



## **BY-LAWS**

### **MERRIMACK VALLEY YOUTH BASKETBALL**

#### **ARTICLE I: ORGANIZATION**

1. The name of the organization shall be "Merrimack Valley Youth Basketball," and shall hereinafter be referred to as "MVYB,"
2. The organization shall have a seal which shall be in the following form: [TBD]
3. The organization may at its pleasure by a vote of the board, change its name.

#### **ARTICLE II: OBJECTIVE**

##### **Section 1**

The objective of MVYB shall be to implant fairly in the players of the program, ideals of good sportsmanship, honesty, loyalty, courage and respect for authority so that they will be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

##### **Section 2**

To achieve this objective, MVYB will provide a program under the Rules and Regulations of the National Federation of State High Schools Association, in accordance with applicable sections of the Federal Internal Revenue Code. MVYB will operate exclusively as a non-profit organization providing a supervised program of competitive basketball games. Also, MVYB shall not incur any debt in its operation and pursuit of these objectives.

##### **Section 3**

This organization is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt *organizations* under section 501 (c)(3) of the Internal Revenue Code of corresponding section of any future federal tax code. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes

of the set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propoganda or otherwise attempting to influence legislation and the organization shall not participate on or intervene on (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under section (c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code or (b) by an organization, contributions to which are deductible under 170(c) (2) of the Internal Revenue Code or corresponding section of any future tax code.

### **Article III: MEMBERSHIP, VOTING, DUES AND PARTICIPATION**

- A. Membership: Members of MVYB shall consist of one (town coordinator) representing each registered participating town/city in the MVYB program. Membership shall be determined as of the registration deadline and shall not be updated until the next succeeding registration.
- B. Voting: Each member of the BOD shall be entitled to one (1) vote at each meeting.
- C. Dues: The Board of Directors of MVYB shall review the financial status of MVYB annually and shall determine whether participants are to be assessed dues and if so, the amount and payment date thereof. The Board of Directors will set the dues annually and can terminate the participation of any participant for non-payment dues. The use of dues is to cover the costs of the operation of the MVYB organization.

### **Article IV: MEETINGS OF MVYB MEMBERS**

#### **Section 1:**

- A. Place: The meetings of members of MVYB shall be held at such places as shall be designated in the notices of meetings of members as hereinafter set forth.
- B. Annual Meeting: MVYB shall conduct an annual meeting of the members during the month of April, each year, at which meeting the members shall fill all vacancies on the Board of Directors. The members of MVYB shall conduct other business as shall properly come before them at the annual meeting. Written notices stating the place and hour of the annual meeting shall be emailed and or posted to the leagues' website no less than ten (10) days before the date of the meeting.
- C. Other meetings of members: MVYB shall hold meetings at such place, date and time as shall be determined by the president. Notice shall be delivered no less than ten (10) days before the date of the meeting.

**SECTION 2: Special Meetings**

Special Meetings of the Members may be called by the President or by six (6) members of the Board of Directors, in writing, to the President. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the Members. Notices of such meeting shall be emailed to all pertinent members at their email addresses, at least three (3) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called.

**SECTION 3: Quorum**

The presence of not less than 50% percent of the BOD shall constitute a quorum and shall be necessary to conduct the business of this organization.

**Article V:****Section 1: Directors**

- A. Number and Election: At the Annual meeting, members of the MVYB league shall fill all vacancies on the Board of Directors. The BOD shall consist of no fewer than eight (8) or no more than fifteen (15) Directors. Members shall vote to fill each position on the Board. The candidate with the largest number of votes shall be declared the winner. Each member shall be entitled to one (1) vote for each position on the Board. The election will be administered by the President.
- B. Non-voting Members of the Board: The Board may, in its discretion, select an individual to become a non-voting member. The term shall end at the next annual meeting.
- C. Duties and Terms: The business and affairs of MVYB shall be managed by the Board of Directors. All Directors elected shall hold office from the date of their election until the election of their successor. The term of office for the Board of Director Members shall expire after two years but are eligible for re-election at the next following annual meeting of members. Directors and officers of MVYB shall not be liable for their actions undertaken in good faith.
- D. Nomination of Candidates for the Board: All candidates for the BOD shall be selected from the membership of MVYB. Nominations may also be made by the members at the annual meeting.
- E. Vacancies: Any vacancy occurring on the Board of Directors may be filled by a majority vote of the remaining Directors.
- F. Removal: Any member of the Board of Directors may be removed from office by a 2/3 majority vote of the BOD present at a meeting duly called for the purpose whenever, in the judgment of such members, the best interests of MVYB would be served.

**Section 2: Directors**

- A. The Executive Board of Directors of MVYB should consist of a President, Vice-President, Administrator, Treasurer, Referee coordinator, grade coordinators; (4-8) and members at large.

The election of these officers shall take place at the annual meeting of the Board, with responsibilities being assumed promptly upon election. The duties of the officers shall be:

- a. **President:** The President shall preside over all meetings of the BOD and membership and shall have general charge of and control over all of the general affairs of MVYB, subject to the BOD. The President shall be authorized to represent MVYB in such appearances as may be required of MVYB during his/her term of office. The President shall also supervise the making of all contact or other instruments necessary in the general conduct of the business and affairs of MVYB and shall report to the Board on such matters and with such frequency as will, in the reasonable judgment of the President, be of assistance to the BOD. The President will vote to create/break a tie or to create a two-thirds majority.
- b. **Vice-President:** In case of the absence or disability of the President and provided he is authorized by the President or the Board of Directors so to act.

**When so acting, the Vice-President shall:**

- (a) Perform the duties of the President.
  - (b) Have all of the powers of that office.
  - (c) From time to time have such other duties assigned to him by the Board of Directors or by the President.
- c. **Administrator:** Will keep the minutes and agendas for each meeting. Maintain all records. Perform duties assigned to him/her by the president and or the BOD.
  - d. **Grade Coordinators:** The Grade Coordinator shall perform such duties as shall be assigned to them by the BOD. Each Grade Coordinator will be responsible for establishing schedules between the teams in the league for that grade and establish the division breakup for the grade. They will also maintain the standings and ensure that the league rules are communicated to the coaches of their grade.

**e. Treasurer:**

- a. Perform such duties as are herein specifically set forth and such other duties as are customarily incidental to the Office of Treasurer or may be assigned by the BOD.
- b. Shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He shall cause to be deposited in a regular business bank or trust company. The BOD may cause such funds to be invested in such investments as shall be legal for a non-profit corporation in this state.
- c. Keep records for the receipt and disbursement of all monies and securities of MVYB and approve all payments from allotted funds and draw checks therefore.
- d. Render at stated periods as the BOD shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the BOD of such meeting.
- e. Must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

- f. Prepare and submit the annual budget, under the direction of the President, for submission to the BOD and be responsible for the proper execution thereof.
  - g. Will email the bank statements to the BOD on a monthly basis.
- f. **Members at Large:** The BOD may at any time elect three (3) members at large to the BOD.
- g. **Referee Coordinator:** The Referee Coordinator shall be responsible for the selection, training, scheduling and supervising of officials. All board members will assist in this.

**TERMS OF SERVICE:**

1.	President	Even Years
2.	Vice President	Odd Years
3.	Treasurer	Odd Years
4.	Administrator	Even Years
5.	Referee coordinator	Even Years
6.	Member at large	Odd Years
7.	Grade Coordinators	Yearly

**ARTICLE VI: COMMITTEES**

**Creation and Duration**

All committees of this organization shall be appointed by the President and their term of office shall be for a period of one year or less if sooner terminated by the action of the President and or the BOD.

**Article VIII AFFILIATION**

**League Rules**

The Local rules of MVYB shall be adopted by the BOD at a meeting to be held not less than one (1) month previous to the first scheduled game of the season, but shall in no way conflict with the Rules & Regulations of the National Federation of State High School Association and the MIAA.

**ARTICLE IX: DISSOLUTION**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of this section 501(c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, or a public purpose, or evenly distributed to all member towns at the time of dissolution.

**ARTICLE X: AMENDMENTS**

These bylaws may be amended, repealed or added to, when necessary, by two-thirds affirmative vote of the BOD at anytime during the course of the year, outside the Annual meeting, for the purposes of enhancing and protecting the MVYB organization. Proposed amendments must be submitted to the President. Any such amendments may also be acted upon at the next annual meeting.

**CERTIFICATION:**

These bylaws were approved at a meeting of the BOD by a two thirds majority vote, of those board members in attendance, on

\_\_\_\_\_  
Administrator

\_\_\_\_\_  
Date