



# *Great Lakes Region Bylaws*

*August 2011*

# Great Lakes Region Bylaws

## ARTICLE I

### Name

The name of the Corporation shall be **USAV, Great Lakes Region, Inc.**, a Federal Non-Profit Corporation. The Corporation shall also do business as **GREAT LAKES REGION VOLLEYBALL ASSOCIATION**.

## ARTICLE II

### Offices

The principal office of the Corporation shall be that of the Commissioner's designated site. The Region shall have such other offices as the Board of Directors, hereinafter referred to as the "Directors," may designate, or as the business of the Corporation may require from time to time.

## ARTICLE III

### Purpose

The purpose for which this Corporation is organized is set forth in the Articles of Incorporation.

## ARTICLE IV

### Affiliation

The Corporation is affiliated with the United States Volleyball Association (USAV) as a Group D Member organization as provided in the USAV Operating Code, hereinafter referred to as the "Code." As presently constituted, the Code shall be construed to be an integral part of these Bylaws. In the event of any conflict between these Bylaws and the Code, the Code shall take precedence for USAV matters and activities outside the Region, and the Bylaws shall take precedence over Region affairs within the Region. In the event of amendment to the Code by the USAV subsequent to the adoption of these Bylaws, all such amendments shall be deemed incorporated into these Bylaws until and unless the Directors of this Corporation expressly vote to the contrary or promulgate a conflicting amendment to the Bylaws.

## ARTICLE V

### Membership

#### Section A General Statement

The membership of this non-profit Corporation shall be from its general populace. Members are qualified under the following circumstances:

1. They use the rules of play adopted by this Corporation or a variation thereof approved by this Corporation;
2. They support, in word and action, the policies, goals and programs of this Corporation. Upon completion of registration, members agree to accept and follow all rules and procedures of the corporation as outlined in these Bylaws;
3. They make an application for affiliation purposes to actively participate in conducting the affairs of the Corporation; and
4. They have paid in full all registration/membership fees and are deemed to be in good standing.

#### Section B Membership and Registration Fees

Membership and Registration Fees, annual or otherwise, shall be set by the Directors and specified on the Membership/Registration forms.

### **Section C Proprietary Interest of Members**

Members have no proprietary interest in this non-profit Corporation or in property at any time owned by the Corporation. Members shall have no rights by reason of membership to receive any of the property of this Corporation either upon dissolution or otherwise. Upon dissolution or termination of recognition as a Group D member Organization by the National Corporation, all assets shall inure to the benefit of the National Corporation for use in the same geographical area of the Region Volleyball Association for the development of volleyball activity.

### **Section D Liability of Members**

No current or future member of this non-profit Corporation shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors of this non-profit Corporation shall look only to the assets of this non-profit Corporation for payment.

### **Section E Rights of Members**

Membership shall have the following rights:

1. To elect Player Representatives to the Directors;
2. To apply for any position listed on the Directors' panel;
3. To petition the Directors regarding any action; and
4. To bring issues and concerns to the appropriate office within the Directors.

## **ARTICLE VI Board of Directors**

All corporate powers and affairs of this Corporation shall be governed by Directors, whose members are appointed or elected without regard to race, color, religion or national origin and are reasonably representative of both males and females. In the election or direct appointments to this body, the process that assures an equal opportunity for both sexes must demonstrate an affirmative effort. All members should attend a majority of the meetings. An Officer or Director holding more than one (1) voting position may not cast more than one vote per issue or motion.

### **Section A Selection and Composition of the Directors**

The Directors are composed of approximately twenty-eight (28) members, twenty (20) of whom are voting directors from the Great Lakes Region. Those in salaried positions may not vote for any proposal/agenda relating to their own financial interests, including but not limited to their salaries, budgets and/or stipends; but they are eligible to vote on all other matters.

When a person or an organization represented by a person has a personal or pecuniary interest in the final decision of the Board of Directors of the GLR VBA on any matter brought before it currently or hereinafter, he or she will not be permitted to act as a spokesman, petitioner, advocate, attorney, agent or representative, unless the person so petitioning the Board of Directors is physically or mentally incapable and has been determined to be disabled person under laws of the State of Illinois. If said person does not voluntarily recuse himself, a vote by simple majority of quorum shall determine the member's status.

The (20) voting directors are the Region Administrator, the Comptroller/Treasurer, Secretary, the Officials' Division representative, the Tournament Division representative, the Immediate Past Commissioner and Advisor. There are also voting Division Representatives: two Women's Player Representatives, two Men's Player Representatives and nine Junior Division Player Representatives. The Commissioner will vote to break any ties.

The Commissioner, the Region Administrator and the Comptroller/Treasurer are employees of the Region and are under direct review of the Directors. The Commissioner, Region Administrator, Comptroller/Treasurer and Secretary will have their performances reviewed annually by the evaluation committee. The Division Representatives of the Board, including the Women's Player Representatives, Men's Player Representatives and Junior Division Representatives, shall serve a two-year term. The remaining members of said Directors are specifically appointed with approval of the majority of Directors. The appointees must have the qualifications necessary for the individual positions.

## **Section B Powers of the Board of Directors**

### **1. General Statement**

The Directors, in the furtherance of the specific and primary purpose of the Non-Profit Corporation (NPC) as expressed in its Articles of Incorporation and these Bylaws, may perform such acts as necessary to exercise the power of this NPC. Generally, they may perform or cause to be performed any act that the Corporation lawfully may perform in the furtherance of its specific and primary purposes as stated in its Articles of Incorporation and these Bylaws.

### **2. Policy Governing the Exercise of Powers by the Board of Directors**

It shall be the policy of this Corporation to budget and disburse income in the furtherance of its primary and specific purposes as stated in its Articles of Incorporation. It shall also be the policy of this Corporation to not engage in any of the following:

- a. Lending any part of its income or principal for less than adequate security or at unreasonable rates of interest;
- b. Making any part of this Corporation's services available on a preferential basis;
- c. Showing fiscal irresponsibility when purchasing securities or real and personal property;
- d. Selling any substantial part of the property of the Corporation for less than adequate compensation;
- e. Engaging in any transaction, which results in a substantial reduction of income from this Corporation; or
- f. Engaging in any transaction that would jeopardize our 501(c) (3) charitable status.

## **SECTION C Adult and Junior Divisions Operations**

### **1. General Statement**

Player Representatives in the Adult Division and in the Junior Division are elected by vote. One vote is given to each team in each respective age division and each respective gender division.

## **ARTICLE VII Meetings**

### **SECTION A Meetings**

There shall be a minimum of two Director meetings per year, and additional meetings will be called as deemed necessary. Divisions such as Juniors, Officials, and Finance, etc., will convene as necessary to conduct business after proper notice has been given to concerned participants.

A majority (one more than half) of the voting Directors must be present in person to constitute a quorum for the transaction of business. Every act done and every decision made by the majority of the members present is the act of the Board of Directors of the Great Lakes Region.

Directors or board members cannot vote by proxy in their meetings, since this would mean the delegation of a discretionary legislative duty, which cannot be delegated.

### **SECTION B Action Without a Meeting**

Any action of the Directors may be taken without a meeting if a 75% majority of the voting directors individually confirms his or her vote in writing. Such written confirmation shall be filed in the subsequent minutes of the next Board of Directors' meeting.

### **SECTION C Bylaw Revisions**

Any action of the voting Directors to alter or change these Bylaws would require a two-thirds' majority vote of the voting directors.

## **SECTION D Removal of an Executive Member**

The removal of any executive member will be handled according to the guidelines outlined in the Incident Review Policy as stated in the Operating Code in the USAV Guide: Executive Members may be removed at any time by the affirmative vote of three-quarters (3/4) of the total voting power of the Board. Directors may be removed for cause at any duly noticed meeting of the Board, upon the affirmative vote of at least two-thirds (2/3) of the total voting power of the Board.

## **E. Compensation of Directors**

The Directors shall determine all financial remunerations.

# **ARTICLE VIII**

## **Assets**

### **Section A**

1. All bank checks drawn against the Corporation's checking assets shall be signed by the Comptroller/Treasurer, or by such other person/persons as the Directors may determine.
2. All financial records will be audited annually by an independent firm of Certified Public Accountants and such reports distributed to the Directors on a timely basis. Quarterly reports will be compiled by the Treasurer and distributed to the Directors on a timely basis.
3. The Comptroller/Treasurer will be responsible for the accuracy of all financial reports. The Comptroller/Treasurer will prepare a balanced annual budget and submit it to the Directors for approval.
4. The Comptroller/Treasurer is responsible for all fiscal matters and budgetary expenditures. He or she shall approve or disapprove all budgeted and non-budgeted expenses.

### **Section B**

1. All funds of the Corporation not otherwise employed shall be deposited as received in the Corporation's checking account or in a savings account with such bank as selected by the Comptroller/Treasurer or Board of Directors. All accounts must be insured by the FDIC (Federal Deposit Insurance Corporation.)
2. The Board of Directors must approve acquisition of all non-budgeted assets for the Corporation. The Corporation's Fiscal Year starts July 1 and ends June 30.

# **ARTICLE IX**

## **Ethics and Conduct**

### **Section A General Statement**

The Corporation is responsible to its members, the United States Olympic Committee, the Federation Internationale de Volleyball, and to the general public to make certain that the sport of volleyball, the name of the Corporation, and the symbols associated with the Corporation are not used in such a manner as to be deemed inappropriate by the above-mentioned governing bodies.

### **Section B Olympics**

Without the permission of the United States Olympic Committee, no organization affiliated with this Corporation nor any team or individual associated with this Corporation may use any words or symbols normally associated with the USOC or the Olympic Games for the purpose of trade, inducing the sale of goods or services, or promoting an athletic performance or competition.

### **Section C Corporate Name and Logo**

No organization affiliated with this Corporation nor any team or individual associated with this Corporation may use the Corporate name and logo for the purpose of trade, inducing the sale of any goods or services, or promoting any athletic competition or performance. Nor may the Corporate name and logo be used in any other manner that tends to cause confusion, to cause mistake, to deceive, or to falsely suggest a connection with this Corporation or any of its activities without the expressed written consent of this Corporation.

## **Section D Suspension and Expulsion**

Any organization, team or individual affiliated with the Corporation and found to have violated ethics and/or eligibility policy/procedures or to have acted in such a fashion as to cause this Corporation public embarrassment or ridicule may be subject to disciplinary action. The Commissioner or Region Administrator has the authority to suspend membership rights. The Board of Directors has the authority to revoke membership rights.

## **Section E Ethics and Eligibility Committee**

The Ethics & Eligibility Committee is composed of three individuals from the Board of Directors: any two available BOD members as well as a chair appointed by the Commissioner. The Commissioner and Region Administrator shall not serve on the Ethics & Eligibility Committee.

# **ARTICLE X Disciplinary Actions Appeals and Due Process**

Members found in violation of any of the following rules are subject to whatever disciplinary action is deemed appropriate by the authorized person, persons, Boards, or committees of the Great Lakes Region and/or USA Volleyball.

## **Section A Sanctions**

A proposed sanction may be issued by the Commissioner, Region Administrator, or by majority vote of the Board of Directors. A sanction may be based upon, but not limited to, a violation of any of the following:

1. Illegal transport, illegal possession, or illegal use of drugs or other substances banned by the Great Lakes Region and/or USAV;
2. Use of a recognized identification card by anyone other than the individual described on the card;
3. Physical damage to a facility or theft of items from a facility, room, dormitory, residence, hotel or another person; (Restitution may be a part of any penalty imposed.)
4. Possession of fireworks, ammunition, firearms, other weapons or any item or material which by commonly accepted practices and principles would be a hazard or harmful to other persons.
5. Any action considered to be an offense under Federal, State or local laws;
6. Violation of specific policies, regulations and/or procedures of the Great Lakes Region, USAV or the facility used in conjunction with a sanctioned event; (It is the responsibility of the individual to be familiar with applicable specific policies, regulations and procedures.)
7. Conduct which is inappropriate as determined by comparison to normally accepted behavior;
8. Physical or verbal intimidation of any individual;
9. Violation of eligibility rules per USAV and/or Great Lakes Region policy;
10. Illegal recruiting;
11. Violation of the USAV "Age Falsification" policy; or
12. Any acts that may be deemed contrary to fundamental objectives, integrity or the best interests of the Great Lakes Region or USAV.

## **Section B Sanction Procedure**

Due Process allows an individual to present evidence to dispute charges and /or sanctions.

Any alleged violations of a criminal nature (crimes which involve physical violence or threat of physical violence or moral turpitude) must be immediately reported to the police. The Region Commissioner must be notified in writing of these alleged violations within twenty-four (24) hours of knowledge of the alleged violation. The Region Commissioner will immediately suspend the individual involved in a criminal case.

Any other alleged violations are to be reported in writing, using the attached *Report of Alleged Violations* form, to the Region Commissioner within seven (7) days of knowledge of the violation.

The reporting individual then has seven (7) days to further investigate the alleged violation and report back to the Region Commissioner in writing, using the attached *Investigation Report of Alleged Violations* form with final details concerning the allegation.

If the report of the alleged violation is properly filed, the Region Commissioner will inform the Compliance Committee of the situation within forty-eight (48) hours of the submission of the *Investigation Report*. If the report is filed too late or incorrectly, the report of the alleged violation will be rejected.

The Compliance Committee will gather and review information within fourteen (14) business days of the filed Investigation Report concerning the allegation.

A report will be submitted to the Region Commissioner within twenty-four (24) hours following the Compliance Committee's investigation.

The Region Commissioner will review all information, discuss the findings with the Compliance Committee, and make a decision concerning the alleged violation. Possible outcomes include a sanction ranging from a warning to expulsion or a dismissal of the case due to insufficient evidence as ruled by the Region Commissioner and/or Compliance Committee.

### **Section C Appeals Process**

A sanctioned member has seven (7) business days to appeal. This is done through a written communication (facsimile, email, or by US Postal Service) to the chair of the Great Lakes Region Ethics and Eligibility Committee. If the sanction is appealed, the sanction will be held in abeyance until the Ethics and Eligibility hearing unless the complaint is of a criminal nature.

Within seven (7) business days of receiving the appeal, the Ethics and Eligibility Committee will schedule a hearing.

Any decision by the Ethics and Eligibility Committee is binding; the member may contact the Region Commissioner, again in writing, within seven (7) business days and request a full Board of Directors hearing. Such a hearing, if scheduled will determine if the member was given adequate due process and the decision was made with fundamental fairness.

Within fourteen business days the full Board of Directors may schedule a hearing. The decision of the Great Lakes Region Board of Directors will be final.

**(Report forms follow on the next two pages)**

## Alleged Violation Report

This Report is to be completed by the person FIRST informed of an alleged violation. This completed report must be submitted to the Regional Commissioner by fax, email, or mail within seven (7) days of knowledge of the violation.

Date of Alleged Violation: \_\_\_\_\_ Time: \_\_\_\_\_

Name of the Alleged Violator: \_\_\_\_\_

Location of Alleged Violation: \_\_\_\_\_

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Please provide a brief description of the alleged violation. Use the back of this form if more space is needed: \_\_\_\_\_

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Is there a witness who is willing to testify and/or provide written testimony? \_\_\_\_\_

Signature of person making report: \_\_\_\_\_

Printed name: \_\_\_\_\_

Date: \_\_\_\_\_ Time: \_\_\_\_\_

Telephone: \_\_\_\_\_ Email Address: \_\_\_\_\_

In accordance with the Great Lakes Region Sanction Procedure, an additional seven (7) days will be granted to the individual who is making this report to further investigate the allegations and to complete the *Investigation Report of the Alleged Violation* form. In order for the sanction process to continue, the completed *Investigation Report of the Alleged Violation* is due to the Regional Commissioner within seven (7) days of filing this report.

