.
- 5.2.2. Members may be fined for each unexcused clinic missed in accordance with the fine schedule for the sport approved by the Board.
- 5.2.3. Members shall remain for the entire clinic unless excused by the Commissioner.
- 5.2.4. Any member who is late for any clinic may be fined by the Commissioner in accordance with the fine schedule for the sport approved by the Board.
- 5.2.5. All fines will be deposited in the Association's general funds.
- 5.2.6. Members have the right to appeal any fine using the procedures contained in the By-Laws.
- 5.2.7. Any member who is unable to attend a clinic in a sport due to an assignment by the Commissioner in that sport is deemed to have attended that clinic.

5.3. **Rights of Members.** Members shall have all rights stated in this Constitution, the By-Laws, and as provided by the individual sports of this Association.

5.4. **Members' Representation.** Delegates elected for each sport shall represent the members of that sport at sport committee meetings and Board meetings.

5.5 **Financial Obligations:** Members shall pay all dues, assessments, and fines on or before the due date. If payment is late, the member may be fined for such late payment. If the date of the payment is not stated in this Constitution or the By-Laws, the Board shall set the due date.

Article VI - Officers of the Association

6.1. Officers. The Officers of the Association are:

- 6.1.1. President
- 6.1.2. President-Elect
- 6.1.3. Commissioners - One for each sport
- 6.1.4. Secretary/Treasurer

6.2. Terms of Office.

6.2.1. The term of office for the President and President-Elect is one year. An election shall be held each year for the office of President-Elect. The term of office for the President and President-Elect shall be from April 1 to March 31.

6.2.2. The term of office for the sport Commissioners shall be two years. The sport Commissioners may be re-elected without limit. The term of office for the Commissioners shall be a two-year term as specified in the Association By-Laws.

6.2.3. The term of office for the Secretary/Treasurer shall be two years. The Secretary/Treasurer may be re-elected without limit. The term of office for the Secretary/Treasurer shall be from July 1 to June 30.

6.2.4 All other officers' terms shall begin as of the last day of the month in which the election is held or as prescribed by the Board.

6.3. Succession in Office.

6.3.1. The offices of the President and President-Elect are successive.

6.3.2. The member elected President-Elect shall serve as President in the succeeding year.

6.3.3. The offices of the President and President-Elect may remain intact for the succeeding year with the approval of a majority vote of the members present at the annual meeting.

Article vii - Duties of the Officers

7.1. President.

7.1.1. The President shall be the Chief Executive Officer of the Association and shall preside or designate a presiding officer at all Association meetings.

7.1.2. The President shall schedule all Association meetings and shall schedule a sufficient number of meetings to allow the Association to conduct its ordinary business in a timely manner.

7.1.3. The President shall ensure that the Secretary/Treasurer or another officer provides each active member a written or electronic notice of all Association meetings at least seven days before each meeting.

7.1.4. The President shall appoint members to all Standing and Special Committees except the Sport Committees and shall be an ex-officio member of all appointed committees.

7.1.5. The President may appoint a Parliamentarian.

7.1.6. The President shall act in the best interests of the Association and assume all duties required by the Board.

7.1.7. On matters requiring a vote, except elections and disciplinary action taken against a Board member, the President shall not vote except to break a tie vote.

7.1.8. The President shall have the authority to disburse the funds of the Association as required.

7.1.9. The President shall not receive a salary for performing his or her duties.

7.2. President-Elect.

7.2.1. If the President is absent from Association meetings or if the President vacates the office, the President-Elect shall serve as President.

7.2.2. The President-Elect may serve as an ex-officio member of any committee appointed by the President.

7.3. Commissioners.

7.3.1. Commissioners shall assign all contests according to procedures specified by the Board. Assignments shall be based on the member's qualifications, ability, and availability.

7.3.2. A Commissioner may officiate any regular season contest assigned by the Association but shall not officiate any post season tournament contest assigned by the Association.

7.3.3. A Commissioner may officiate contests assigned by the VHSL pursuant to Board discretion.

7.3.4. A Commissioner shall not take advantage of his or her assigning authority to create a disproportionate schedule for his or her personal benefit.

7.3.5. The Commissioner shall report the number of contests he or she has worked in comparison to the other sport members to the Board at each Board meeting.

7.3.6. The Board may dictate the number of assignments a commissioner may work within a given time frame.

7.3.7. The Commissioner shall not receive a commission for any contest he or she works. The commission for those contests shall be turned over to the Secretary/Treasurer and deposited in the Association's general funds.

7.3.8. Commissioners shall receive compensation as determined by the Association By-Laws, Policies and Procedures, and the Board.

7.3.9. Each Commissioner shall endeavor, at least once each week, to attend contests assigned by the Association for the purpose of observing members.

7.3.10. Each Commissioner shall be responsible for investigating all complaints against members of the Commissioner's sport and shall report all information concerning complaints against members to the Board.

7.3.11. The Commissioner shall have the authority to fine and/or suspend any official within the Commissioner's sport.

7.3.12. Prior to the first scheduled event for each sport season, a Commissioner shall submit a proposed schedule of fines to the Board for approval. Once approved, the Commissioner is required to distribute this fine schedule to all members of the sport.

7.3.13. Each Commissioner shall appoint a member other than himself or herself as rules interpreter for the sport. The rules interpreter shall chair all rules clinics and will present rules and mechanics sessions at each meeting as necessary.

7.3.14. Each Commissioner shall only assign contests contracted in the name of Eastern Officials Association, Incorporated. A Commissioner may, only with the express consent of the Board, assign contests for his/her sport for another entity. All contracts submitted to client organizations must be in the name of Eastern Officials' Association, Incorporated.

7.3.15. Each Commissioner shall furnish the Secretary/Treasurer copies of invoices sent to customer organizations.

7.3.16. Each Commissioner shall furnish the Secretary/Treasurer detailed pay sheets for distribution of payments to members.

7.3.17. Each Commissioner shall determine contest fees and the booking fee method to be used for each customer. If the customer prepays contest fees, EOA shall charge an administrative fee. The Board shall determine the administrative fee or percentage, the booking fee amount or percentage, and the percentage distribution of the booking fee and the administrative fee.

7.4. Secretary/Treasurer:

7.4.1. The Secretary/Treasurer shall be the Chief Financial Officer of the Association.

7.4.2. The Secretary/Treasurer shall receive all moneys from the various customers and disburse funds when appropriate.

7.4.3. The Secretary/Treasurer shall keep minutes of all Board and Association meetings and upon approval of the Board, cause these minutes to become a part of the permanent records.

7.4.4. The Secretary/Treasurer shall publicize all activities of the Association to include sending notices announcing all Association meeting dates and activities.

7.4.5. The Secretary/Treasurer shall maintain and store all Association correspondence and make that correspondence available to the Board or the President.

7.4.6. The Secretary/Treasurer shall publish a periodic newsletter that shall include information of interest to the members using input from the sport commissioners and standing and special committees. The President shall approve the newsletter prior to its publication. The newsletter may be published by electronic means.

7.4.7. The Secretary/Treasurer shall collect all fees and fines required by the Constitution or By-Laws and, if requested, write receipts for them.

7.4.8. The Secretary/Treasurer shall ensure all Association monetary obligations are paid in a timely manner.

7.4.9. The Secretary/Treasurer shall maintain a bank account in the name of the Association at a bank approved by the Board.

7.4.10. The Secretary/Treasurer shall receive compensation as determined by the Association By-Laws, Policies and Procedures, and the Board.

7.4.11. The Secretary/Treasurer shall make all records available for audit by the Audit Committee appointed by the President at least once a year or at any time upon direction by the Board.

7.4.12. The Secretary/Treasurer shall provide financial reports to the Board as required by the Constitution.

7.4.13. When the Secretary/Treasurer leaves office, he or she shall prepare a complete financial report to the Board and deliver all records and moneys of the Association to the successor.

Article viii - Board of Directors

8.1. Members of the Board. The members of the Board of Directors are:

8.1.1. The officers of the Association.

8.1.2. The immediate past president.

8.1.3. An elected delegate from each sport who shall be an active member in good standing.

8.1.4. The Parliamentarian (if appointed).

8.2. Authority of the Board.

8.2.1. The Board shall determine the policies, procedures, and activities of the Association except as stated in the Constitution and the By-Laws. Any action of the Board may be voided or modified by a two-thirds majority vote of a quorum of the members of the Association present at the annual meeting.

8.2.2. The Board shall have the authority to discipline any member of the Association, including members of the Board, as provided in the Constitution and the By-Laws.

8.2.3. The Board shall approve all budgets.

8.2.4. The Board shall review the reports of all Special and Standing Committees and take such action, consistent with the Constitution and the By-laws, as deemed to be in the best interest of the Association.

8.3. Sport Delegates.

8.3.1. Each sport shall elect a delegate to represent the interests of the members of the sport at sport committee meetings and Board meetings.

8.3.2. Delegate terms shall begin on the last day of the month during which the delegate is elected by the membership.

8.3.3. A delegate shall have officiated the sport from which elected during the immediate preceding year.

8.3.4. Each delegate's term of office is one year.

8.3.5. No delegate shall serve more than three consecutive elected terms.

8.3.6. Interim Sport Delegate.

8.3.6.1. If an elected delegate will be absent from the area or unable to attend Board meetings for a period of 60 consecutive days or more or will miss two successive Board meetings, the sport committee of that sport shall select an interim delegate to temporarily replace the elected delegate.

8.3.6.2. The President shall appoint the selected individual as an "interim delegate" for that sport for the period of time the elected delegate will be unable or unavailable to perform his or her duties.

8.3.6.3. The interim delegate shall have all rights and responsibilities and shall perform all duties of the elected delegate until the elected delegate returns and can resume performance of his or her duties.

8.4. The Parliamentarian.

8.4.1. If appointed, the Parliamentarian shall be a member of the Board with voice, but without vote.

8.4.2. If appointed, the Parliamentarian shall interpret the Constitution and the By-laws as needed.

8.4.3. If appointed, the Parliamentarian's term of office shall be that of the President who appoints him or her.

Article ix - Duties of the Board

9.1. Association Management. The Association shall follow the management policies of the Board. Each member of the Board has a fiduciary duty to the Association.

9.2. Legislative Responsibilities.

9.2.1. The Board shall establish the policies of the Association.

9.2.2. The Board shall set the amount of fees and annual dues to be paid by members.

9.2.3. A quorum of the total number of the members of the Board shall be required at all Board meetings in order to conduct business. All matters considered by the Board require a majority affirmative vote of the quorum present to become policy or procedure.

9.3. Judicial Duties. The Board shall review all appeals heard by the Judicial Committee at the next regularly scheduled Board meeting after the Judicial Committee meeting.

9.4. Financial Approval: All financial obligations of the Association shall be subject to approval by the Board.

9.5. Organizational Support. The Board may acquire or otherwise engage such assistance as may be necessary to the proper operation of the Association.

9.6. Attendance at Board Meetings. Board members shall attend all Board meetings. Any Board member who misses more than two regularly scheduled Board meetings in a year, except when the absence is due to illness or death in the family, may be removed from the Board or fined at the discretion of the Board. Any Board member who is unable to attend a rescheduled Board meeting will not be credited with an unexcused absence. Any Board member who is unable to attend a Board meeting must notify the President in writing or by electronic means prior to the beginning of the meeting.

9.7. Assistant Commissioners: A sport Commissioner may appoint a person to serve as Assistant Commissioner, subject to approval by the Board. The duties of an Assistant Commissioner shall be to assign contests as determined by the Commissioner. A report of his or her activities will be submitted to the Commissioner.

Article x - Special and Standing Committees and Appointments

10.1. Judicial Committee.

10.1.1. The President shall appoint a Chairperson and four additional members to serve as the Judicial Committee. Appointments will be made so that each sport will have a representative on the committee. If the judicial matter involves a judicial committee member, the President shall appoint a replacement on the committee with a replacement from the same sport as the replaced member.

10.1.2. The Judicial Committee shall hear and rule on all appeals brought by any member.

10.1.3. The Judicial Committee is a standing committee. The members shall serve for the same term as the President.

10.1.4. No member of the Judicial Committee shall also be a member of the Board or any sport committee.

10.1.5. The Judicial Committee Chairperson shall designate one of the Judicial Committee members to take minutes of any meeting.

10.1.6. The Judicial Committee Chairperson shall forward minutes from each meeting to the Secretary/Treasurer within five days of any meeting.

10.2. Nominating and Elections Committee.

10.2.1. The President shall appoint a Chairperson and four additional members to serve as the Nominating and Elections Committee. Appointments will be made so that each sport will have a representative on the committee.

10.2.2. The Nominating and Elections Committee shall accept nominations from active members for the positions to be elected. The Nominating and Elections Committee will present the nominations to the membership at the election meeting and will preside over all elections of the Association.

10.2.3. The Nominating and Elections Committee is a standing committee.

10.2.4. The members shall serve for the same term as the President.

10.2.5. No member of the Nominating and Elections Committee shall also be a member of the Board.

10.3. Sport Committees.

10.3.1. The Commissioner of each sport shall appoint at least five active members of the sport to serve as the Sport Committee.

10.3.1.1 The Commissioner may appoint a lifetime member who is not actively officiating to serve on the Sport Committee provided the individual is covered by an insurance package offered by the Association and the percentage of non-active members does not exceed 25% of the committee.

10.3.2. The Commissioner shall be an ex-officio member of this committee.

10.3.3. The sport Delegate shall be an ex-officio member of this committee.

10.3.4. The Committee shall elect one member of the committee to serve as chairperson.

10.3.5. The Sport Committee shall be responsible for the administration of rules clinics, evaluations, and ratings and will assist the Commissioner in all matters requested by the Commissioner.

10.3.6. Each Commissioner will report the names of the members of the Sport Committee and the Committee Chairperson to all members of the appropriate sport and to the Board.

10.3.7. Each sport committee shall prepare minutes for all meetings.

10.3.8. Each sport committee chairperson shall forward minutes from all meetings to the Secretary/Treasurer within fifteen days of the meeting.

10.4. Special Committees.

10.4.1. The President, with the approval of the Board, shall appoint such other committees, sub-committees, work groups, or task forces as are necessary, and which are not in conflict with other provisions of the Constitution or By-Laws.

10.4.2. The President, with the approval of the Board, shall prescribe the duties of any such committee,

sub-committee, work group, or task force.

10.4.3. The Chairperson of any such committee, sub-committee, work group, or task force shall prepare minutes reflecting the work of the body and will forward the minutes to the Secretary/Treasurer within 15 days of completion of the work of the body.

10.4.4.

Article xi - Elections

11.1. Qualifications for Office. Active members in good standing are eligible for nomination to an office.

11.2. Nomination for Office.

11.2.1. Any active member in good standing may submit nominations for office to the Nominating and Elections Committee.

11.2.2. Active members in good standing may self-nominate.

11.2.3. Active members in good standing may present additional nominations from the floor at the election meeting.

11.3. Time of Elections.

11.3.1. Elections for President-Elect and Secretary/Treasurer shall be held at the Association annual meeting in March.

11.3.2. Elections for sport delegates and commissioners may be held at the Association annual meeting in March or at a separate meeting, the time and place of any such separate meeting to be set by the President and announced at least 30 days prior to the meeting date.

11.4. Voting for Officers and Delegates.

11.4.1. The Nominating and Elections Committee Chairperson shall preside over all elections and shall verify the election process to the Secretary/Treasurer.

11.4.2. The Nominating and Elections Committee shall be in charge of the election process and shall count all ballots.

11.4.3. Each election shall be by secret ballot unless a nominee is unopposed.

11.4.4. The Secretary/Treasurer shall certify all election results to the Board and announce the election results to the membership.

11.4.5. If there are multiple nominees and no nominee receives a majority vote, a runoff election will be held with the nominee with the least number of votes being dropped from each successive ballot. If no nominee has received a majority number of votes by a third ballot, a plurality vote shall be sufficient to elect on the fourth ballot.

11.4.6. All active members in good standing are eligible to attend the annual meeting and vote for the offices of President-elect and Secretary/Treasurer.

11.4.7. Active members in good standing who officiate the sport for which a Commissioner or Delegate is being elected are eligible to attend the meeting and vote for these offices.

11.4.8. Proxy or absentee voting shall not be allowed.

11.5. Vacancy in Office or Position.

11.5.1. The President shall appoint, and the Board will approve, an active member in good standing to fill any vacancy that occurs to an elected position, except for a vacancy in the office of President or President-elect.

11.5.2. All appointments shall be for one year or until the next regularly scheduled election, whichever is sooner.

11.5.3. If the office of the President becomes vacant, the President-elect will fill the vacancy for the duration of the vacated President's term and a special election shall be held as soon as practical to fill the office of the President-elect.

11.5.4. If the office of the President-elect becomes vacant, a special election shall be held as soon as practical to fill the vacancy.

11.5.5. In the event a position cannot be filled pursuant to these procedures, the Board shall notify the membership of a special election to be held for the purpose of filling the vacancy.

Article XII - Meetings

12.1. Membership Meetings. The President shall schedule meetings as required to conduct the business of the Association. Such meetings shall include an annual meeting held on the first Sunday of March and an awards banquet held on the first Saturday after Labor Day in September.

12.2. Special Meetings.

12.2.1. Active members in good standing may petition the President to call a special meeting by delivering to the President a written petition signed by twenty-five percent or more of all active members in good standing.

12.2.2. The Secretary/Treasurer shall send notice to all active members in good standing at least ten days in advance of any such petitioned special meeting.

12.3. Board Meetings.

12.3.1. Meetings of the Board shall be held as business demands.

12.3.2. The President will schedule the dates and times for Board meetings.

12.3.3. Association members may attend Board meetings with advance notice.

Article xiii - Removal from Office or Position

13.1. The Association may remove officers, delegates, and appointed persons from office or position.

13.2. A petition requesting removal must be signed by a majority of the Association active members in good standing for removal of the President, President-elect, Secretary/Treasurer, or other non-sport specific position.

13.3. A petition requesting removal of a commissioner or delegate must be signed by a majority of the active members in good standing of the appropriate sport.

13.4. The petition shall be delivered to the Board at the Association business address or directly to the Secretary/Treasurer.

13.5. The petition shall also be delivered to the President-elect if the petition is for removal of the President.

13.6. Upon receipt of the petition, the President (or President-elect) shall call a special meeting to act on the petition.

13.7. The meeting shall be held not less than seven days nor more than fourteen days after receipt of the petition.

13.8. All active members in good standing or active members in good standing of the sport in the case of a commissioner or delegate shall be notified of the special meeting by mail, telephone, electronic mail, or facsimile transmission.

13.9. At the meeting, the person named in the petition shall have the right to be heard in person and the right to submit a written statement.

13.10. The person named in the petition shall be allowed to be represented by a third party serving as spokesperson.

13.11. The person named in the petition may call one or more persons to speak on his or her behalf.

13.12. At any time before a vote for removal is taken, the person named in the petition may resign. This resignation shall end the meeting.

13.13. No vote shall be taken until all persons who desire to speak have been heard. The President may limit repetitive argument once an individual has been heard.

13.14. If a motion for removal is made and seconded, voting shall take place by secret ballot.

13.15. Only active members in good standing shall attend the meeting and vote.

13.16. The person named in the petition shall be allowed to vote provided he or she is an active member in good standing.

13.17. Removal of the President, President-elect, or Secretary/Treasurer shall require an affirmative vote of two-thirds majority of the total number of active members in good standing.

13.18. Removal of a Commissioner or Delegate shall require an affirmative vote of two-thirds majority of the total number of active members in good standing in the applicable sport.

Article xiv - Audits and Financial Reports

14.1. Formal Audit.

14.1.1. A formal audit of the Association's accounting and management practices shall occur:

14.1.1.1. At Least once every five (5) years.

14.1.1.2. Immediately subsequent to a change in office of the Secretary/Treasurer.

14.1.1.3. When otherwise determined necessary and direct by the board.

14.1.2. The periods to be audited shall include any of:

14.1.2.1. A maximum period of five (5) years, being the period commencing on the next day after the end date of the last formal audit, through and including the most recent Association fiscal year ending on December 31.

14.1.2.2. The period of time commencing on the next day after the end date of the last formal audit, and the end date recognized to be a change of office for the Association Secretary/Treasurer.

14.1.2.3. A specific period of time identified by the board.

14.1.3. The audit shall be performed by a qualified, third-party agency having no actual or perceived conflict of interest with the Association.

14.1.3.1. The audit shall commence as soon as practicable after the service is acquired,

14.1.3.2. The audit shall be completed, and results of said audit be delivered to the Board, after the completion of the contracted services.

14.1.4. The President shall report to the Association, both, the findings of the audit, and any coercive actions taken by the Board and the Secretary/Treasurer.

14.1.4.1. The President shall present this report as part of the next Association Annual Meeting, or as a timely communication to the Association, whichever shall occur first.

14.1.5. The Board shall ensure the Association operating budget contains the requirement for a recurring, formal audit.

14.2. Financial Statements.

14.2.1. The Secretary /Treasurer shall prepare financial statements as determined by the Board.

14.2.2. The Secretary/Treasurer shall deliver to the Board an Interim Financial Statement (IFS) and an Annual Financial Statement (AFS).

14.2.3. The IFS shall be delivered to and approved by the Board by the August Board Meeting.

14.2.4. Once approved, the IFS shall be published to the membership.

14.2.5. Upon the conclusion of the Association's fiscal year, the AFS shall be delivered to and approved by the Board by the February Board Meeting. The content of the AFS shall be presented to the membership at the Annual Meeting.

Article xv - Amendments

This Constitution may be amended by a two-thirds majority vote of active members in good standing present and voting at any meeting of the Association provided that any proposed amendments are distributed to all members eligible to vote at least fourteen days in advance of the meeting. Notice and distribution of amendments may be provided by electronic mail.

Article xvi - Rules for Construction

In any conflict or potential conflict between this Constitution, the Association's By-laws, the Association's general practices, or rules generally applicable to deliberative bodies, this Constitution shall prevail. When not in conflict with the Constitution, the By-Laws shall take precedence over all other authorities.