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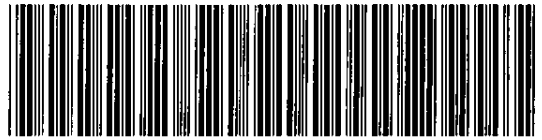
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 5, 2008

DANTE' SAILOR  
60 DEER WOOD CIRCLE  
QUINCY, FL 32352

SUBJECT: QUINCY OFFICIALS ASSOCIATION.  
Ref. Number: W08000050570

We have received your document for QUINCY OFFICIALS ASSOCIATION. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

An effective date may be added to the Articles of Incorporation **if a 2009 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 408A00056313

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Quincy Official Association

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Dante' Sailor

Name (Printed or typed)

60 Deer Wood Circle

Address

Quincy, Florida 32352

City, State & Zip

850-508-6206

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**QUINCY OFFICIALS ASSOCIATION, INC.  
CONSTITUTION**

**Article I**

**Name**

This organization shall be known as the **Quincy Officials Association, Inc.**

**Article II**

The address will be **60 Deer Wood Circle Quincy, Florida 32352**

**Article III**

**Purpose**

The purpose of the Association shall be the general betterment of sports officiating and to provide service and promote sportsmanship to the schools that are served by the Association. The Association itself is a not-for-profit organization.

**Article IV**

**Membership**

**Section I** There shall be three(3) classes of membership (a) Regular, (b) Associate, (c) Honorary.

(a) **Regular Members** are those who are available to officiate a regular schedule of games and who meet the following requirements at the time of application:

1. **Must be at least 18 years of age.**
2. Must be of good character.
3. Must have knowledge of athletics.
4. Must have exceedingly good aptitude for officiating.
5. Must pass all written examinations on current rules and be recommended by the Membership Committee.
6. Must have officiated as a Regular or Associate Member for the past season or have an approved leave of absence.
7. Must have served at least one year as an Associate Member.
8. All Regular Members must be registered with the Florida High School Activities Association (FHSA).

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TALLAHASSEE, FLORIDA

(b) **Associate Members** are officials who desire to become Regular Members and who have met all the requirements for Regular membership. Associate Members will not have a vote in the affairs of the Association.

(c) **Honorary Members** are those held in high esteem because of their contributions to the Association and are nominated by the Board of Directors. These must be elected by three-fourths vote of the Membership.

**Section II** There shall be a maximum of forty(40) Regular Members. The minimum number of Association members shall not exceed ten.

**Section III** Member Training – all members are expected to attend the training meetings for those sports officiated and endeavor to take advantage of every improvement opportunity. Members are expected to take the required FHSA tests. Regular and Associate Members shall not be absent from two (2) successive meetings without approved excuses.

(a) In the event any such member shall be absent from two (2) unexcused successive meetings, such member is automatically suspended and the Recording Secretary shall notify the Board of Directors, said member and the President of such suspension. Nothing herein shall be construed to mean that a member cannot be excused in advance of the meeting by the President or Board of Directors of the Association. Members will be assessed a three dollar fine for unexcused absences from the meetings. To be excused a member may call the President or Vice President. Fines will be assessed and withheld from fees due to the end of the year. The Board of Directors will have the final authority on excused or unexcused absences.

(b) Said suspension shall disqualify the member from participation in the affairs of the Association, including the officiating of games.

(c) Said suspension shall become effective the Monday following the second meeting missed. This suspension shall remain in effect until valid cause for reinstatement is presented to and accepted by the Board of Directors. In the event a suspended member cannot present a valid excuse, his status will be determined by the Board of Directors.

#### **Section IV**

(a) Any member may be suspended or expelled from the Association for cause by the Board of Directors, provided such action is approved by at least five (5) members of the Board. Members of the Board must be present to vote on such action.

(b) Any such suspended or expelled member shall have the right of appeal to the membership of the Association. Said appeal must be initiated within 30 days from the

date of the Board's action. The action of the Board may be reversed by a majority vote of the membership. For this purpose, two-thirds of the membership shall constitute a quorum. Voting will be by written ballot.

**Section V** Resignations from membership shall be made to the Recording Secretary in writing. The Board of Directors shall accept same when the Treasurer certifies that the applicant is in good standing and does not have any obligations or indebtedness to the association.

## **Article V**

### **Officers**

The Officers of the Association shall be a President, Vice-President, Treasurer and Recording Secretary. All officers shall be elected in the manner provided in the Constitution.

**Section I** The President, or in his absence, the Vice-President shall preside at all meetings, shall act as executive officer of the Association, shall preside at the meetings of the Board of Directors and shall carry out duties generally assigned to his office.

**Dante' Sailor- 60 Deer Wood Circle Quincy, Florida 32352**

**Section II** The Vice-President shall fulfill the duties of the President should he be absent and shall serve as Chairman of the Training Program.

**Larry Edwards- 917 Park Avenue Quincy, Florida 32352**

**Section III** The Treasurer shall collect and disburse all monies of the Association and maintain and preserve all permanent records.

**Joe Ferolito**

**Section IV** The Recording Secretary shall conduct correspondence of the Association, issue all notices, keep membership rolls, record minutes of the meetings of the Association and the Board of Directors, care for publicity and fulfill all other duties designated to him by the Constitution.

**David Mosley**

## **Article VI**

### **Board of Directors**

Management shall be vested in a Board of Directors, four (4) of whom shall be the President, Vice-President, Treasurer, and Recording Secretary. The other three (3) shall be elected as provided in the Constitution. The officers of the Association shall be the officers of the Board of Directors.

**Section I** The Board of Directors shall manage the affairs of the Association. The majority of the Board of Directors shall constitute a quorum for the transaction of business of the Association.

**Section II** The Board of Directors shall have the power to act on any matter pertaining to the Association that should arise during the time the Association is not in session.

**Section III** The Board of Directors shall not obligate the Association for any indebtedness that cannot be paid from the annual dues of the Association.

**Section IV** In event any question arises that is not covered by the Constitution, the action thereon by the Board of Directors shall be final.

**Section V** The Board of Directors shall serve as the Grievance Committee.

## **Article VII**

### **Supervisor of Officials (Booking Agent)**

The Supervisor of Officials will be an elected position of the Association and shall maintain liaison with the Florida High School Activities Association and of the schools, coaches and administrative or other organizations contracted by the Association. He shall be considered the "booking agent" of the Association and as such shall book games for the Association and make all assignments along with the Assignment Committee of officials to games. The Supervisor of Officials shall oversee the training of new officials. He shall exercise supervisory duties involving all officials of the Association.

## **Article VIII**

### **Dues and Fees**

**Section I** Annual dues of the Association shall be set by the Board of Directors at the beginning of the year. Said dues shall be paid on or before September of each year. No published list of members of the Association shall contain the name of any member who has not paid his dues and any member who has not paid his dues shall not be assigned to officiate a game. Any member who has not paid his dues by the first game of the particular sport season shall be dropped from the rolls. Dues include the cost of the annual banquet.

**Section II** Dues shall be paid by Regular and Associate Members.

## **Article IX**

### **Leave of Absence**

**Section I** Any member who desires a leave of absence from the Association for any reasonable cause may apply, in writing, to the Association for same provided his dues are paid for that year.

Such leave may be granted for an indefinite period.

**Section II** In the event such member desires reinstatement, he may apply for same and may be re-instated regardless of the present number of Regular Members.

## **Article X**

### **Amendments**

This Constitution may be amended by a three-fourths vote of the Regular Members present at any meeting of the Association, provided notice of such proposed amendment is given to the membership at least five (5) days previous to said meeting. Two-thirds of the Regular Members shall constitute a quorum for this purpose.

## **Article XI**

### **Amendments**

**Section I** At the regular business meetings of the Association, the order of business shall be:

- (a) Roll call
- (b) Reading of minutes
- (c) Reading of communications
- (d) Report of Board of Directors
- (e) Report of Treasurer
- (f) Report of committees
- (g) Unfinished business
- (h) New business
- (i) Training program
- (j) Adjournment

One-third of the Regular Members shall constitute a quorum for the transaction of business (except where the Constitution specifies differently).

**Section II** The date for the annual election meeting (election of officers, etc.) shall be the last regular meeting of the Association. The meeting days for regular training sessions may vary as established by the Board of Directors.



**Section III** Special meetings of the Association may be called by the Board of Directors any time they feel it necessary.

**Section IV** The Board of Directors shall meet at least once each quarter throughout the entire year. Meetings of the Board of Directors shall be called by the President. The Recording Secretary shall notify all Board members three (3) days prior to said meeting as to the time and place of said meeting.

## **Article XII**

### **Elections**

**Section I** Two (2) weeks prior to the annual election meeting, candidates for the following will be nominated from the floor: President, Vice-President, Supervisor of Officials, Recording Secretary, Treasurer and candidates for each vacancy on the Board of Directors. The Recording Secretary shall deliver to members, a list of all the candidates at the meeting (1) week prior to the election. A candidate may decline any position. A person can serve in only one office at a time. Only Regular Members are eligible to become candidates for office.

**Section II** An election Committee shall conduct the election and this committee shall consist of the Board of Directors who are neither officers of the Association nor candidates for any office or position. In the event this number is less than two (2), the President shall appoint the remainder necessary for membership. This committee shall secure a certified voting list from the Recording Secretary and shall allow only certified members to vote. Ballots used will be prepared in advance and shall contain the names of those previously nominated. Members will vote in person. When absence is excusable the ballot may be given to the President on or prior to election night.

**Section III** Terms of office of newly elected officers are as follows:

President	- 2 years
Vice President	- 2 years
Supervisor of Officials	- 2 years
Treasurer	- 2 years
Recording Secretary	- 2 years

**Section IV** One newly elected member of the Board of Directors shall serve a term of two (2) years. Two (2) vacancies will occur each year.

**Section V** All vacancies in the administrative organization occurring during the year shall be filled by the Board of Directors.

## **Article XIII**

### **Committees**

The President shall appoint members of the Standing Committees listed below and designate a chairperson for each committee. Special committees and their chairperson may also be appointed by the President at any time he deems they are necessary. The committees shall consist of not fewer than three (3) members and shall report to the Association or Board of Directors from time to time as requested..

**Section I** Evaluation Committee shall be responsible for evaluating member officials to make suggestions for improving skills and mechanics that will assist members in maintaining good officiating skills.

**Section II** Assignment Committee shall consist of the Supervisor of Officials and at least three(3) Regular Members of the Association. The committee shall be responsible for assigning members to officiate contests in compliance with the requirements of the FHSAA.

**Section III** Recommendations Committee shall be responsible for reviewing the performance and evaluation of each member during the sport season. The committee will also approve the officials submitted to the FHSAA office who deserve consideration for assignment to state series contests.

**Section IV** Grievance Committee shall consist of the Board of Directors of the Association. The committee is responsible for hearing complaints for member officials. The committee will respond to complaints or appeals by members and resolve the problems in a manner consistent with the Association Constitution and the requirements of the FHSAA.

**Section V** Auditing Committee shall audit the books and accounts of the Association at least once each year or more often if directed by the Board of Directors and shall report their findings to the membership.

**Section VI** Membership Committee shall consist of four (4) members. The members of this committee shall be appointed by the President. This committee shall receive all applications for membership, shall investigate, instruct and examine each candidate and shall recommend whether or not Associate Members should be approved for Regular Membership. Three-fourths vote of the Membership Committee is required to recommend an Associate Member for membership advancement. A majority vote of the Regular Membership is required to approve advancement as recommended by the Membership Committee.

Registered Agent: Dante' Sailor- 60 Deer Wood Circle Quincy, Florida 32352

Incorporator: Larry Edwards- 917 Park Ave Quincy, Florida 32351

Article XII

This organization shall abide by the rules and regulations of the Florida High School Activities Association except in cases in which the rules of the organization are more restrictive. In this case, the rules of the organization will be enforced.

\*\*\*\*\*

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Dante' Sailor

Signature/Registered Agent

11-4-2008

Date

Larry Edwards

Signature/Incorporator

11-4-2008

Date

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