

# Amended and Restated NECVL Bylaws

## September 2020

THESE AMENDED AND RESTATED BYLAWS (“Bylaws”), effective September 23, 2020, amend and restate the Fall 2018 bylaws of New England Collegiate Volleyball League, Inc. (“NECVL”).

### **Article I.**

This organization will be known as the New England Collegiate Volleyball League, Inc., referred to throughout this document as NECVL. NECVL shall be a Massachusetts non-profit corporation organized under the law M.G.L. c. 156D and M.G.L. c. 180. The address of NECVL shall be as determined by the Executive Board.

### **Article II.**

**Mission Statement:** Efficiently maintain a high quality, democratic, and entertaining volleyball league of New England College and University club teams based on fairness, respect, honesty, responsibility and good communication. Said organization is organized exclusively for charitable and educational purposes, including the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### **Article III.**

#### **A. General Membership in the NECVL shall be limited to:**

1. Men’s club volleyball teams sponsored by the Colleges and Universities in Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, and Vermont
  - a. Prior to each upcoming season the Executive Board shall determine the number of Team Memberships available.
  - b. When necessary, the Executive Board will determine the order in which teams will be offered a Team Membership based on each team’s performance on and off the court in the previous season.
  - c. A new team may be offered a provisional membership.
2. Players and coaches who are eligible for these teams
3. Elected officers of the Executive Board
4. Honorary members selected by the General Membership

**B. Membership requirements, rights and responsibilities:**

1. Requirement: Pay dues by the date set by the Executive Board
2. Rights:
  - a. Team members are eligible for all NECVL activities.
  - b. Members may exercise only one vote on any one issue (one vote per team)
  - c. Members are eligible to propose by-law and policy changes to the Executive Board.
  - d. Members shall be informed of all Executive Board decisions that affects general members within one week following the decision.
  - e. Only members may make election nominations for officers on the Executive Board.
3. Team Responsibilities:
  - a. Have a team representative participate in the annual NECVL meeting in the fall and spring.
  - b. Pay the membership dues within allotted time limits.
  - c. Participate in the required number of divisional matches.
  - d. Participate in an assigned non-divisional tournament.
  - e. Give accurate contact information to the Board.
  - f. Notify the Board of any change in contact information.
  - g. Have an email account in order to participate in votes administered by email.
4. Teams who lose their membership:
  - a. Members who lose their membership rights may regain their membership by fulfilling their obligations set forth by the Executive Board as well as fulfilling the responsibilities set by these bylaws.
  - b. Judgements made by the Board may only be overturned by a majority vote of the responding membership.

#### **Article IV. Executive Board Members:**

Newly elected Executive Board (referred to herein as the “Board” or Executive Board”) members will begin their term of office immediately after the adjournment of the annual spring meeting unless the election of officers has not been completed. Under these circumstances the new officers would take office after the completion of the elections, whether by special vote or otherwise, pursuant to these bylaws. The term of office for this newly elected Board will be one year, ending at the following spring meeting. Any person may hold any one or more Board position concurrently. Any person may resign from the Board at his or her discretion without penalty, upon written notice to the Board. Upon a mid-term vacancy, the vacancy shall be filled promptly by a special vote of the members, pursuant to the special voting procedures set forth herein.

Board members will be paid stipends at the conclusion of annual spring meeting. Stipends amounts are to be approved by the general members at the previous spring meeting.

The following are the officers of the Board and their individual duties. Board action shall be made by majority vote, with each Board position equal to one vote, regardless of whether an individual holds concurrently more than one Board position. In the event of a deadlock at the Board, the matter shall be submitted to the members for vote.

##### **A. Commissioner:**

1. Schedule and chair all league and Board meetings.
2. Forward necessary league match results to the NCVF and its ranking committee.
3. Coordinate the resolution of issues/disputes concerning league matters brought to the attention of the Board.
4. Delegate duties, not currently assigned, that may arise in the maintenance of league matters.
5. Prepare a Commissioner’s report for the annual spring meeting.
6. Serve as the Competition Director throughout the NECVL season.
7. Supervise other board members, Webmaster and Director of Officials.
8. Engage professionals on behalf of NECVL, such as legal or tax advisors, as reasonably necessary to assist NECVL achieve its purposes.

**B. Vice Commissioner:**

1. Assume the duties of Commissioner if he/she is absent or unable to perform them him/herself.
2. Develop format and schedule all NECVL tournaments
3. Prepare Vice Commissioner's report for the annual spring meeting.
4. Develop a hosting team manual to be used by hosting schools and its representatives.

**C. Treasurer:**

1. Oversee all financial matters of the NECVL.
2. Propose a budget for the upcoming season at the fall meeting.
3. Submit a league financial report at the annual spring meeting.
4. Perform the duties assigned by the Commissioner.

**D. D1 Member At-Large:**

1. Communicate and represent any concerns that general membership may have, particularly of the D1 teams.
2. Perform duties assigned by the Commissioner.

**E. D2 Member At-Large:**

1. Communicate and represent any concerns that general membership may have, particularly of the D2 teams.
2. Perform duties assigned by the Commissioner.

**F. Clerk**

1. Record the minutes of NECVL league and Board meetings.
2. Perform corporate filings and take other administrative actions as authorized by the Board and/or members.
3. Record Board and member votes.
4. Perform the duties assigned by the Commissioner.

**G. The Following are joint duties of the Board:**

1. Solicit the nominations of, and hire a Director of Officials.
2. Solicit nominations of, and hire a Web Master.
3. Make sure website is updated in a timely manner and send out information to general members as necessary.
4. Present issues and matters to other Board member related to them by the general membership.
5. Develop policy additions and changes that will improve NECVL.
6. Coordinate the NECVL elections.
7. Develop and/or solicit new ideas that will improve NECVL.

**Article V. Representatives:**

One individual and an alternate will represent each member school. The alternate must be from the same school. One person can not represent more than one school.

The method by which each representative is chosen will be left to each school. This representative and alternate are both invited to share ideas and information with the general membership at each league meeting. Only the representative shall be able to vote on issues requiring a vote. The alternate will assume the duties of the representative if he is absent or unable to fulfill his responsibilities.

A team representative will be responsible for the following:

- A. Send in all necessary information needed by the Board concerning the team.
- B. Make sure the team pays the membership dues by the deadline set by the Board.
- C. Report all home match and outside competition results to the Board.
- D. Choose an alternate representative for the team and relate all communication with NECVL.

## **VI. League Meetings:**

Attendance at the fall meeting is mandatory. Failure to attend the meeting will result in a one-loss penalty to a team's Divisional record. The spring meeting will be held on or before the NECVL Championship weekend. All voting items will be discussed at the fall meeting.

Parliamentary procedure will be according to Robert's Rules of Order unless otherwise specified by these bylaws.

**A. Basic Agenda:** The following items will appear on all league meeting agendas.

1. Roll Call. Update changes in contact information
2. Executive Board report(s)
3. Old Business
4. New Business

\*Additional items may be placed on the agenda by any league members. These agenda items are to be sent to the Board at least one week prior to the meeting. The Board will send an e-mail copy of each agenda prior to the league meetings to all members.

**B. Meeting Minute:** The Clerk shall record the minutes and votes, if any, to each league meeting. These minutes will be made available to all voting members within a reasonable time period following the meeting and prior to the next league meeting.

## **Article VII. Fees:**

**A. Membership Fee:** Invoices will be posted on the league website no later than the last day of September. The payment will be due no later than the end of December. The specific deadline for each season will be set and announced by the Board.

**B. Official Fees:** Will be set by the Board and presented at the fall meeting for approval.

### **C. Fines:**

1. The Board may sanction a member school, including fines, when a member fails to meet its responsibilities.
2. Any school that has not fulfilled their monetary responsibilities, including membership fees and/or fines within set times limits may not participate in any match sanctioned by the NECVL.

## **Article VIII. Eligibility:**

Eligibility of individual members will be posted under league policies. Any changes to eligibility must be voted on by the general members.

## **Article IX. Rules of Competition:**

The NECVL will use the rules used by NCVF

## **Article X. Miscellaneous:**

### **A. Non-membership Appointed Positions and Responsibilities (appointed by the Board):**

#### **1. Director of Officials:**

- a. Be responsible for the assignment of officials for all NECVL league matches, tournaments, and championships.
- b. Finalize and disseminate a league schedule with referee assignments.
- c. Settle league issues involving officials that may arise during the season.
- d. Prepare a report to the Executive Board at the end of season.

#### **2. Webmaster**

- a. Maintain the NECVL website
- b. Post information presented to him/her by the Board.

#### **3. Assistant Tournament Director**

When necessary, the board may appoint Assistant Tournament Directors to help out with the league championships.

### **B. Exceptions to Robert's Rules of Order:**

Should the NECVL Board request or require a vote on an issue, bylaw change, policy change, or elections, the Board may notice a special vote (instead of waiting for the next spring or winter meeting) by e-mail.:

1. There will be a recorded attempt to notify all voting members at their most recent e-mail account filed with the Board.
2. The e-mail notice shall be sent at least seven (7) calendar days prior to the deadline for response (except for bona fide emergencies), and shall contain (i) the date and time by which votes must be received in order

to be counted; (ii) a description of the matter(s) to be voted upon, and (iii) an instruction of what a “yes” vote or “no” vote means.

3. A quorum would be established by the number of those members who respond within a minimum seven (7) calendar day period from date of the e-mail notice. The Board may elect to provide a longer response time if it so chooses.

**C. Policies** are separate from bylaws and may be changed by a majority vote of the Board as well as by the voting membership.

**D. Indemnification of the Executive Board:**

NECVL shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of NECVL against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of NECVL; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this Article which adversely affects the right of indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

This Article constitutes a contract between NECVL and indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

## **Article XI. Dissolution**

Upon a successful vote of dissolution of the organization, 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 future deferral tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the Clerk hereby certifies that the foregoing Amended and Restated Bylaws were duly adopted by a vote of the members and Executive Board occurring on September 23, 2020.

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Clerk, NECVL