

# EVERGREEN REGION VOLLEYBALL ASSOCIATION

## BYLAWS

Approved September 2009

### ARTICLE I – NAME

The name of the Corporation shall be the EVERGREEN REGION VOLLEYBALL ASSOCIATION (ERVA).

### ARTICLE II – OFFICES

The ERVA shall include areas of Washington, North Idaho, and Montana as determined by USA Volleyball.

The address of the principal office of the Corporation within the State of Washington shall be PO Box 159 Cheney WA 99004. The Corporation may have such other regional offices, either within or outside the State of Washington as the Board may designate, or as the business of the Corporation may require from time to time, to accomplish its stated goals.

### ARTICLE III – PURPOSE

The purpose for which this Corporation is organized is to foster the development and growth of local, regional, national and international amateur volleyball competition in association with USA Volleyball (USAV). In furtherance of this main purpose, the following sub-purposes are set forth:

- (a) To teach the sport of volleyball to children and adults by holding clinics, conducted by qualified instructors in schools, recreational centers and other suitable facilities.
- (b) To aid in the development and growth of volleyball throughout the region including player development, coaching development, officiating, Club Director and chaperone training and scouting of the game.
- (c) To facilitate practice volleyball sessions and provide classroom lectures, seminars and clinics through which selected trainees may be schooled in coaching, playing, officiating and scouting techniques.
- (d) To foster and conduct local, regional, and national amateur volleyball competitions for youth, juniors, and adults throughout the region.
- (e) To act as the official representative of USA Volleyball within an area designated as the Evergreen Region.
- (f) To select and train suitable candidates in the international competitions.
- (g) To supervise and monitor the conduct of those involved in volleyball within the region.
- (h) To foster and conduct amateur volleyball programs between the United States and foreign nations for the exchange and training of suitable candidates in the techniques and practices of volleyball.

In order to carry out the purposes of this Corporation, the Corporation shall have the power to receive and hold money or other property, tangible or intangible, real or personal, for any of the purposes of the Corporation. The Corporation shall also have the power to borrow money and or to mortgage or pledge real or personal property as security therefore, and to borrow or expend the funds and the property of the Corporation and do all things necessary or convenient to carry out the powers expressly granted.

#### ARTICLE IV - MEMBERSHIP OF THE BOARD OF DIRECTORS

Membership on the Board of Director shall be open to all USAV registrants who are interested in furthering the purposes of this Corporation as expressed in Article III of these By Laws.

#### ORGANIZATIONAL STRUCTURE

The Board of Directors ("Board") of the Evergreen Region Volleyball Association ("ERVA") will include both elected and appointed representatives. The Board will include an Executive Committee composed of the elected officers and the Commissioner Emeritus or At-Large Director. The Board will also include a number of appointed representatives as defined in this section. The voting members of the Board will include all members of the Executive Committee. All members of the Board will attend Board meetings and discuss Board issues.

Any reference to "members" shall refer to the persons on the Executive Committee of the ERVA Board of Directors. Any reference to "directors" shall refer to the elected officers and members of the Executive Committee with voting power or persons specifically appointed to such positions on the Executive Board as hereafter defined.

The Commissioner will preside over all Board meetings. In the absence of the Commissioner, the Assistant Commissioner will preside.

#### BOARD OF DIRECTORS EXECUTIVE COMMITTEE

Commissioner  
Assistant Commissioner  
Treasurer  
Commissioner Emeritus / At-large Director  
Junior Player Representative  
Junior Program Director (Chairs the Junior Program Committee)  
Adult Player Representative  
Officials Director

#### ADVISORY COMMITTEE

Official Committee (chaired by Officials Director)  
Referees Chair  
Scorekeepers' chair  
Junior Program Committee (chaired by Junior Program Director)  
Tournament Coordinator  
Development Coordinator  
Representative of Clubs  
Junior Area Representative Committee  
SE Washington Area Rep  
Central Washington Area Rep  
Eastern Washington Area Rep

North Idaho Area Rep  
Montana Area Rep

Communications Chair

Election Chair

Elections Committee (chaired by Elections Chair)  
Budget and Finance Committee (chaired by Treasurer)

#### BOARD OF DIRECTORS TERM OF OFFICE

The term of office for all Executive Committee members is three years. The term of office for the Adult Player Rep and the Junior Player Rep will be one year. Newly elected members of the Executives Board shall take office at the fall board meeting. The term of office for the members of the Advisory Committee will be one year.

#### ELECTIONS

Elections will be administered by the Elections Chair appointed by the Commissioner and approved by the Executive Committee. The elections Chair shall be appointed at least 90 days prior to each election. The Elections Chair may select any ERVA registrant/member(s) in good standing who is/are not a member(s) of the Executive Committee or a nominee for an Executive Board position to assist with the elections process.

The Commissioner and Junior Program Director will be elected in the same year. The Assistant Commissioner, the Treasurer and the Officials Director will be elected in opposite years. The Adult and Junior Player Reps will be elected annually.

The Election Chair and committee shall post on the regional web page, which positions are available and post the qualifications of each candidate and shall note the dates when applications will be accepted and deadlines for applications. The Election Chair and committee shall further determine the election period and when the voting period will occur, which will be no less than three (3 days) and no more than seven (7) days.

Each applicant shall provide the ERVA Office and Elections chair and committee their intent to run for office at least two (2) weeks prior to the election period and shall provide a biography or resume stating their qualifications and interest in order that the same may be posted on the ERVA webpage. If an applicant does not meet the required qualifications, the Elections Chair shall so advise the applicant stating the reasons for lack of qualification. An applicant having his/her application rejected by the Election Committee's decision shall receive notice in writing. The committee's decision shall be final and not subject to appeal or subsequent review.

The Executive Committee shall be elected by simple majority vote of the eligible voting registrants of USAV over the age of 20 years. Election procedures shall be established by the Executive Committee. Voting may occur electronically and should be limited to those qualified to vote. No proxy voting is allowed. The Election Chair and committee shall verify the voters' qualifications and confirm the accuracy of the ballots counted.

## QUALIFICATIONS FOR ALL MEMBERS OF THE EXECUTIVE COMMITTEE

- (a) Must be a Regular member/registrant of the Evergreen Region USA Volleyball
- (b) Must meet other qualifications as listed in Special Qualifications.
- (c) Must be in good standing with ERVA and USA Volleyball

## SPECIAL QUALIFICATIONS FOR EXECUTIVE COMMITTEE

### COMMISSIONER

- (a) Must be a Regular member/registrant of the Evergreen Region USAV for at least two years.
- (b) Must have been a member of the Executive Board of the Evergreen Region USAV for at least one of the four years preceding the election.
- (c) Must have a good working knowledge of USAV and be able to represent the ERVA at all meetings of the USAV Regional Operations Division

### ASSISTANT COMMISSIONER

- (a) Must be familiar with USAV, and be willing to represent the Region when requested by the Commissioner.
- (b) Must have been a member of the Executive Committee for one year of the four years preceding the election.
- (c) In the absence of the Commissioner, chairs meetings of the Board.
- (d) Must be willing and interested in succeeding the Commissioner.
- (e) Chairs the Ethics and Compliance Committee
- (f) Timely investigates and makes decisions regarding sanctions of all ethics issues arising in the ERVA or USAV event
- (g) Is familiar with general Due Process Procedure concepts and guidelines of the ERVA.

f

### TREASURER

- (a) Must have been a member/registrant of the Evergreen Region USAV for at least two years.
- (b) Must be familiar with organizational accounting, bookkeeping, and reporting practices.
- (c) Must have been a member of the Executive Committee for one year of the four years preceding the election.

- (d) Chairs the Budget and Finance Committee.
- (e) Provides written financial reports at each Executive Committee meeting.
- (f) Coordinates ERVA accounting, bookkeeping, and tax reporting with ERVA accountant.
- (g) Pays annual fee for Non-profit registration and state corporation certification.

#### COMMISSIONER EMERITUS / AT-LARGE

- (a) Outgoing Commissioner automatically fills this position.
- (b) Position provides continuity of leadership and historical perspective.
- (c) Is a voting member of the Executive Committee.
- (d) Member of Ethics Committee
- (e) After one year this position becomes an At-Large position appointed by the Commissioner.

#### ADULT AND JUNIOR PLAYER REPRESENTATIVES

- (a) Must be a regular registrant /participant in ERVA programs and registered with ERVA, committed to the USAV Adult or Junior National Volleyball Programs, and able to represent Adult or Junior issues to the Board.
- (b) Must be willing and able to attend meetings of the Board and other meetings as required.
- (c) Must be on Junior or Adult program committees respectively.
- (d) Members of the Ethics Committee

#### JUNIOR PROGRAM DIRECTOR

- (a) Must be interested in and committed to the development of Youth and Junior Girls and Boys Olympic Volleyball Programs.
- (b) Must be willing to attend annual meetings of the YJOV division as the Representative of the Evergreen Region, USAV.
- (c) Chairs all meetings of the Junior Program Committee. Recruits and recommends the appointment of Area Reps, Tournament Directors, and Development Coordinators. Supervises the election of the Club Representative. Assigns tasks to committee members and reports to Board on all youth and junior program issues.
- (d) Must be willing to attend all ERVA Board meetings.

(f) Must be a registered member/participant of USA Volleyball and registered with the ERVA.

#### OFFICIALS DIRECTOR

(a) Must be a capable administrator who can develop referees and scorekeepers and recruit and assign officials to ERVA events.

(b) Chairs meetings of the Officials Committee and recommends appointment of the Referees Chair and the Scorekeepers Chair.

(c) Must have strong organizational skills.

(d) Must be capable of administering the Regions referee and scorekeeper clinic program.

(e) Must be a registered member/participant of USA Volleyball and registered with the ERVA.

(f) Must be working toward a National Officials Rating.

#### ADVISORY COMMITTEE

#### QUALIFICATIONS FOR ALL MEMBERS OF THE ADVISORY COMMITTEE

(f) Must be a Regular registrant/participant of the Evergreen Region USA Volleyball.

(g) Must meet other qualifications as listed in Special Qualifications.

(h) Must be in good standing with ERVA and USA Volleyball

Any regular registrant or participant of the Evergreen Region USA Volleyball for at least one year within the past three years and in good standing with ERVA and USAV may be appointed by the Commissioner to a one year Advisory Committee position. New appointments to the Advisory Committee may begin work upon appointment by the Commissioner, but all Advisory Committee positions must be considered and approved by the Executive Committee at the subsequent Board meeting.

#### CHAIR OF REFEREES

(a) Should be a national referee registered with USAV through the ERVA.

(b) Must have strong organizational skills. Reports to and assists the Officials Chair.

(c) Must be willing to attend one of the Junior National Championships or the US Open Championships annually.

NOTE: If a National Referee is not available, the candidate must have been a regional referee for the ERVA for at least the past two years, and be willing to work towards National Certification.

CHAIR OF SCOREKEEPERS

- (a) Should be a National Scorekeeper registered with USAV through the ERVA.
- (b) Must have strong organizational skills. Reports to and assists the Officials Chair.
- (c) Must be willing to attend one of the Junior National Championships or the US Open Championships annually.

NOTE: If a National Scorekeeper is not available, the candidate must be a Regional Scorekeeper in the ERVA, and must be willing to work towards National Certification.

TOURNAMENT COORDINATORS

- (a) Must be knowledgeable of tournament practice and procedures, as provided by: USA Volleyball and the ERVA.
- (b) Is registered with USAV through the ERVA.

AREA REPRESENTATIVES

- (a) Must act as an advocate for the geographical membership in the representative's area by soliciting input from junior members, and by forwarding appropriate comments and opinions to the Junior Program Committee.
- (b) Must be interested in the promotion of ERVA programs.
- (c) Must be willing to attend ERVA Board meetings and work with the Junior Program Committees.
- (d) Contributes suggestions on teams and members from their area for Webpage articles.
- (e) Is registered with USAV through the ERVA.

COMMUNICATIONS CHAIR

- (a) Chairs all Communications Committee meetings
- (b) Is registered with USAV through the ERVA.

DEVELOPMENT COORDINATOR

| (a) Develops and presents grass roots individual and team opportunities, with a goal toward expanding the number, quantity and skill levels of adult and junior volleyball, indoor and outdoor, throughout the Region.

| ~~(a)~~(b) Is a member of the Junior Program Committee.

| ~~(b)~~(c) Is registered with USAV through the ERVA

## CLUB REPRESENTATIVE

- (a) Acts as an advocate for the Club Representative membership in the ERVA by soliciting input from Club Representatives and by forwarding appropriate comments and opinions to the Junior Program Director for submission to the Executive Board.
- (b) Must be interested in the promotion of ERVA programs.
- (c) Must be willing to attend ERVA Board meetings and work with the Junior Program Committee.
- (d) Is registered with USAV through the ERVA.
- (e) Must be a registered member/participant of USA Volleyball and registered with the ERVA.

Note: See Election Procedures in Article IV.

NOTE: In exceptional circumstances, the above requirements for an Advisory Committee position may be waived with the approval of the Executive Committee.

## ARTICLE V – EXECUTIVE COMMITTEE/BOARD

### GENERAL STATEMENT

The Executive Committee/Board, in furtherance of the specific and primary purpose of this nonprofit corporation as expressed in its Articles of Incorporation, may perform such acts as are necessary or convenient to exercise the powers of this nonprofit corporation stated in its Articles of incorporation, and generally may do or perform, or cause to be done or performed, any act which the Corporation lawfully may do or perform in the furtherance of its specific and primary purposes as stated in its Articles of Incorporation.

### SECTION I

The business, property and affairs of this Corporation shall be managed on a day to day basis by the Commissioner supervised by the Executive Committee/Board, whose number shall be limited as stated in Article IV of these Bylaws.

All Executive Committee/Board members shall be entitled to have a voice at all Board meetings and shall have a voice and shall be able to vote at Board meetings.

### SECTION II

The Executive Committee shall be elected for one-year or three-year terms, and shall remain in office until 60 days after their successors are duly elected and qualified. See Article IV.

### SECTION III

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by Commissioner with the approval of the Executive Committee

for the unexpired portion of the term by majority vote of a quorum, or majority vote of the Executive Committee should a decision be warranted between meetings,

#### SECTION IV

The Chairman of all standing or special committees shall be appointed by the Commissioner of the Corporation. The Assistant Commissioner shall serve ex-officio on all special committees.

#### Section V

Regular or special meetings of the Committee/Board may be held at a time and place set by the Commissioner. The dates and times of the meetings shall be published for the general registrants and participants on the Evergreen Region webpage. The Commissioner may, for good cause, modify the schedule where necessary.

Any member who is interested may attend the Executive Committee/Board's meetings. Any interested person desiring to attend and desiring to address the Executive Committee/ Board shall notify the Regional Office, in writing, at least two (2) weeks prior to the date of the next Executive Committee/Board meeting, and provide copies of the matters he/she may want to discuss with the Committee to the members of the Executive Committee in order that each member of the Committee may familiarize his/herself with the matters to be discussed. All persons shall be limited to a ten (10) minute presentation, unless specifically waived by the Board.

#### SECTION VI

Executive Committee/Board Members shall serve without compensation unless otherwise approved by the Committee/Board. No person who now is, or who later becomes, an Executive Committee/Board Member of this nonprofit corporation shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors of this nonprofit corporation shall look only to the assets of this nonprofit corporation for payment.

The Executive Committee/Board Members shall be reimbursed their costs and expenses for attending the Executive Board meetings and any USA Volleyball matter authorized by the Executive Committee.

The Executive Committee/ Board Members and the Chairperson, Directors and officer's activities on behalf of the organization shall be specifically indemnified by the Organization.

#### SECTION VII

The Commissioner shall be a director of the Corporation and representative of the Evergreen Region Volleyball Association. He/she shall be the principal executive officer of the Corporation and, subject to the control of the Executive Committee, shall in general supervise and control all of the business and affairs of the Corporation. He/She shall, when present, preside at all meetings of the Board. He/she may sign with the Treasurer or other proper officer of the Corporation thereunto authorized by the Board any deeds, mortgages, bonds, contracts or any other instruments which the Executive Committee has authorized to be executed, except in cases where the signing and the execution thereof shall be expressly delegated by the Executive Committee or by these Bylaws to

some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to that office of Commissioner, and such other duties as may be prescribed by the Executive Committee from time to time.

## SECTION VIII

### REMOVAL OF AN EXECUTIVE COMMITTEE MEMBER

Any current member of the Evergreen Region USA Volleyball, upon ten (10) days notification in writing to the Commissioner, and accompanied by a petition signed by One Hundred (100) current Evergreen Region USA Volleyball regional members, may appear on the agenda of the next regular Board meeting, and in a presentation not to exceed ten (10) minutes, state their case for removal of an Executive Committee member. The Commissioner will notify the Executive Committee member that he/she also will be given a time not to exceed ten (10) minutes for rebuttal. The matter will then be tabled until the next regular Board meeting at which time discussion and vote will be taken. The vote for removal of an Executive Committee member must be at least two-thirds of a quorum of the Executive Committee. No proxy votes may be counted.

The Commissioner and/or the majority of the members of the Executive Committee may request the resignation of a member of the Executive Committee, for cause, if such resignation is being sought prior to the Committee members' normal term completion. Should such request be made, the due process procedures established by ERVA will be followed except that the member may seek a special meeting of the Executive Committee should he/she elect to challenge the removal, and present evidence to challenge the basis for the stated cause. The decision of the removal shall then be submitted to a three-member panel consisting of a member of the Executive Committee, a member of the Advisory Board, and a player representative from the region, who shall make their recommendation to the Executive Committee.

## ARTICLE VI - POLICY GOVERNING THE EXERCISE OF POWERS BY THE BOARD

It shall be the policy of this Corporation to budget and disburse each year substantially all of its ordinary net income in the furtherance of its primary and specific purposes as stated in the Articles of Incorporation. It also shall be the policy of this Corporation that this Corporation shall not engage in any of the following transactions:

- (a) Lending any of its income or principal without adequate security or at unreasonable rates of interest to donors, members of the families of donors, or to corporations controlled by donors or members of donors' families.
- (b) Making any part of this Corporation's services available on a preferential basis to donors, or to members of donors' families, or to corporations controlled by donors or members of donor's families.
- (c) Making any substantial purchase of securities or other property from donors, members of donors' families, or corporations controlled by donors or members of donors' families for more than adequate consideration.
- (d) Selling any substantial part of the property of this Corporation to donors, members of donors' families, or corporations controlled by donors or members of donors' families for less than adequate consideration.

- (e) Engaging in any transaction which results in substantial diversion of the income or corpus of this Corporation to donors, members of donors' families, or corporations controlled by donors or members of donors' families.

No member of the Executive Committee or Advisory Committee shall utilize his or her position to profit personally or influence others in the furtherance of personal gain as a result of their position on the Board.

## ARTICLE VII – ASSETS AND REPORTS

### SECTION I

All bank checks drawn against the Corporation's checking accounts shall be signed by the Treasurer or by such other person or persons as the Executive Committee may from time to time determine.

### SECTION II

Deeds, mortgages, leases and contracts may be signed by the Commissioner, or by such other persons as the Executive Board may authorize.

### SECTION III

No loans shall be contracted on behalf of the Corporation, and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Executive Committee or ratified by the Executive Committee.

### SECTION IV

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 or banks, or other depositories as the Executive Board may select.

The Treasurer for the Region shall, on the close of the annual accounting period, place all bank records and corporate records with the Regional Office.

### SECTION V

The Treasurer shall assure that all required regulatory documents are completed and annual reports filed with the appropriate governmental agencies to assure the continued non-profit status of ERVA. Any member may receive a copy of the annual financial report filed with the IRS.

## ARTICLE VIII – EXECUTIVE COMMITTEE

There shall be an Executive Committee of the Corporation, which shall consist of the elected officers of the Corporation and others as designated in Article IV of these Bylaws.

## ARTICLE IX

There shall be an Advisory Committee of this Corporation, which shall consist of those positions outlined in Article IV of these Bylaws.

#### ARTICLE X - SEAL

A corporate seal is not required for this corporation.

#### ARTICLE XI – WAVER OF NOTICE

The transactions of any meeting of the Executive Board, however called and noticed, or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if

- (a) A quorum is present
- (b) Either before or after the meeting, each of the Board Members not present signs a written waiver of notice, consent to holding the meeting, or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. All waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of a meeting shall also be deemed given to any Board Member who attends the meeting without protesting before or at its commencement about the lack of adequate notice.

#### ARTICLE XII – QUORUM

One half or more of the members of the Executive Committee shall constitute a quorum for the transaction of business.

#### ARTICLE XIII – AMENDMENTS

These Bylaws may be amended, altered or repealed and new Bylaws may be adopted by a two-thirds vote of the Executive Committee present at any regular or special meeting, provided however, notice of the proposed amendment has been submitted to the Commissioner and Office Manager in writing at least ten (10) days prior to said meeting. Notice of the proposed change will be posted on the region website when received by the office manager. If less than one-half of the total members of the Executive Committee/Board are present, the amendment must be tabled until at least one- half of the total Executive Committee/Board is present.

#### ARTICLE XIV – RULES OF PROCEDURE

In all cases not otherwise provided for in these Bylaws, this Corporation shall be governed by Robert's Rules of Order.

These amended Bylaws to be effective on the first day of January 2008.

Approved by the EVRA Board of Directors on December 5, 2007 and on January 7, 2008.  
Amended as of July 11, 2009 and reviewed by the ERVA Executive Board

Jonathan Lee,  
Russell D. Poage  
Margie Ray  
Meredith Coupland  
Karen Stebbins

Edited by Jonathan Lee