

BYLAWS OF THE NORTHERN NEW MEXICO VOLLEYBALL ASSOCIATION (NNMVA)

ARTICLE I. PURPOSE

The specific purposes for which this non-profit corporation is organized are as follows:

- (A) To teach and promote the game of volleyball among our members;
- (B) To teach the significance of hard work and to develop self-esteem and self-discipline;
- (C) To provide a socially positive environment where communication and psychological skills are developed along with the physical skills;
- (D) To teach respect for rules, teammates, and opponents and promote the highest standards of sportsmanship;
- (E) To collectively represent and safeguard the common interest of the members of the NNMVA.

ARTICLE II. NON-PROFIT STATEMENT

(A) This corporation is organized exclusively for educational 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.

(B) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation 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 Article One hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise

attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

(C) Upon the dissolution of the corporation, 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 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 so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation 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.

ARTICLE III. OFFICES

The principal office of the NNMVA in the State of New Mexico shall be located in the County of Los Alamos. The NNMVA may have such other offices, either within or without the State of New Mexico, as the Board of Directors may determine or as the affairs of the NNMVA may require from time to time.

The NNMVA shall have and continuously maintain in the State of New Mexico a registered office and registered agent whose office is identical with such registered office. The registered office may be,

but need not be, identical with the principal office in the State of New Mexico, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE IV. AFFILIATION

The NNMVA shall be an affiliated unit of and comply with the Constitution and Bylaws of the Sun Country Regional Volleyball Association (SURVA) and the United States Volleyball Association (USAV). The NNMVA shall be governed by the provisions of its Constitution and Bylaws. Where a conflict exists between the Bylaws and the Bylaws of the SURVA and the USAV, the SURVA and USAV Constitution and Bylaws shall prevail.

ARTICLE V. MEMBERS

Section 1. Classes of Members. The NNMVA shall have two classes of members: voting and nonvoting.

Section 2. Qualification of Members.

(a) A voting member shall be any person over the age of eighteen, a parent or legal guardian of any player under the age of eighteen registered during the current fiscal year, a head coach or assistant coach of any team registered with the NNMVA, a referee registered with the NNMVA, a Coordinator, a Board member, or any person over the age of sixteen who shall have been delegated duties or powers by the Board sometime during the current fiscal year.

(b) A nonvoting member shall be any player under the age of eighteen registered during the current fiscal year.

Section 3. Rights, Obligations, and Privileges. The rights, obligations and privileges of all members of the NNMVA shall be equal (except for the privilege of voting as defined in this Article, Section 2) and shall include, but not be limited to, the rights to be represented at meetings, hold office, attend all meetings of the NNMVA and the Board and receive all publications furnished to members by or through the NNMVA.

Section 4. Requirements of Members. All members shall abide by the Articles and Bylaws, the rules and regulations as set forth by the Board of Directors, and all rules and regulations of the NNMVA and the United States Volleyball Association.

Section 5. Transfer of Membership. Membership shall not be transferable.

Section 6. Voting Rights. The number of votes which members who are eligible to cast by virtue of being parents or legal guardians of registered players shall be equal to the number of registered players in the family. The number of votes which members who are eligible to vote by virtue of their responsibilities as defined in Sections 2(a) of this Article may cast shall be equal to the number of registered players in the member's family, if any, plus one. In the event that both parents or legal guardians shall vote simultaneously, each shall be entitled to cast a number of votes equal to one-half of the registered players in the family plus any vote to which they are entitled by virtue of their responsibilities as defined in Section 2(a) of this Article.

Section 7. Voting by Mail or Proxy. Voting by mail or proxy by members shall not be permitted.

Section 8. Membership Fee. The annual membership fee of the NNMVA shall be set by the Board each year.

ARTICLE VI. MEETINGS OF MEMBERS

Section 1. Annual Meeting. The annual meeting of the members shall be held on the first Thursday in the month of December in each year, beginning with the year 1990, at the hour of 7 o'clock P.M. or at such other time on such other date within such month as shall be fixed by the Board of Directors, for the purposes of electing officers and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be legal holiday in the State of New Mexico, such meeting shall be held on the next succeeding business day unless otherwise fixed by the Board. If the election of directors shall not be held on the day designated herein for any annual meeting of the members, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a specific meeting of the members as near thereto as conveniently may be.

Section 2. Special Meetings. Special meetings of the members for any purpose or purposes, unless otherwise prescribed by statute, may be called by the Club Director or shall be called by the Club Director at the request of not less than one-tenth of all existing members of the NNMVA entitled to vote at the meeting or at least four (4) officers.

Section 3. Place of Meetings. The Board of Directors may designate any place within the Northern New Mexico area as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors.

Section 4. Notice of Meeting. Written notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall, unless otherwise prescribed by statute, be delivered not less than seven (7) nor more than thirty (30) days before the date of the meeting, either personally, by US mail, or by electronic mail, by announcement on the NNMVA internet website, by, or at, the direction of the Club Director, or the Secretary, or the officer or other persons calling the meeting, to each member of record entitled to vote at such meeting. If delivered by US mail, such notice shall be addressed to the parent/guardian of each registered player at their physical address as it appears on books of the NNMVA and shall be deemed to be delivered when deposited in the United States mail with adequate postage paid thereon. If delivered by electronic mail, such notice shall be addressed to the parent/guardian of each registered player at their electronic address as it appears on books of the NNMVA and shall be deemed to be delivered when sent by the person calling the meeting from a viable internet service provider .

Section 5. Closing of Books or Closing of Record Date. For the purpose of determining members entitled to notice of or to vote at any meeting of members or any adjournment thereof, or in order to make a determination of members for any other proper purpose, the Board of Directors of the NNMVA may provide that the membership book shall be closed for a stated period but not to exceed, in any case, thirty (30) days. If the membership book shall be closed for the purpose of determining members entitled to notice of or to vote at a meeting of members, such books shall be closed for at least ten (10) days immediately preceding such meeting. In lieu of closing the membership book, the Board of Directors may fix in advance a date for any such determination of members such date in any case to be not more than thirty (30) days and, in the case of meeting of members, not less than ten (10) days prior to the date on which the particular action, requiring such determination of members, is to be

taken. If the membership books are not closed and no record date is fixed for the determination of members, the date on which notice of the meeting is mailed shall be the record date for such determination of members. When a determination of members entitled to vote at any meeting of members has been made as provided in this section, such determination shall apply to any adjournment thereof.

Section 6. **Voting Record.** The officer or agent having charge of the membership book of the NNMVA shall make a complete record of the members entitled to vote at each meeting of members or any adjournment thereof, with the address of each. Such record shall be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any members during the whole time of the meeting for the purposes thereof.

ARTICLE VII. CLUBS

Section 1. **Club Construction.** Clubs in the NNMVA shall not be registered to any particular Northern New Mexico community and may include clubs or teams from any northern New Mexico community, and may have community-wide and surrounding communities' clubs or teams. It may also include advanced level clubs which may include teams with players from the individual communities of the Northern New Mexico area.

Section 2. **Requirements of Clubs.** Clubs shall submit to the NNMVA Registrar:

- (a) Full payment of all NNMVA, SURVA, and USAV dues and fees for each team in the club. These fees shall be deemed to be paid in the normal NNMVA registration process.
- (b) A completed NNMVA player registration form(s) for each player in the club.

(c) Proof of age as specified by the USAV, Youth Division rules when required. Such proof of age need not be retained by the NNMVA, but shall be available in the event a player's age is challenged by another club and for tournament play requirements when applicable.

Section 3. Participation. No player may participate in any game or other NNMVA activity until the player has complied with all of the requirements of Section 2 above. Possession of a current USAV card bearing the NNMVA's validation stamp shall constitute proof of player registration for games with other associations. For games within the NNMVA, team rosters, as held by the NNMVA registrar, are sufficient.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. General Powers. The business and affairs of the NNMVA shall be managed by its Board of Directors, hereinafter called the Board. It shall have, among others, the following powers:

(a) To manage the NNMVA with full power to conduct all business of the NNMVA subject only to the Articles and Bylaws;

(b) To establish rules and regulations of the NNMVA, not inconsistent with these Bylaws, to govern its organizations, procedures and conduct;

(c) To create special and standing committees of the NNMVA;

(d) To submit to the membership a report of the activities of the Board at least once a year;

(e) To adopt rules, regulations, and standing rules to govern the members and to provide for its financial support;

(f) To enforce the Laws of the Game as prescribed by the SURVA, and USAV registration requirements; negotiation with the individual municipalities, counties, school districts and other organizations and individuals to acquire gymnasiums for practice and games; establishment of NNMVA practice and playing seasons; scheduling of NNMVA games and gymnasiums; establishment and enforcement of rules for NNMVA tournaments, competitions, and championships; establishment and enforcement of disciplinary procedures; resolution of protests and conflicts; and approval or disapproval of membership applications;

(g) To discipline any member for violating rules and regulations or violating these Bylaws or standing rules;

(i) To perform any other duties as are prescribed by the Bylaws.

Section 2. Number, Qualifications and Tenure. The number of Directors of the NNMVA shall be seven (7). The Board of Directors shall consist of the seven elected Directors of the NNMVA as described in Article IX. Their tenure shall be from their election or appointment until their removal, resignation, death or until their successor is elected at the end of their term. The members of the Board of Directors shall represent, to the extent possible, the individual Clubs or Teams within the NNMVA, and not be comprised entirely of members from any single Club or Team. The Board may choose to appoint any number of nonvoting members to the Board of Directors for periods not to extend past the annual meeting following their appointment.

Section 3. Regular Meeting. A regular annual meeting of the Board of Directors shall be held without other notice than this Bylaw immediately following the annual meeting of the members.

Section 4. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the Club Director or any four (4) Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place within the Northern New Mexico area as the place for holding any special meeting of the Board of Directors.

Section 5. Notice. Unless waived as stated below, notice of any special meeting shall be given at least seven (7) days previous thereto by written notice delivered personally or via US or electronic mail to each Director at their home address or electronic mail address. Notice of the special meeting shall be deemed delivered applying the standards in Article IV, section 4. Any Director may waive notice of any meeting either verbally or in writing, including electronic mail. The attendance of a Director at a meeting shall also constitute a waiver of notice of such a meeting, except where a Director attends a meeting for the express purpose of objecting to the transactions of any business because the meeting is not lawfully called or convened. Neither the business to be transacted, nor the purpose of any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

Section 6. Voting. Each of the seven (7) elected Directors shall have one vote. Proxy votes for Directors only shall be permitted and only if written and for specific agenda items; no blanket proxies shall be permitted.

Section 7. Manner of Acting. The act of the majority of the Directors present shall be the act of the Board of Directors. A simple majority, 4 affirmative votes, shall at all times be required to constitute a quorum (majority vote).

Section 8. Action Without Meeting. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by a majority of the members of the presently constituted Board. Actions requiring immediate decisions may be authorized by the result of a telephone poll, or an electronic mail poll, of the Board by the Club Director or duly designated Board member. The results of each telephone or electronic mail poll shall be reported and confirmed at the next regular meeting of the Board of Directors, or by telephone or electronic mail.

Section 9. Vacancies. Any vacancy of an elected office occurring on the Board of Directors may be filled by the election of a new Director at the next meeting of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of their predecessor in office. Any directorship to be filled by reason of an increase in the number of Directors shall be filled by the members of the NNMVA at the same meeting at which the number of positions on the Board was increased for a term of office continuing only until the next election of Directors by the members.

Section 10. Removal. Any Director may be removed by the unanimous vote of the balance of the presently constituted Board of Directors.

ARTICLE IX. OFFICERS

Section 1. Number. The seven (7) officers of the NNMVA shall be Club Director, Treasurer, Secretary, Registrar, Equipment and Facilities Coordinator, Team Parent Coordinator, and Officer At Large, each of whom shall be elected. No two or more offices may be held by the same person concurrently.

Section 2. Election and Term of Office. The officers of the NNMVA shall be elected at the annual meeting. The terms of office, except as noted herein, shall be two (2) years. Each officer shall hold office until their successor shall have been duly installed or until their death or resignation or shall have been removed in the manner provided in Article VIII. The officers shall be installed immediately following their election. There are no term limits for officers; all officers may be elected to any office without restriction.

Section 3. Club Director. The Club Director is a voting member of the Board of Directors and shall be the principal executive officer of the NNMVA and, subject to the control of the Board of Directors, shall in general, supervise and control all the business and affairs of the NNMVA. They shall, when Club Director, preside at all meetings of the members and the board of Directors. They may sign, with any other officer of the NNMVA, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or these Bylaws to some other officer or agent of the NNMVA or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of the club director and other duties as may be prescribed by the Board of Directors from time to time, including, but not limited to, the following:

- (a) To serve as an official representative of the NNMVA for the purpose of advancing the objectives of the NNMVA;
- (b) Ensure NNMVA officers have the necessary resources to complete action items assigned to them;
- (c) Establish and communicate the vision for the NNMVA;

(d) Evaluate current and possible future coaches for the NNMVA, and retain those coaches with the experience, skill, and demeanor consistent with the vision and objectives of the NNMVA;

(e) To hold a parent meeting in conjunction with the annual meeting of the members. NNMVA vision and objectives shall be communicated at the parent meeting;

(f) Lead player evaluations and team placements at competitive team try-outs, and recreational team assessments;

(g) Conduct an annual USAV scoring clinic for players and coaches within NNMVA;

(h) Chair the Financial Aid Committee, to be responsible for the preparation of financial aid application forms, to propose policies for the adjudication of applications for financial aid, and to nominate recipients of financial aid to the Board for approval;

(i) To call special meetings of the NNMVA and of the Board of Directors; and

(j) To perform such other duties as may be provided by these Bylaws.

Section 4. Officer-At-Large. The Officer-At-Large is a voting member of the Board of Directors. In the absence of the Club Director or in the event of the Club Director's death, inability or refusal to act, the Officer-At-Large shall perform the duties of the Club Director, and when so acting, shall have all the powers of and be subject to all the restrictions of the Club Director position. The Officer-At-Large shall perform such other duties as may be assigned by the Board of Directors or the Club Director from time to time, including, but not limited to, the following:

(a) Manage action items assigned to officers by the Board to enact the operation of the NNMVA;

(b) Apprise the Club Director as to the completion status of Board action items, and any difficulties that must be addressed in relation to action items;

- (c) Maintain a document containing the rules and regulations of the NNMVA not specifically addressed in these Bylaws or the Bylaws of SURVA or USAV, and;
- (d) Perform all of the duties incident of Officer-At-Large and any other duties as from time to time may be assigned to him or her by the Club Director or the Board.

Section 5. Treasurer. The Treasurer is a voting member of the Board of Directors. The Treasurer shall:

- (a) Have charge and custody and be responsible for all funds, securities and deeds of the NNMVA;
- (b) Receive monies due and payable to the NNMVA from any source whatsoever, and deposit all monies in the name of the NNMVA in such banks, trust companies or other depositories as shall be selected in accordance with the Article XV of these Bylaws;
- (c) Oversee the Fees Collection Committee, chaired by a NNMVA member approved by the Board, to be responsible for collecting fees from the members;
- (d) Oversee the Fundraising Committee, chaired by a NNMVA member approved by the Board, to be responsible for planning and executing fundraising events, and soliciting charitable donations from businesses and individuals ;
- (e) Report to the NNMVA on its financial status when requested by the Board;
- (f) Prepare an itemized financial statement for each annual meeting;
- (g) Propose membership fees, a schedule for commissions and other sources of income to cover expenses in the next fiscal year, and to report on foreseeable expenses;
- (h) Reimburse persons such fees as they are entitled under the rules and regulations of the NNMVA;

(i) Prepare and submit the New Mexico Public Regulation Commission non-profit corporation paperwork annually on behalf of the NNMVA;

(j) Prepare and submit a non-profit corporation federal tax return annually on behalf of the NNMVA, and;

(k) In general, perform all of the duties incident of Treasurer and any other duties as from time to time may be assigned to him or her by the Club Director or the Board.

Section 6. Team Parents Coordinator. The Team Parents Coordinator is a voting member of the Board of Directors. The Team Parents Coordinator shall:

(a) Recruit a Team Parent for every team within the NNMVA. Make clear the responsibilities of a Team Parent, and ensure these responsibilities are being met for all teams;

(b) Recruit Chaperones to be USAV registered with each team within the NNMVA that attends tournaments requiring an overnight stay. Make clear the responsibilities of USAV Chaperones, and ensure these responsibilities are being met for all teams;

(c) Coordinate transportation and lodging for teams (players, coaches, and chaperones) within the NNMVA that attend events requiring an overnight stay;

(d) Serve as the members' point-of-contact on the Board for issues arising within teams, and;

(e) Perform any other duties as from time to time may be assigned to him or her by the Club Director or the Board.

Section 7. Equipment and Facilities Coordinator. The Equipment and Facilities Coordinator is a voting member of the Board of Directors. The Equipment and Facilities Coordinator shall:

- (a) Ensure the equipment necessary for the game of volleyball is available.

Coordinate with the Treasurer to purchase new equipment as needed. Distribute equipment to coaches as needed. Collect equipment from coaches when no longer needed;

- (b) Prepare for the Board a twice yearly inventory of the equipment owned by the NNMVA . The inventory shall be taken within a thirty (30) day period preceding the annual meeting, and again during the month of March;

- (c) Ensure that gyms and equipment are secured and prepared for try-outs and assessments;

- (d) Provide for practice and playing gyms for all teams within the NNMVA through liaison with School Districts, Municipal and/or County Recreation Departments, and other agencies;

- (e) Provide a schedule of practice times and games for all teams within the individual Clubs;

- (f) Ensure preparation and coordination so the gyms are safe and enjoyable for the game of volleyball at all games and practices throughout the year, and;

- (g) Order uniforms for all teams within the NNMVA, and coordinate with the Treasurer for purchase.

Section 8. The Secretary. The Secretary is a voting member of the Board of Directors. The Secretary shall:

- (a) Keep the minutes of the meetings of the members and of the Board of Directors;

- (b) See that all the notices of the meetings are duly given in accordance with the provisions of these Bylaws or as required by law;

- (c) Coordinate the preparation of a binder for each team containing rosters, schedules, and pertinent information such as medical release forms and other USAV documents;
- (d) Prepare and distribute promotional flyers to schools in northern New Mexico before try-outs and assessments;
- (e) Be the official liaison between the NNMVA and the news media for the purposes of publicity creation ahead of try-outs and assessments, and promoting the NNMVA through publication of tournament results;
- (f) Coordinate with the webmaster for upkeep of the NNMVA website;
- (g) Be responsible for the publication of monthly NNMVA newsletters;
- (h) Be custodian of the records of the NNMVA, and;
- (i) In general, perform the duties incident to the Office of Secretary and any other duties which may from time to time be assigned to him or her by the Club Director or the Board of Directors.

Section 9. Registrar. The Registrar is a voting member of the Board of Directors. Registrar shall:

- (a) Prepare and collect liability waiver forms for members to submit prior to participation in try-outs and assessments;
- (b) Collect member data necessary for USAV registration, and ensure that members are properly instructed how to complete the USAV registration process;
- (c) Submit player and team registration materials to USAV, and coordinate with the Treasurer to ensure payment of the team and player fees, including the team bond fees;
- (d) Maintain a membership book, and electronic mail lists for the Board and all teams within the NNMVA;

(e) Secure insurance certificates from USAV for all facilities used by the NNMVA for all insured volleyball activities;

(f) Register teams for tournaments, and coordinate with the Treasurer to ensure timely payment of registration fees, and;

(g) Perform other duties incident to the office which may from time to time be assigned to him or her by the Club Director or the Board.

Section 10. Salaries. No salaries shall be paid to the officers, but members may be reimbursed for out-of-pocket expenses or other justifiable expenses incurred on behalf of the NNMVA.

ARTICLE X. COMMITTEES

Section 1. Organization. Committees of the NNMVA may be created by the Board to serve until the next Annual Meeting for the purpose of performing any duty not otherwise assigned by the Bylaws. The authority for appointing members of a committee shall be set forth in the action creating the committee.

Section 2. Composition of Committees. Each Committee shall be composed of any number of members as deemed necessary by the Board. A committee chairperson shall be designated by the Board, and is holds the tie-breaking vote in provisional committee decisions. All provisional decisions are subject to approval by the Board.

Section 3. Eligibility. All members of committees shall be members in good standing of the NNMVA prior to their appointments.

Section 4. Expenses. The NNMVA may pay the expenses of each committee, provided these expenses are incurred in conformity with rules and regulations provided by the Board and provided further than the committee budget is approved by the Board of Directors.

Section 5. Common Duties of all Committees. Each committee shall limit its expenses to the amount allocated for the purpose. Should an emergency arise, the authority for expending the additional funds must have the approval of the Board of Directors. The chairperson of each committee shall submit a report to the NNMVA.

Section 6. Nominating Committee. The Club Director shall appoint a nominating committee with approval of the Board no less than thirty (30) days before the annual meeting. The committee shall be composed of three (3) members, no more than two of whom shall at the time of appointment be members of the board. The committee shall nominate individuals for each of the specific Board positions as set forth in Article IX. The committee shall make its report at least one week before the annual meeting.

ARTICLE XI. DISCIPLINE

The Board shall have the right and authority to suspend, bar or otherwise discipline any player or official, including coach, assistant coach, manager, official, or Board member for just cause.

Section 1. Disciplinary Committee. If necessary, the Club Director shall appoint a disciplinary committee of one Board member, and two other persons and two alternates, with its

membership divided as evenly as possible among the Clubs. The committee shall be chaired by the appointed Board member. No person shall hear a case involving their Clubs' Teams. The disciplinary committee shall hear all cases involving alleged violations of NNMVA, SURVA, or USAV rules of play or behavior, and shall recommend appropriate action to the Board.

Section 2. Guidelines. The disciplinary committee shall recommend guidelines for offenses and punishments consistent with NNMVA, SURVA, and USAV rules of play to the Board. The guidelines shall be a part of the NNMA's rules and regulations.

Section 3. Appeal. Adverse rulings may be appealed to the Board who may at their discretion act on the appeal.

ARTICLE XII. RULES OF PLAY

Section 1. Eligibility. Only those players currently registered may participate in a scheduled NNMVA game or practice.

Section 2. Forfeits. Any Club or Team forfeiting any tournament in a seasonal year may be removed from the NNMVA by vote of the Board.

Section 3. Rules of Play. The rules of play shall be set forth in the NNMVA rules and regulations. A copy of the NNMVA rules and regulations will be posted on the NNMVA website, and mailed to each member, either by US or electronic mail, at the beginning of each season.

Section 4. Games. Regularly scheduled NNMVA games shall take precedence over all other games and events of member Clubs or Teams. Special cases shall be resolved by the Board.

Section 5. Post Season Play. All post season play must be approved by the Board.

Section 6. Uniforms. All Clubs and Teams within the NNMVA shall acquire their uniforms through the NNMVA Equipment and Facilities Coordinator. Commercial adornment that is in accordance with the stated purposes of the NNMVA shall be permitted on the Players' uniforms to help reduce uniform costs to the Club. Uniforms will conform to the SURVA and/or USAV uniform guidelines and will not present controversial patterns or designs.

Section 7. Representatives. NNMVA representatives to Regional, State, and National tournaments shall be selected from among the teams in a manner to be set forth by the Board.

ARTICLE XIII. RULES OF ORDER AND AGENDA FOR CERTAIN MEETINGS

Section 1. Parliamentary Authority. Roberts' Rules of Order Revised shall govern the proceedings of the NNMVA in all cases not provided for in the Articles, Bylaws and standing rules of the NNMVA. Informal meetings may take place from time to time without adherence to Roberts' Rules.

Section 2. Election of Officers at Annual Meeting. The election shall be made by ballot and the nominee receiving the majority of votes cast at such meeting shall be declared elected. In case no candidate receives a majority of the votes cast, a runoff between the top two candidates shall be held at

the same meeting until one candidate receives a majority. Nominations shall be by a nominating committee or accepted from the floor.

Section 3. Agenda and Standing Rules. The agenda and standing rules of the Annual Meeting shall be as follows:

(a) Standing Rules:

(i) Reports to the Club Director, Officer-At-Large, Treasurer, and Registrar.

Reports shall be submitted in verbally or in writing and presented to the Secretary for recording;

(ii) Consideration of the NNMVA finances. An annual statement shall be submitted to the membership at the annual meeting. In the event the statement submitted is not approved by the membership, all recommendations concerning changes shall be referred to the Treasurer or a Budget Committee for the preparation of a revised statement. This revised statement shall be submitted to the membership as soon as possible. This procedure shall be repeated until the statement for the ensuing year shall be adopted.

(iii) The schedule of commissions and other sources of income shall be set by the Board.

(iv) Recommendations or Resolutions on Appropriations of Funds. Any recommendation or resolution presented at any meeting proposing an appropriation of funds to the NNMVA, including the annual statement, shall be referred to the Board for consideration and report, at the same time or at a later meeting, relative to the availability of funds.

(b) Additional Rules:

Standing rules other than those stated in the Bylaws are any rules of procedure which the NNMVA desires and which cover points of lesser importance than those contained in these Bylaws.

They may be created by a majority vote of the presently constituted Board without notice and abolished in the same manner.

Section 4. Admission to meetings. Any member who is not a member of the Board may attend Board meetings. Such member shall be admitted only as an observer and shall not actively participate in the meeting unless invited by the presiding officer. Any nonmember may be allowed to attend or participate at the invitation of the Club Director or a majority of the presently constituted Board.

ARTICLE XIV. IDEMNITY

The NNMVA shall indemnify, to the extent of the available funds, any present or former director or officer of the NNMVA or their designated agents against all expenses actually and reasonably incurred by him or her in connection with the settlement or defense of any action, suit or proceeding, civil or criminal, in which he or she is involved or made a party by reason of being or having been such director or officer, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty to the NNMVA. The foregoing right of indemnification shall not be exclusive or other rights to which any director or officer may be entitled as a matter of law.

ARTICLE XV. CONTRACTS, LOANS, CHECKS, AND DEPOSITS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the NNMVA and such authority may be general or confined to specific instances.

Section 2. Loans. No loans shall be contracted on behalf of the NNMVA and no evidences of indebtedness shall be issued in its name unless authorized by a resolution approved by a majority of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, etc. All checks, drafts, or other such orders for the payment of money, notes or other evidences of indebtedness issued in the name of the NNMVA and in such manner as shall be determined from time to time by resolution of the Board of Directors. Unless otherwise resolved, all NNMVA checks for over \$750.00 shall be signed by the Treasurer and either the Club Director, Officer-At-Large, or Equipment and Facilities Coordinator. If any of the above officers is absent, incapacitated or unwilling to act, the Board may delegate signatory authority powers to another board member, or solely to the Treasurer, by a majority vote of the presently constituted Board. Checks for \$750.00 or less may be signed by either the Club Director, Officer-At-Large, Treasurer, Registrar, or Equipment and Facilities Coordinator alone.

Section 4. Deposits. All funds of the NNMVA not otherwise employed shall be deposited from time to time to the credit of the NNMVA in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE XVI. FISCAL YEAR

The fiscal year of the NNMVA shall begin on the first day of October and end on the last day of September of each year. These dates coincide with the NNMVA federal tax year.

ARTICLE XVII. WAIVER OF NOTICE

Whenever any notice is required to be given to any member or Director of the NNMVA under the provisions of these Bylaws or under the provisions of the Articles of Incorporation or under the provisions of the New Mexico Business Corporation Act, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XVIII. AMENDMENTS

The foregoing Bylaws or Articles may be amended by a two-thirds affirmative vote of the members present and voting at a meeting of the members. Any proposed amendment shall be submitted to the membership at least fifteen (15) days prior to the date of the meeting. Provisional amendments may be enacted by the Board from time to time in order to facilitate time-sensitive execution of NNMVA business. Such provisional amendments require two-thirds vote of the members present at the next meeting of the members in order to become permanent.

IN WITNESS WHEREOF, the undersigned have hereunto set their hand this 28th day of November 2008.

Club Director

ATTEST:

Registrar

STATE OF NEW MEXICO

COUNTY OF LOS ALAMOS

The foregoing instrument was acknowledged before me this 28th day of November 2008 by David Zerkle, Registrar of the NORTHERN NEW MEXICO VOLLEYBALL ASSOCIATION on behalf of said Association.

Notary Public

My commission expires:
