

**McLEAN YOUTH BASKETBALL BYLAWS**  
**Dated September 10, 2007**

**ARTICLE I - NAME, PURPOSE, ORGANIZATION, AND MEMBERSHIP**

Sec. 1: The name of the organization shall be McLean Youth Basketball.

Sec. 2: McLean Youth Basketball shall be a separately-run organization that manages the youth basketball program in the McLean, Virginia area as a Sport Program under Article I, Section 4a of the McLean Youth Athletics, Inc. ("MYA") Bylaws. McLean Youth Basketball reserves the right to form a separate corporation should its Board of Directors determine such a course would be in the best interest of the organization at some point in the future.

Sec. 3: McLean Youth Basketball may conduct business as "MYB" or "McLean Youth Basketball" and is referred to herein as "MYB."

Sec. 4: The purpose of MYB shall be to organize, promote, regulate and operate youth basketball programs in the McLean, Virginia area. At a minimum, MYB shall operate a winter developmental league, a winter house league and a winter select program for students in grades one through twelve (generally youths age 6 to 18). MYB may also elect to offer programs for non-students and may elect to offer or sponsor programs during other seasons, such as summer.

Sec. 5: Family Membership: Any parent or legal guardian of a registrant in an activity of MYB shall be considered a member of this organization for one (1) year from the date of his or her last registration. No one shall be denied participation because of a lack of money to pay the registration fee.

Sec. 6: General Membership: Any adult at least eighteen years of age participating in MYB activities (e.g., as a referee, coach, league commissioner or board member) anytime within the past 5 years, and not already entitled to membership under the family membership qualifications, is considered a general member of this organization.

Sec. 7: Only family or general members may serve on the McLean Youth Basketball Board. Family or general members may attend MYB Board meetings, may offer their views at such meetings and may nominate individuals for positions on the Board.

**ARTICLE II - FINANCE**

Sec. 1: The fiscal year of MYB shall begin on July 1 of each year and end on June 30 of the following year.

Sec. 2: The Chairman of MYB shall present a previous year financial report and a proposed next year's budget prior to the beginning of the winter basketball season. The final budget must be approved by the Board of Directors.

Sec. 3: Expenditures:

- a. Total program expenditures in excess of ten percent (10%) over the previously approved budget must be approved by the Board of Directors.
- b. Expenditures in excess of ten percent (10%) over the amount in the approved budget for any specific major category of expenditures must be approved by the Board of Directors.

Sec. 4: The Executive Committee of the Board shall review the accounts of MYB for each fiscal year and shall report its findings to the full Board of Directors.

Sec. 5: Funds of MYB in excess of three thousand dollars (\$3,000) may be withdrawn from the bank(s) with which they are on deposit only on any two of the signatures of the Treasurer, the Chairman, or a Chief Commissioner. Funds of the Corporation of three thousand dollars (\$3,000) or less may be withdrawn from the bank(s) on the signature of either the Treasurer or the Chairman or any other person specifically designated by the Board.

### **ARTICLE III - GOVERNMENT**

Sec. 1: The government of MYB shall be vested in the Board of Directors.

Sec. 2: The Board of Directors of MYB shall consist of the officers, the League Commissioners and any at-Large positions approved by the Board. The Officers are: the Chairman, the Chief Commissioners, the Referee Coordinator, the Secretary and the Treasurer. The Immediate Past Chairman shall also be an officer for the year immediately after the end of his or her term as Chairman. One or more of the officer positions may be combined by the Board so that one person holds more than one position (e.g., Secretary-Treasurer). The officers shall constitute the Executive Committee. The MYB Administrator shall be a paid position selected by the Chairman and approved by the Board. The Administrator shall be an ex-officio member of the Board, but shall not have a vote.

Sec. 3: There shall be at least one Chief Commissioner for the House Program, one Chief Commissioner for the Developmental Program, and one Chief Commissioner for the Select Program. There may be more than one Chief Commissioner elected for the House Program at the discretion of the Board.

Sec. 4: The League Commissioners shall include one for each of the following leagues: (1) Boys Developmental League; (2) Girls Developmental League; (3) Boys Select League; (4) Girls Select League; and one for each grade group and gender in the House League (e.g., Fourth Grade Boys, Fourth Grade Girls, HS Girls, etc.).

Sec.5: The Board of Directors shall be responsible for managing the affairs of MYB.

#### **ARTICLE IV – SELECTION OF OFFICERS AND DIRECTORS**

Sec. 1: Officers and members of the Board of Directors for the next year shall be selected by the vote of the Board of Directors of the previous year.

Sec. 2: Election of officers and directors shall be by majority vote of the Board present at the annual meeting of McLean Youth Basketball in June.

Sec. 3: Board Members may vote by Proxy in the selection of the new Board.

Sec. 4: The Executive Committee shall, prior to the annual meeting, provide a slate of nominees as candidates for election as officers and Board members for the next year. Additional names may be placed in nomination for any position by any Board Member or by any family or general member of MYB (as defined under Article I) at the annual meeting.

Sec. 5: The new Board shall take office in June at the close of the annual meeting.

Sec. 6: Vacancies on the Board of Directors shall be filled through appointment by the Chairman, subject to the approval of a majority of the Board. Such appointees shall serve the remainder of the term of the individual being replaced. A vacancy in the office of Chairman shall be filled by the individual designated as Vice-Chairman.

Sec. 7: A vacancy in the office of Chairman because of death or prolonged absence may be declared by a two-thirds (2/3) vote of the Board of Directors at a duly-called meeting.

#### **ARTICLE V - MEETINGS**

Sec. 1: There shall be an annual meeting of McLean Youth Basketball held during June of each year. The purpose of this annual meeting shall be to conduct elections of the officers and Board of Directors and to conduct other matters of interest to the general membership. At least ten (10) days prior to the date of the meeting, announcement of the meeting shall be published as directed by the Executive Committee.

Sec. 2: Meetings of the Board of Directors shall be held at least six times per year at a place and time as decided by the Chairman. A majority of the Board shall constitute a quorum.

Sec. 3: Special meetings of the membership may be called by the Chairman, a majority of the Executive Committee, a majority of the Board of Directors, or a written petition of at least seventy-five (75) family and/or general members. Notice of such meetings shall be published as directed by the Executive Committee.

Sec. 4: Special meetings of the Board of Directors shall be held at such time and place as designated by the Chairman, or a majority of the Executive Committee, within 15 days of the date the meeting is called.

Sec. 5: All actions by the Board of Directors or any committee thereof shall be taken by a majority vote of those present unless these Bylaws, or any other set of rules and regulations approved by the Board and publically available, provide specifically otherwise. Each Board member has one vote (where an individual holds more than one position, the individual still has only one vote). The Board may act without a meeting, so long as proper notice is provided and a majority of Directors indicate their approval in writing (including e-mail) for any action.

## **ARTICLE VI - DUTIES OF OFFICERS AND DIRECTORS**

Sec. 1: The Chairman shall act as the Chief Executive Officer of the McLean Youth Basketball and shall:

- a. Preside at all membership meetings and at Board of Directors meetings, and be responsible for establishing the agenda for such meetings (as long as the request is made at least seven days prior to the meeting, the agenda shall include any item requested by a member of the Board) and publishing the agenda via e-mail to the Board at least 48 hours prior to the meeting.
- b. Assign duties to the members of the Board.
- c. Appoint such committees as may be necessary to carry out the activities of MYB and shall designate chairpersons of such committees.
- d. Be a member of all committees.
- e. Represent MYB to all other organizations (except where another officer has specifically been delegated the responsibility to represent the organization in a given circumstance).
- f. Have the authority to sign and execute contracts and all other documents on behalf of McLean Youth Basketball, consistent with any directions from the Board.
- g. Fulfill the responsibilities of any Chief Commissioner or League Commissioner at the request of that Chief Commissioner or League Commissioner or, if for any reason a Chief Commissioner or League Commissioner is not available or unable to respond in a timely manner.

Sec. 2: The Chief Commissioners shall:

- a. Supervise all organizational and operational aspects of the program for which they are responsible (e.g., the Chief Commissioner for Select shall supervise the Select program.)
- b. Supervise League Commissioners for the program for which they are responsible (e.g., the House Chief Commissioner(s) supervises the League Commissioners in the House League).
- c. Be responsible for rules interpretations and enforcement of the rules for the program for which they are responsible (with rules interpretations subject to prospective modification by the Board), except that, during actual games, the interpretation of the rules by the referees are final.
- d. Assist other Chief Commissioners in the performance of their duties.
- e. Act as Vice-Chairman, including presiding over meetings in the absence of Chairman (at the annual meeting, the Chairman shall designate which Chief Commissioner shall act as Vice-Chairman).
- f. Fulfill the responsibilities of any League Commissioner at the request of that League Commissioner or, if for any reason a League Commissioner is not available or unable to respond in a timely manner.

Sec. 3: The Treasurer shall be generally responsible for the financial/accounting-related activities of MYB including (the following activities may be conducted by another under the supervision of the Treasurer):

- a. Keeping the financial books and records for MYB.
- b. Disbursing funds in accordance with ARTICLE II, Sec. 3.
- c. Collecting and depositing all funds of MYB.
- d. Reporting on the finances of the organization at each membership and Board of Directors meeting.
- e. Preparing and filing all required financial papers.
- f. Preparing a budget prior to each season in coordination with the Chairman, which the Chairman shall present to the Board for approval.

Sec. 4: The Secretary shall be generally responsible for the communication-related activities of MYB including (the following activities may be conducted by another under the supervision of the Secretary):

- a. Accurately recording and maintaining the minutes of all membership and Board of Directors meetings (while this duty may be delegated, the Secretary shall be ultimately responsible for and shall sign-off on such minutes).
- b. Review of all correspondence of MYB and maintaining a file thereof.
- c. All notices and announcements and the reproduction thereof including any public relations activities by MYB (including the website, newsletters, etc.).
- d. Working with the Treasurer in the preparation of the necessary financial papers.
- e. Preparing, maintaining and filing any necessary non-financial corporate papers.

Sec.5: The Referee Coordinator shall:

- a. Supervise all organizational and operational aspects of the referee program.
- b. Be a member of the Grievance and Code of Conduct Committee and the Rules Committee.

Sec. 6: The Executive Committee of the Board of Directors shall be authorized and empowered to act on behalf of MYB, outside of scheduled Board meetings, as required.

Sec. 7: All officers and directors shall perform the duties assigned to them from time-to-time by the Board.

## **ARTICLE VII - REMOVAL FROM OFFICE**

Sec. 1: Any Officer or Director who misses three (3) regular Board meetings during any fiscal year may be relieved of his/her office or directorship and be replaced as provided in ARTICLE IV, Sec. 7.

Sec. 2: If it shall be called to the attention of the Board that it would be in the best interest MYB that a member of the Board of Directors be removed from office, he/she may be removed by the following procedure:

- a. Notification in writing to the member in question of pending action concerning his removal at least ten (10) days prior to consideration by the Board of Directors.
- b. For due cause and by a vote of at least two-thirds (2/3) of all Board members, the Board of Directors may remove such director from office.

## **ARTICLE VIII - STANDING COMMITTEES**

Sec. 1: Standing Committees may be established by the Chairman with the approval of the Board of Directors. Such committees shall include a Grievance and Code of Conduct Committee to review alleged disciplinary issues and Rules Committee to recommend rules changes.

## **ARTICLE IX - RULES OF ORDER**

Sec. 1: When deemed necessary by the Chairman or requested by a majority of the Board, Roberts Rules of Order, Revised, shall govern the proceedings of all meetings of MYB and its constituent parts, except as provided by these Bylaws.

## **ARTICLE X - DELEGATIONS**

Sec. 1: Delegations or special committees, as necessary, may be appointed by the Chairman to represent MYB at any convention or meeting, subject to the approval of the Board of Directors. Such delegations or special committees shall be free to vote on all matters at any convention or meeting unless specified otherwise by the Board of Directors.

## **ARTICLE XI - INDEMNIFICATION**

Sec. 1: The Board shall adopt an appropriate policy for the Indemnification of Officers and Directors, former officers and directors and any person who may have served at the request of an Officer or Director and shall amend and modify it accordingly. The Board may acquire insurance to protect Officers and Directors from suit in their actions as members of the Board.

## **ARTICLE XII - AMENDMENTS**

Sec. 1: These Bylaws may be amended by a two-thirds (2/3) vote of the entire Board, provided that the Board shall be given notice of the proposed amendment(s) at least ten (10) days prior to a meeting at which the amendment(s) shall be read and acted upon. Any Board Member may propose an amendment for consideration.

### **ARTICLE XIII – POLICIES AND RULES**

Sec. 1: The policies of MYB establishing rules and procedures for the conduct of the affairs of MYB upon matters not inconsistent with these Bylaws may be adopted by a majority vote of the Board of Directors.

Sec 2: The Board shall establish rules for the operation of its basketball leagues by a majority vote of the Board of Directors.