

## **FRANKLIN BASKETBALL ASSOCIATION**

### **Amended Articles of Association**

1. The name of the organization shall be the Franklin Basketball Association (hereafter referred to as the Association or the FBA).
2. The purpose of the Association shall be to support and promote the sport of basketball in the community of Franklin, Massachusetts. Specifically, the Association will seek to develop players through the teaching of fundamentals and exposure to competitive situations, with the ultimate goal of preparing each player for High School basketball. The Association will also, when appropriate, provide funds through monies to a range of activities such as, but not limited to:
  - a. Participation of Franklin teams in regional basketball tournaments.
  - b. Gifts to the Franklin School System to support basketball programs.
3. All monies raised by the Association will benefit only those activities outlined in Article 2 above, or that the Executive Board has voted to support.
4. Membership is open to all individuals who wish to support the sport of basketball and provide services to the Association activities. All members must have officially registered with the Association and be in good standing. Registration is done on an annual basis and available to any resident of Franklin or parent of any player participating in the program. Registration is limited to one per household.
5. All individuals who have officially registered with the Association are a Member. Registration is done on an annual basis and available to any resident of Franklin or parent of any player participating in the program. Registration is limited to one per household. After each annual registration, the Executive Board will review all registered Members and approve their annual registration. Without the final approval by the Executive Board each year, an individual will not be offered a membership to the Association. Once approved, a \$100 membership fee will be charged each year, although Members (i) with children playing during the upcoming season, (ii) coaching as a head or assistant coach, or (iii) acting in any administrative capacity that benefits the Association will not be charged the annual membership fee. As it relates to (iii), the Executive Board, in its sole discretion, will decide if a Member is acting in an appropriate administrative capacity that warrants waiving the annual membership fee in any given year. Any Member can raise an issue to be discussed at the annual Spring membership meeting. Those members wishing to speak at the annual meeting shall contact the Secretary at least 7 days prior to get on the agenda.
6. All Members have voting privileges solely as it relates to the election or removal of any Executive Board member. Voting on matters related to these members of the Executive Board will be conducted via an online voting system administered by the Association. All other matters

pertaining to the administration of the organization and the league will be handled by the Executive Board.

7. The Members of the Association will have voting authority to elect a governing body, the Executive Board, to administer the league on behalf of the Members. Voting of the Members is to elect officers of the Executive Board as positions become vacant or changes made to the existing composition of the Executive Board. Any changes to the existing composition of the Executive Board requires 2/3 approval of the Members of the entire Association. Voting will be conducted by an online survey or voting system and announced with ten days advance notice by the Executive Board prior to any voting occurring. Each Member receives one vote per household. Households receive one vote, regardless of the number of children participating in the program. At the end of the existing Executive Board's term, the Members of the Association will be notified of all candidates seeking appointment. A presentation of the candidates will be conducted at a scheduled meeting of the Association. Once that meeting has taken place, an online vote will occur and the Members will be notified of the new appointments.
8. All other matters and business activities of the Association shall be conducted by the Executive Board, in its sole discretion, as well as any matter deemed a special circumstance.
9. The Executive Board will be made up of (6) individuals. Any member of the Executive Board must be a Member of the Association. The Executive Board will be comprised of a President, Vice President, Secretary, Treasurer, and (2) Coach Representatives.
10. Elections
  - a. Election of officers shall be held in May and concluded by May 31st.
  - b. Term of office for all elected officers of the Executive Board will be for three (3) years, commencing June 1st and ending May 31st.
  - c. All members of the Association shall be eligible for any officer's post and are eligible for re-election.
  - d. The duties and responsibilities of all officers of the Association shall be described in the attached "Position Requirements" statement. The statement shall be part of the Articles of Association.
  - e. Should any officer of the Executive Board be unable to fulfill their duties for any reason, the President shall recommend a replacement for the remainder of the term of office and such recommendation is subject to the Executive Board's majority vote of approval prior to appointment.
  - f. Should the President be unable to fulfill his/her duties for any reason, succession shall fall to the Vice President. Failing that, a new President and/or Vice President will be

elected by a 2/3 vote of the Membership. Such vote would take place via an online voting system with at least 10 business days' notice.

11. Meetings:

- a. There will be an annual Spring membership meeting and additional meetings as deemed necessary by the Executive Board to properly conduct the Association's business.
- b. Any Member can make a request for a topic or issue to be brought in front of the Executive Board for discussion at the Spring membership meeting. All requests or items for a meeting's agenda must be made to the Secretary in order to provide at least 7 days' notice to the Executive Board to be included in the next meeting's agenda. The agenda for each meeting will be at the sole discretion of the Executive Board.
- c. All votes at meetings will be conducted by the Executive Board. Members do not vote at regularly scheduled meetings and voting of Members is limited to election, re-election or removal of Executive Board members. All other matters are handled by the Executive Board, by a majority vote. The President of the Executive Board will cast the deciding vote in the event of a tie.
- d. A quorum for these meetings shall consist of four (4) out of (6) members of the Executive Board.
- e. Order of business at all meetings of the membership may be as follows:
  - i. Minutes of the previous meeting, reviewed and then approved
  - ii. Treasurer's report
  - iii. Committee report
  - iv. Advisory Board report
  - v. Old business
  - vi. New business
  - vii. Setting of the next meeting date
  - viii. Adjournment
  - ix. The Executive Board will hold at least (2) meetings per playing season and at least (2) meetings during the off-season to conduct Association matters. Additional meetings can be held at the discretion of the Executive Board.

12. The league has published a code of conduct for all players, coaches and parents. Failure to comply with these codes of conduct will result in disciplinary action by the Executive Board, in

its sole discretion. Failure to comply with the codes of conduct is grounds for any player, coach, or parent to be permanently removed from all activities and involvement of the Association.

13. Said 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, or corresponding section of any future federal tax code.
14. 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 set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (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 other activities not permitted to be carried on (a) by an organization 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 an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
15. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of the 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, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

On October \_\_\_\_, 2016, a motion was made by Pete Cacioppo to accept these Amended Articles of Association of the Franklin Basketball Association. The motion was so approved: approval being a majority vote of the Executive Board.

\_\_\_\_\_, Pete Cacioppo, President

\_\_\_\_\_, John Loukota, Vice President

\_\_\_\_\_, Bob Pingeton, Secretary

\_\_\_\_\_, Kevin O'Connell, Treasurer

\_\_\_\_\_, Chris Sullivan, Coaches Representative