

# **Westborough Youth Basketball Association, Inc.**

## *CONSTITUTION AND BYLAWS*

### **ARTICLE I**

#### **NAME AND LOCATION**

##### **Section 1: NAME**

The name of the organization shall be the Westborough Youth Basketball Association, Inc. (WYBA, Inc.)

##### **Section 2: ADDRESS**

The Association's mailing address is P. O. Box 511, Westborough, MA. 01581.

##### **Section 3: PLACE OF BUSINESS**

The principal offices for the transaction of business shall be located at such place as determined by the Board Members and Officers.

### **ARTICLE II**

#### **MISSION**

The Mission of Westborough Youth Basketball Association, Inc. is to:

- Create a supportive, safe, learning environment in which our youth can learn the proper fundamentals of team basketball, in a competitive league format
- Teach basketball skills, both basic and more advanced, to instill respect for the rules of the game and teach the strategies necessary to continue in the sport of basketball.
- Promote high self-esteem and good sportsmanship in a fun and highly competitive environment.

About Westborough Youth Basketball Association, Inc.

- No part of the organization's net earnings will inure to members or individuals.
- The organization will not attempt to influence legislation or participate to any extent in the political campaign for or against any candidate for public office.

- The organization is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Specifically, WYBA is organized exclusively for and will be operated exclusively for fostering national amateur sports competition with local membership. *[Amended 2/13/19]*
- Upon the dissolution of this organization, 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 disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization 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. Specifically, upon dissolution, the assets of WYBA, Inc. will be dedicated to the Town of Westborough (Massachusetts) Recreation Department, which is a local government organization fostering recreation for the public. *[Amended 2/13/19]*

## **ARTICLE III**

### **MEMBERSHIP**

The membership of the Association will be made up of parents of current WYBA players, coaches, past or current Board Officers and Directors, Board Members, past Presidents and previous coaches with 2 or more years of service.

## **ARTICLE IV**

### **ANNUAL GENERAL MEETING**

#### **Section 1: ANNUAL MEETING**

The annual meeting of the members of the association shall be held in the month of April of each year. The Annual Meeting must be held at a location that is advertised via the Association web site, local newspapers, and through program activities, not less than seven (7) days prior to the date of the meeting. At such meetings, the members of the association shall elect officers and directors to serve until their successors are duly appointed or elected, and shall transact such other business as may properly come before the meeting.

#### **Section 2: NOTICE OF SPECIAL MEETING**

A special meeting can be requested by any member or group of members by sending written notice of the request along with the purpose, desired business or agenda of the requested meeting to the Board of Directors. The Board will meet to review the request to determine if it is appropriate for a special meeting. Criteria that may indicate that a request is appropriate for a special meeting include: the purpose is urgent or the purpose is relevant to the entire membership, etc. If the board votes to grant the request, then notice *[Amended at 4/26/17 Annual Meeting]* of a special meeting of the members of the association stating the time, place and object thereof shall be advertised via

the Association web site, local newspapers, and through program activities, not less than seven (7) days prior to the date.

### **Section 3: QUORUM**

A quorum of any meeting of the membership of the association shall consist of not fewer than ten (10) members thereof; any action by the majority of those present shall be the action of the membership.

### **Section 4: VOTING**

1. 1 vote per family of current players
2. 1 or more players in association, one or two parents; 1 vote
3. 1 vote for current coaches (if not parents)
4. 1 vote for prior coaches (minimum 2 yrs experience), past or current Board Members, and past Presidents
5. Must attend meeting to vote
6. No proxies
7. Membership of attendees will be validated at the door.

### **Section 5: OFFICER PRESIDING – ORDER OF BUSINESS.**

The President of the board of directors or, in his/her absence, the Vice President or any director elected by majority vote of those present, shall preside at each meeting.

The order of business at the annual meeting of the board shall be as follows:

1. Sign-in of members
2. Proof of notice of meeting or waiver of notice
3. Reading of minutes of preceding meeting
4. Treasurer's report
5. Reports of Officers and Committees
6. Election of Officers and Directors
7. Old business
8. New business

### **Section 6: AMENDMENTS TO CONSTITUTION AND BY-LAWS**

Any additions or amendments may be made and passed by a majority vote of the Membership and can only be done [*Amended at 4/26/17 Annual Meeting*] at the Annual Meeting in April. 5 day advance notice to the Secretary is required for proposals to amend the Constitution and Bylaws. Any mistakes or oversights in the Bylaws that may be required by the Internal Revenue Service or local, state or federal government can be corrected or added by a two-thirds (2/3) vote of the Board outside of the annual meeting. [*Amended at 4/25/18 Annual Meeting*]

### **Section 7: ANNUAL ELECTION OF WYBA BOARD**

Election of the Officers and Directors for the Association will be held at the Annual Meeting, in April. All positions will be effective immediately and will be held for a term of one year. All general members are eligible to vote. Members must be present to vote. There will be a sign-in process to identify eligible voters at the door. All Officer and Director Positions will be elected based on a nomination and second from the floor. Members can self nominate for a Board position. Self-nominations will be considered only with a second from the floor. Candidates do not have to be present for nomination to be considered provided that candidate expressed interest in a Board position role in writing or email in advance to the Secretary. Each candidate will have three minutes to state his or her qualifications to the Membership. Majority vote of all present voting Members will determine the outcome of the vote. Voting will be by secret ballot.

Nominations, presentation of qualifications and election of board members will occur sequentially in the following order: President, Vice President, Treasurer, Secretary, Player Agent/Advocate and 4 At-Large Members. Candidates not elected for a position may be nominated for other positions.

Board vacancies will be filled by appointment of the full existing board.

#### **Section 8: BOARD ELIGIBILITY**

Any Westborough Resident or general member (subject to CORI) is eligible to be elected to the board.

## **ARTICLE V**

### **ELECTED ASSOCIATION OFFICERS, DIRECTORS and DUTIES**

The board shall consist of 9 members with 5 specific roles and 4 at large directors as described below:

#### **Section 1: PRESIDENT**

The President will preside over all Board Meetings and the Annual Meeting. The President is charged with overall administration of the Association, acting as spokesperson for travel basketball and will be responsible for coordination of the program with league, schools and town officials. The President can sign official documents on behalf of WYBA, Inc. including without limitation insurance agreements and indemnification agreements and excluding financial obligations other than as approved by Association Officers and Directors.

#### **Section 2: VICE PRESIDENT**

The Vice-President will preside at meetings in the absence of the President and other duties as assigned by the President.

#### **Section 3: TREASURER**

The Treasurer will receive all monies, disperse all funds as approved by the Association Officers and Directors and will maintain a current, accurate record of all receipts and expenditures. The Treasurer will present a written financial report at all Annual Meetings. The Treasurer will also be responsible for the overall coordination of all programs fund raising activities, or appoint a designee to do so.

#### **Section 4: SECRETARY**

The Secretary will keep minutes of all Annual Meetings and Board meetings. The Secretary will forward (electronic medium is acceptable) to all Board members the minutes from the prior meeting

for review. The Secretary will also be responsible for communication to the membership through the website and other means.

#### **Section 5: PLAYER ADVOCATE**

The Player Advocate will serve as the unbiased advocate for the player and parent perspective on association matters and ensures that player/parent issues are aired, addressed and resolved by Board.

#### **Section 6: AT-LARGE DIRECTORS (4)**

Four At Large Directors will participate fully in board meetings and be available for specific assignments and committee work, one of whom is appointed to oversee equipment, uniforms and concessions management.

## **ARTICLE VI**

### **MANAGEMENT OF THE ASSOCIATION**

#### **Section 1: BOARD VOTING**

1. A quorum of 5 members must be present to approve board actions.
2. Only Board members may vote on association business. Non-Board members may attend and present and participate in discussions.
3. Email voting / decisions must allow for 24 hours to pass from the beginning of the email discussion to the request for a binding decision. This 24 hour rule can be waived if the board is unanimous in their decision.

## **ARTICLE VII**

### **TEAM MANAGEMENT**

#### **Section 1: AVAILABLE PROGRAMS**

WYBA offers a competitive travel basketball program that will consist of programs for girls and boys (regardless of race, religion or creed, gender identity or expression, sexual orientation, national origin or disability) [*Amended at 4/25/18 Annual Meeting*] residing or attending school in the town of Westborough, Massachusetts.

The programs will consist of up to two travel teams for 4<sup>th</sup> through 8<sup>th</sup> grade boys and up to two for 4<sup>th</sup> through 8<sup>th</sup> grade girls. The number of teams in each grade will be determined yearly by the board based on factors including level of declared interest and gym availability.

Any additional program may be added upon a majority vote of the Board. These may include but are not limited to 9<sup>th</sup>/10<sup>th</sup> grade programs, summer programs/camps, and any other programs recommended by a Board member(s). Any new program must have a program Manager appointed for overall management and coordination. Program Managers are appointed by the Board.

#### **Section 2: COACHES**

Each team shall have one adult Head Coach and may have two Assistant Coaches selected by the Head Coach after team formation. The Board will approve all Head Coaches. Coaches will be

responsible for communicating with players and parents all information relative to games, practices, League and conduct rules. Coaches will determine practice and tournament schedules, set team expectations, obtain equipment and organize financial requirements to run the team. Coaches must complete a Coaching Application and sign a Coaches Code of Conduct and CORI form prior to being recommended for a coaching role.

### **Section 3: COACH SELECTION**

1. All head coach candidates must apply for the position each season
2. Head coach applications shall be channeled through the Secretary
3. The Board will vote on all head coach selections based upon a consistent set of criteria (see 5. below).
4. The Board will be augmented for the coach selection process by 2 independent (non board) members from the surrounding community or from current or previous membership with the mission to ensure as unbiased a process as possible. Independent members may not have a child in the grade for which a coach is being selected. Their votes shall count as one vote (equal to Board members). Any board member with a child in the gender/grade player grouping of the coaching position being applied for may participate in the discussion process, but not in the interview process, and provide information regarding the candidate but shall not be able to vote for the coaching position matching their child's gender/grade group. Board members who are themselves candidates for the coaching position will not participate in any way in the coaching selection process.
5. Open ended, broad based criteria to be considered in decision:
  - a. Basketball experience
  - b. Other coaching/teaching experience
  - c. Organizational ability and coaching philosophy
  - d. Time availability
  - e. Compiled feedback from parents from previous coaching seasons. The board shall execute a process that solicits parent feedback forms be submitted and the player advocate is bound to compile results and the coach selection group shall give considerable weighting to this element.
  - f. Additional information supplied by candidates
6. Candidate information gathering methods:
  - a. Coaching application
  - b. Interview with Board to include time for candidate to present supporting reasons for his/her candidacy and to give concluding remarks.
  - c. Previous seasons' feedback. The board is required to run a feedback process including an open ended response to the question "Do you recommend that this coach return to coach next year?" that allows parents to have a voice in the coach selection process. The quantity (expressed in the following ranges: 1-4, 5-8, and 9 – 12) and summary of evaluations from prior seasons beginning 2012-2013 must be presented to the candidate prior to interview.
7. All coaches are subjected to the passing of a CORI background check and signing the league code of conduct

### **Section 4: PLAYING TIME**

WBYA places teams in competitive league(s). Players are selected with the intent of participating on a team. The coaches expect that all players will work hard in practice, learn and develop new skills and be team players. Every player who dresses for a game can expect to play in that game, with coaches giving consideration for injuries and illness. It should be noted, however, that playing time cannot always be evenly distributed in every game. We encourage coaches to provide as balanced playing time as possible throughout the season using the following guidelines:

Playing time for all players should be a minimum of 1/3 of the game, and the maximum playing time for any player should be 2/3 per game for regular season as well as playoff games.

Additional notes:

- Playing time at all levels may be adjusted due to absences from regularly scheduled practices and/or behavior related issues. The coach is responsible for communicating these issues to the player and parents before playing time is affected.
- Players may see their playing time increase during the course of the season by playing well in practice and by demonstrating improved skills during the games.

## ARTICLE VIII

### TEAM SELECTION

#### Section 1: EVALUATION REQUIREMENT

An evaluation will be held each year soon after the beginning of the school year for all Association grades/ages. The “tryout” sessions will be announced with at least one week advance public notice, using the web site, local newspapers such as The Westboro News, and handouts through the schools and other possible methods. Players will be evaluated and placed on teams based on grade consistent with SCMYBL and Metro West league rules). The evaluation will consist of two “tryout” sessions. Each gender/grade group will have a separate evaluation to provide player data for team selection. Players must be registered on or before the 2nd try-out date to be eligible for selection. Players, if physically able, are expected to participate in both tryouts.

#### Section 2: EVALUATION PROCESS

Each player will be graded by qualified, neutral evaluators utilizing a common rating system in various areas of basketball skills and attributes. Physical attributes such as size, speed, quickness, athleticism will be considered as well as fundamental basketball skills such as ball handling, rebounding, shooting, defending and court sense. Team attitude attributes such as hustle, positive team interaction, enthusiasm, communication and fit with team dynamics may also be considered. The evaluation process will result in a ranked listing of all registered players. The ranking scores will be provided to the designated Board coordinator for that grade/gender group for use in the team formation process. The board shall include a process for collecting player evaluation feedback from previous year’s coaches for the board and incoming coaches to use in team selection.

#### Section 3: TEAM FORMATION

- A. The roster size will be a minimum of 10 players and a maximum of 12. If less than 20 players try out per grade, the Board by majority vote will consider teams of less than 10 players. No team will have less than 8 players. In addition, in the event less than 20 players tryout per grade, the Board by majority vote can place a cap on the number of A team players selected in order to form a B team. The cap will be no less than 9 players. For example, if 19 players try out and the A team Coach selects 12 players, the remaining 7 players would be unable to form a B team. In that case, the Board by majority vote could

- place a cap on the A team coach's roster to 9 or 10, thereby leaving 9 or 10 players to form a B team. After the tryouts and team selection process, the Board will review the A team rosters to determine if a cap is required in order to form two teams. If the Board votes by a majority to enforce a cap, the A team coach will be entitled to a meeting with the Board to review the process, roster size and appeal the potential alteration to their roster. The Board will vote a second time and, with a majority vote, can mandate an adjustment to the roster to meet the required cap. *[Amended at 4/29/20 Annual Meeting]*
- B. An A Team will be formed in each gender/grade group selection (boys and girls teams are separate) *[Amended at 4/29/15 Annual Meeting]* and then if sufficient players are available, a B team will be selected after the A team is formed. Following initial team formation and communication to players/parents, but before December 31, B Team Coach (or A Team Coach if there are no B teams in that Grade/Gender) may request the addition of a replacement player to their roster by contacting the WYBA Secretary, due to the loss of a player. If approved by the board, additional players must be selected from the pool of players who were registered on or before the 2nd try-out but were not initially selected for a team. Player selection must follow the same rules as outlined above in Section 3C. In the event that there are no available players who registered on or before the 2nd try-out, the WYBA Board can solicit additional players to participate. *[Amended at 4/26/17 Annual Meeting]*
- C. Player selection process
- The A coach selects their team using the steps below and the 1-n ranking from the evaluations, (where n is the total # of players in the try-out). The B team coach repeats the same steps using the remaining ranked players
  - Coaches are required to invite the top 4 players from the try-out evaluation ranking to join the team.
  - The coach can select 1 player at his/her discretion from all remaining players.
  - The balance of the team is selected from the greater of 50% of the remaining ranked players or the next 16 ranked players.

In certain years and depending on review of ratings, number of players, etc, the board may vote and recommend that 2 essentially equal teams be formed A-B by the process stated below for first year programs in situations where the league does not have both "A" and "B" divisions for those first year age groups.

In this case, the 2 essentially equal teams A-B will be determined randomly (e.g. random number table, coin flip, or alternate team 1, team 2 ) based on the overall ranking list of the players. The random method will be determined by the board.

The WYBA Inc. board does not guarantee the formation of any team. *[Amended at 4/29/15 Annual Meeting]*

The WYBA board will consider adding a third team for the 4<sup>th</sup> grade only if the board feels that there is sufficient interest, skill level, coach availability, and gym space. If a third team is added, the selection process will adhere to section 3. *[Amended at 4/29/15 Annual Meeting]*

## ARTICLE IX

### FINANCIAL

#### Section 1: FEES

The Westborough Youth Basketball Association is a non-profit organization. All monies collected shall be used to further the aims of the Association. All association fees will be determined by the



Board prior to the distribution of the registration notice each season. Individual team finances will vary based on the coach's plans for tournaments, etc.

Team fees will be detailed by the coach and communicated to the parents before the season. A copy of the assessed fees must be provided to the Board. Team fees will include costs for playing in the assigned league, insurance, gym cost for practices, tournament and equipment costs.

Team fees cannot include uniform or personalized clothing of any kind, tickets to outside events or other social gatherings.

Uniforms shall include jersey and shorts, style and manufacturer per WYBA Board. Additional items such as warm-ups cannot be 'mandated' for the entire team.

## **Section 2: NO COMPENSATION**

No Officer or Board member shall receive any compensation for services rendered as such Officer or Board member.

## **Section 3: APPROVAL FOR PURCHASE**

No person, Officer, or Board Member may purchase on credit or cash, in the name of the Westborough Youth Basketball Association, any item for use in the program unless they have been approved to do so by the Board.

## **Section 4: CONFLICT OF INTERESTS**

Board members with a conflict (or who think they may have a conflict) must disclose the conflict or potential conflict and (b) prohibit interested board members from voting on any matter on which there is a conflict. Board members are obligated to act in the best interest of the Westborough Youth Basketball Association. All board members must sign a conflict of interest policy. [*Amended at 4/25/18 Annual Meeting*]

# **ARTICLE X**

## **SPECIAL RULES**

### **Section 1: PLAYER/COACH/SPECTATOR CONDUCT**

The highest level of sportsmanship and conduct is expected of all players, coaches and spectators. The head coach is responsible for controlling behavior of all affiliated with the team. Coaches and players will not engage in any activity designed to upset, or discredit the players, coaches and activities of the opposing team or the referees

Discipline process for violations of league conduct rules or violations of this bylaw will be managed by a subcommittee of the board and ensure fair hearing for all views. Actions decided by that group will be ratified by the full board and then will be binding.

### **Section 2 - EXTREME EVENTS BEYOND THE CONTROL OF WYBA**

"Extreme Events Beyond the Control of WYBA" means situations that are outside the control of WYBA, which would prohibit WYBA from performing its obligations under these bylaws. Examples of such events could include failure/closing of gym facilities/schools, government enforced restrictions on public health and/or gatherings, riot/civil commotion, strikes/labor disturbances, climate conditions, armed conflict, terrorist actions or other acts of God. If WYBA is affected by an Extreme Event which prevents WYBA from performing its obligations under either Bylaw Article VII - Team Management or Bylaw Article VIII - Team Selection, then WYBA Board of Directors will notify all WYBA participants in writing with an updated plan for affected events

such as tryout scheduling, tryout execution and/or team selection/formation. [*Amended at 4/29/20 Annual Meeting*]

### **Section 3: BOARD MEMBER CONFLICT AND COMPLAINT PROCEDURE**

In the event that a participant, parent, or guardian has a complaint or issue involving a current board member or a family member of a board member, the complaint should be submitted directly to the Player Advocate. If the complaint involves the Player Advocate, it should be submitted to the President. If the complaint involves the President, it should be submitted to the Vice President.

Upon receipt of a complaint, the designated board member (Player Advocate, President, or Vice President) must promptly notify all members of the board, excluding the board member(s) in conflict. A subcommittee, excluding the conflicted board member(s), will be formed to review, investigate, and rule on the complaint. The subcommittee will ensure a fair and impartial process. All decisions made by the subcommittee will be presented to the full board (excluding the conflicted member(s)) for ratification and will be binding upon approval. [*Amended at 06/08/25 Annual Meeting*]

# ARTICLE XI

## Section 1: ADOPTION OF BY-LAWS

These By-laws of the Association are hereby adopted by the Board on the 29th day of April in the year 2020.

<u>/s/Bill Gray</u>	Bill Gray	President
<u>/s/Paul Dowd</u>	Paul Dowd	Vice President
<u>/s/Mike Nelson</u>	Mike Nelson	Treasurer
<u>/s/Pat Lacroix</u>	Pat Lacroix	Secretary
<u>/s/Rupali Srinivasan</u>	Rupali Srinivasan	Player Advocate
<u>/s/Will Yee</u>	Will Yee	At Large Board Member
<u>/s/Michael McGuirk</u>	Michael McGuirk	At Large Board Member
<u>/s/Matt Petralia</u>	Matt Petralia	At Large Board Member
<u>/s/Lisa Kittredge</u>	Lisa Kittredge	At Large Board Member