



# DC PRIDE VOLLEYBALL LEAGUE

## Bylaws

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### ARTICLE I: NAME AND PURPOSE

**Section 1. Name and Establishment.** DC Pride Volleyball League (hereinafter “DCPVL” or “the League”) is a 501(c)(3) organization that operates under the laws of the District of Columbia and the United States of America, and is exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.

**Section 2. Purpose.** DCPVL’s purpose shall be to coordinate and promote the sport of volleyball among its Members for pleasure, recreation, and other non-profitable purposes of which no part of the net earnings, if any, shall inure to the benefit of its Members; to recruit new Members and encourage their full participation without regard to race, sex, age, national origin, religion, sexual orientation, gender identity, gender expression, marital status, personal appearance, family responsibility, material possessions, socio-economic status, physical handicap, skill level, political affiliation, or place of residence; to recognize the service its Members provide to the League and their achievements within the sport of volleyball; to promote and support local, national, and international volleyball activities; to encourage the sharing and development of skills for all of its Members; to adopt rules and regulations for the conduct of various forms of play, the scheduling of court time, and for collecting participation fees; to ensure that all services and programs are operated through the use of an annual budget and sound financial practices; to sponsor and promote social activities for Members and non-Members; and to foster the growth of and promote the sport of volleyball within the lesbian, gay, bisexual, transgender, and queer (LGBTQ) community and its allies locally and at-large.

**Section 3. Scope.** The use of DCPVL’s name, symbol(s), logo(s), design(s) and/or advertisement(s), its resources and/or accounts, and/or its tax identification number and/or tax-exempt status, falls under the jurisdiction and within the purview of the League’s Board of Directors. Such use shall be subject to compliance with all guidelines provided within these Bylaws, and must be pre-approved in writing by the Board of Directors of the League.

### ARTICLE II: MEMBERSHIP

**Section 1. Qualifications.** Membership in DCPVL shall be open to all individuals who are at least eighteen (18) years of age and interested in the purposes of DCPVL.

#### Section 2. Types of Membership

##### A. Full Membership

1. A “Member” or “Full Member” of DCPVL is any person who actively participates in League play and/or events for which “Dues” are charged, so long as such person remains active and up to date in Dues payments. Members may be “active” or “inactive” Members.
  - a. “Active” Members are those individuals who have paid Membership Dues since the conclusion of the most recent Annual Meeting of the Membership.
  - b. A Member is considered “in good standing” so long as the Member is compliant with this Article II, Section 2(A)(1).



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- c. Any team member that resigns, is injured, is disqualified by the Board, or is declared inactive will not be eligible to play for another team in any division during the current season.
  - d. Members may play on only one DC Pride Volleyball League team per season.
2. Inactive Members
- a. “Inactive” Members are those individuals who have previously obtained Member status but who have failed to pay Membership Dues since the conclusion of the most recent Annual Meeting of the Membership.
  - b. Members who do not play for two consecutive scheduled matches without notifying their team captain or a Board member will also be deemed “inactive.” Inactive players are not entitled to season fee refund. When a member becomes inactive, their team captain may choose to keep them on his/her roster or declare the spot vacant. If a team captain keeps an inactive member on the roster, the captain must get approval from the Division Representative before the inactive player may be returned to active status. The Division Representative must approve unless the inactive player is in bad standing, is suspended from play for any reason, has a matter pending before the Grievance Committee or Board of Directors, or the Board has authorized the Division Representative to disapprove the member returning to active status.
    - i. If a team member cannot attend due to injury, that player must notify, in writing, their team captain and Division Representative in advance of each week’s start time specifically mentioning their injury. The written record of this injury may be used to determine the player’s inactive status and eligibility for playoffs.

### **B. Associate Membership**

1. An “Associate Member” of DCPVL is a limited-purpose membership open to any person who solely attends or participates in an event sponsored by the League for which League Dues are not charged. Such events may include social events, meetings, or other events including but not limited to NAGVA, open-entry tournaments, and Open Play.
2. All players participating in the President’s Pride Cup, Rehoboth Beach Open, and/or Spring Fling tournaments, or for any other tournament hereafter identified by the DCPVL Board of Directors, who are not Full Members of DCPVL, shall become Associate Members of DCPVL at the time specified in Article II, Section 2(B)(3) of these Bylaws if they submit payment of their tournament entry fees, along with a signed or electronically submitted form waiving any claims against DCPVL for possible injuries or damage resulting from DCPVL activities.
3. Compliance with Article II, Section 2(B)(2) of these Bylaws entitles an Associate Member to participate in the individual President’s Pride Cup, or individual Rehoboth Beach Open, or individual Spring Fling tournament, or any other individual tournament hereafter identified by the DCPVL Board of Directors, for which they registered and to associate



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membership in DCPVL relative to such tournament only. To participate in a second or subsequent tournament, an Associate Member must comply again with the requirements of Article II, Section 2(B)(2).

4. The Board of Directors shall have the authority to grant the rights of Full Members to Associate Members in its discretion.
5. Any and all rights of Full Members not explicitly granted by the Board of Directors and/or these Bylaws to Associate Members are expressly denied to Associate Members.
6. Associate Members shall not be permitted DCPVL voting rights.

### C. Removal/Revocation of Membership and Resignation

1. **Removal/Revocation of Full Membership.** By a two-thirds (2/3) or greater vote of the Board of Directors, and after prior written or electronic notice of at least one (1) week to a Member, the Board of Directors may vote to revoke the membership of a Full Member of DCPVL for conduct detrimental to the welfare and goals of the League. The Board of Directors may, in its discretion, refund any unused portion of any Membership Dues of any individual whose membership has been revoked, less any financial obligations that such individual may owe to DCPVL. Article X provides a separate additional enforcement mechanism with respect to Member conduct that rises to the level of harassment, bullying, or discrimination.
2. **Removal/Revocation of Associate Membership.** By a majority vote of a quorum of the Board of Directors, after notice deemed reasonable under the circumstances by a quorum of the Board of Directors, the Board of Directors may vote to revoke the membership of an Associate Member of DCPVL for conduct detrimental to the welfare and goals of the League and/or for violations of any rules and/or regulations imposed for the specific event in which the Associate Member is participating or at which the Associate Member is in attendance. Associate Members are not entitled to written or electronic notice. All Associate Members are subject to the provisions of Article X of these Bylaws to the same extent as any Full Member.
3. **Resignation from Membership.** Team members may resign from the League by giving notice, in writing (email is acceptable), to either their team captain or a member of the Board of Directors. The Grievance Committee will review any request for refund of season fees and determine appropriate reimbursement, based on guidelines set by the Board of Directors. Generally, as noted below, partial season refunds are not granted absent exceptional circumstances. All recommendations by the Grievance Committee regarding refund requests are subject to review and may be amended by the Board of Directors. Unlike the procedure outlined for a formal grievance, the Grievance Committee does not need to hold a hearing regarding a refund request and can conduct their discussion and votes over e-mail.



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### Section 3. Membership Dues

- A. Membership “Dues” include registration fees, costs, or charges for competitive league or open play participation. Dues shall be determined in advance of each season by a majority vote of the Board of Directors. Dues collected shall not be donated to any outside organization, group, or individual except by majority vote of the Board of Directors and in compliance with DCPVL’s tax-exempt status. Nothing in this Article II, Section 3 of these Bylaws shall be read so as to restrict the Board of Directors or Members from holding specific fundraising events for the purpose of donation, so long as such donation is in compliance with DCPVL’s tax-exempt status.
- B. If a member’s check is returned by the bank where issued, he/she will be responsible for all bank fees in addition to the outstanding fees. Within 24 hours after being notified that a check has been returned, if a member with a returned check does not pay the outstanding dues and all bank fees, the member will no longer be in good standing until payment is made.
- C. Any participant that has not paid the previous season fee in full is not a member in good standing and will not be eligible to try out for any division and will not be allowed to attend League sanctioned events, including, but not limited to, DC Pride Volleyball League-sponsored tournaments.

### Section 4. Meetings of the Membership

- A. **Annual Meetings.** Following at least ten (10) calendar days written or electronic Notice to the full membership of DCPVL in good standing, an annual meeting of the membership of DCPVL shall be held during the month of June in each calendar year. The purpose of the meeting shall be to review the status, activities, and plans of DCPVL and to conduct any other business of DCPVL as may be appropriate.
- B. **Special Meetings.** Following at least ten (10) calendar days written or electronic Notice to the full membership of DCPVL in good standing, the Commissioner and/or a majority of the Board of Directors, may call a special meeting of the membership of DCPVL. In the event a Special Meeting must be expedited in the discretion of the Board, the Board has the authority to shorten the Notice period to as little as three (3) calendar days for good cause, by a majority vote of the Board of Directors.
- C. **Members’ Petition.** The Board of Directors shall convene a Special Meeting of the membership of DCPVL not less than ten (10) calendar days following submission, by one or more Members, of a petition to hold a Special Meeting which is signed by at least ten percent (10%) of the active Full Members on the date of the submission of the petition.
- D. **Meetings on Consecutive/Successive Nights.** At the discretion of the Commissioner and/or the Board of Directors, meetings of the Members may be held on successive nights to accommodate regular League activities. Except as otherwise provided by law or by these Bylaws, any corporate action authorized by the Members must receive a majority of the votes cast at a meeting (or meetings as provided above) of Members at which a quorum is present.



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**Section 5. Notice of Meetings.** “Notice” shall mean written and/or electronic notice of the location, date, and time of any meeting. Notice of meetings shall be given to each Member entitled to vote at such meeting in compliance with Article II, Section 4 of these Bylaws. Notice of special meetings shall also indicate the purpose for which they are called.

**Section 6. Quorum.** At all meetings of the Members, there must be at least as many Members present as there are members of the Board of Directors in order for business to be conducted.

**Section 7. Organization.** The Commissioner of DCPVL shall preside at the meeting(s) of the Members or, in the absence of the Commissioner, an acting Chairperson shall be chosen by the Executive Committee members present. The Secretary of DCPVL shall act as Secretary at all meetings of the members, but in the absence of the Secretary, the presiding officer may appoint any person to act as secretary of the meeting.

**Section 8. Voting.** At any meeting of the Members, each Member present in person or by proxy in good standing shall be entitled to one vote.

- A. A Member who cannot physically attend a meeting may communicate their vote to another Member, who will serve as a Proxy in attendance, by providing, in writing (email or text), their vote preference. A Member can only serve as a Proxy for one (1) other DCPVL Member in a vote.
- B. Any issue requiring a vote that is presented at the meeting can be voted on by secret ballot if requested by a Member.

**Section 9. Action by the Members Outside of Meetings.** Except as otherwise provided by law or by these Bylaws, action may be taken without a meeting upon written consent, signed by a majority of the Membership.

**Section 10. Term of Membership.** Each Member shall be a Member for the single season in which Dues are paid or credited, from the moment of payment or credit of such Dues until the final event scheduled by DCPVL for that season as determined by the Board of Directors, or until his or her death, incapacity, resignation, or removal during that season.

- A. **Resignation.** Any Member may resign from the membership by delivering a resignation orally or in writing to their Team Captain, Division Representative, or any Member of the Board.
- B. **Removal.** Any Member may be removed from the membership or have their membership revoked by the Board of Directors pursuant to Article II, Section 2(c) and/or Article X of these Bylaws.

## ARTICLE III: BOARD OF DIRECTORS

### Section 1. Powers, General Responsibilities, and Qualifications

- A. The Board of Directors (hereafter sometimes referred to as “the Board”) shall be the highest-level governing and policy-making body of DCPVL and shall be authorized to take such action





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and render such decisions as may be necessary and appropriate to accomplish the objectives of DCPVL and to protect and promote the interests of DCPVL and its Full Members and Associate Members.

- B. The Board of Directors shall have general responsibility to oversee: (1) all activities sponsored, planned, or approved by DCPVL; (2) the participation of DCPVL in activities sponsored by other individuals or groups; and (3) the use of DCPVL's name, symbol(s), logo(s), design(s) and/or advertisement(s), its resources and/or accounts, and/or its tax identification number and/or tax-exempt status.
- C. Members of the Board of Directors shall: (1) fulfill the responsibilities of their respective offices, including any additional duties requested by the Commissioner or the Board; (2) be fully and financially accountable for their activities on behalf of DCPVL; and (3) make every effort to attend meetings of the Board.
- D. All members of the Board of Directors must be active, Full Members of DCPVL, or receive a waiver of this requirement by a majority vote of the Board of Directors.

**Section 2. Composition of the Board of Directors.** The number of members of the Board shall reflect the needs of the League. However, the initial members of the Board (hereafter sometimes referred to as "Director(s)") shall be:

- Commissioner
- Vice Commissioner
- Secretary
- Treasurer
- Players Director
- Competitive League Division Representatives
- Social Director
- Facilities and Equipment Director
- Communications Director
- Skills Development Director

### **Section 3. Holding More than One Office**

- A. The same person may hold two (2) or more offices on the Board of Directors simultaneously.
- B. No member of the Executive Committee may hold more than one Executive Committee position.
  - 1. The only exception to this rule would be if an Executive Committee member is removed or resigns from office. In such cases, an Executive Committee member may assume the duties of another in an acting capacity until the vacancy is filled.
- C. Those holding more than one office on the Board of Directors will only be entitled to one vote.

**Section 4. Conflicts of Interest.** Any transaction in which a Director or a Director's family member or significant other has a material interest shall be approved in advance by a vote of the majority of the Directors who have no direct or indirect interest in the transaction, provided the transaction may not be





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approved by a single Director. All interested Directors shall recuse themselves voluntarily from any Board vote which may affect them materially. The Directors may only approve the transaction if (a) the material facts of the transaction and the Director's interest are disclosed to the Board and (b) the Directors in good faith reasonably believe that the transaction is not unfair to DCPVL. If a majority of the Directors who have no direct or indirect interest in the transaction vote to approve the transaction, a quorum is present for the purpose of approving the conflict of interest transaction. The presence of, or a vote case by, a Director with a material interest in the transaction does not affect the validity of any action taken under this Section if the transaction is otherwise approved as provided for in this Section. A conflict of interest transaction is not voidable and cannot serve as the basis for imposing liability on a Director if the transaction was not unfair to DCPVL at the time it was entered into or is approved as provided in this Section or as otherwise permitted by law. In no event shall any person or other entity dealing with the Directors or Officers be obligated to inquire into the authority of the Directors and Officers to enter into and consummate any contract, transaction, or other action.

### Section 5. Duties of Directors

- A. **Commissioner.** The Commissioner shall manage the affairs and activities of DCPVL and shall have such powers as usually appertain to the office and as may be directed by the Board of Directors. Specifically, the Commissioner shall preside at all meetings of the Members, the Board, and the Executive Committee. The Commissioner shall prepare an agenda for meetings of the Board of Directors with the advice of other officers and committee chairs. The Commissioner shall have the power to interpret these Bylaws, subject to the approval of the Board of Directors. The Commissioner shall keep the Board fully informed about the activities of the League. The Commissioner shall have the authority to appoint heads of committees, subject to the approval of the Board of Directors, facilitate the coordination and consistency of the activities of those committees, and serve as an ex officio member of all committees except the Nominations Committee. The Commissioner has the power to sign, alone in the name of the League, all contracts authorized by the Board, unless the Board shall specifically require an additional signature. The Commissioner shall perform other duties as assigned by the Board. The Commissioner shall not act in contradiction to any action of the Members or the Board unless specifically authorized by these Bylaws.
- B. **Vice Commissioner.** The Vice Commissioner shall have such powers and duties as may be assigned to by the Board or by the Commissioner as authorized by these Bylaws. In the absence of the Commissioner, Vice Commissioner shall perform the duties of the Commissioner but shall not take any binding action unless specifically authorized by the Board. In the event the office of the Commissioner becomes vacant, the Vice Commissioner shall serve as interim Commissioner until a new Commissioner is elected.
- C. **Secretary.** The Secretary shall be the custodian of all non-financial records of DCPVL, its officers, and established committees. The Secretary shall also be responsible for the development, integration, and implementation of communications activities relative to the strategic direction and positioning of DCPVL and its leadership. The Secretary shall keep and/or be given timely records or all proceedings, correspondence, rules, policies, or other documents pertaining to DCPVL activities. Specifically, the Secretary shall keep complete and accurate minutes of all meetings of the Board of Directors, the annual meeting of the Members, and



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any other meeting designated by the Board of Directors. The Secretary shall provide copies of the minutes to each member of the Board no later than ten (10) calendar days following each Board meeting. The Secretary shall make arrangements for all meetings of the Board of Directors, the annual meeting of the Members, and any special meeting, and notify all prospective participants and DCPVL Members of their time, place, and location. The Secretary shall perform all the duties customarily incident to the office of the Secretary, subject to the control of the Board, and shall perform such duties as assigned by the Board. The Secretary shall have available to him/her the seal of the Corporation.

1. All minutes, agendas, and other records (paper and electronic) shall be provided by the outgoing Secretary to the incoming Secretary within fifteen (15) calendar days upon leaving office.
2. The Secretary is responsible for ensuring all documents of public record are posted to the League website in a timely manner.
3. The Secretary shall maintain physical and/or electronic records for the past seven (7) fiscal years.

D. **Treasurer.** The Treasurer shall oversee the financial accountability of DCPVL, its officers, established committees, and tournaments, and all projects or activities sponsored by DCPVL. Specifically, the Treasurer shall maintain full and accurate accounts of receipts and disbursements of the League, and shall deposit, or cause to be deposited, all monies and other valuable effects of the League in the name and to the credit of the League in such banks or depositories as the Board may designate. The Treasurer shall receive and disburse all funds of DCPVL upon proper authorization. At the annual meeting of the Board, and whenever else required by the Board, the Treasurer shall render a statement of the League's accounts. The Treasurer, at all reasonable times, shall exhibit the League's books and accounts to any member of the Board and shall perform all duties incident to the position of Treasurer, subject to the control of the Board, shall perform additional duties as assigned by the Board, and shall, when required, give such security for the faithful performance of his or her duties as the Board may determine.

1. The Treasurer shall produce and publish to the Membership an annual-operating budget for the League within sixty (60) calendar days of the beginning of each Fiscal Year.
2. The Treasurer shall produce and publish a financial statement within thirty (30) calendar days of the close of each quarter, as defined in Section 15c below, to the Board.
3. The publishing of quarterly statements should be consistent with the League's Fiscal Year; Q1 ends on March 31st, Q2 ends on June 30th, Q3 ends on September 30th, and Q4 ends on December 31st.
4. All financial records (paper and electronic), including invoices, bank statements, canceled checks, paperwork, budgets, etc., shall be turned over by the outgoing Treasurer to the incoming Treasurer within fifteen (15) calendar days upon leaving office.



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5. Any Member may inspect the books by making a reasonable request in writing to the Treasurer. The Treasurer must allow inspection at the site of their choosing for a reasonable period of time within ten (10) business days of the request.
  6. The Treasurer shall maintain physical and/or electronic records for the past seven (7) fiscal years.
  7. The Treasurer shall be responsible for securing season sponsorships for the Competitive Leagues, for teams in each League division, and any sponsors related to tournaments (President's Pride Cup, Spring Fling, Rehoboth Beach Open) and other events as deemed necessary by the Board. The Treasurer will maintain electronic records of sponsorship history.
  8. The Treasurer should have at least two (2) years relevant financial, professional, or similar experience associated with the duties of the position.
- E. **Director of Players.** The Director of Players shall be responsible for all matters related to the team selection process, including online registration for competitive leagues and open play, league scheduling, and certification of officials. The Players Director shall maintain electronic records of player ratings and official certifications.
- F. **Competitive League Division Representatives.** Division Representatives represent their respective division at Board meetings. The Division Representative is responsible for keeping his or her division informed of the Board's activities. Division Representatives are also responsible for mediating disputes and elevating League issues to the Players Director, as well as to the Board. Division Representatives shall serve as liaisons between the captains in the Competitive Leagues and the Board of Directors. Division Representatives shall also perform additional duties as assigned by the Board. Division Representatives shall also be responsible for ensuring that all Competitive League captains meet their obligations for each season, including any sponsor events, administrative duties, referee duties, and volunteer duties.
- G. **Social Director.** The Social Director shall be responsible for coordinating membership socials, recruiting events and other events related to League outreach efforts.
- H. **Facilities and Equipment Director.** The Facilities and Equipment Director shall be responsible for identifying and securing the playing facility and any necessary equipment and permits.
- I. **Communications Director.** The Communications Director shall be responsible for all matters related to communicating with the League members and external parties. This includes the League email, website, and social media platforms.
- J. **Skills Development Director.** The Skills Development Director shall be responsible for running the Skills Exhibition sessions at the beginning of each competitive season and all matters related to player eligibility, as well as the planning and implementation of weekly skills clinics to nurture the improvement of League members. The Skills Development Director, in conjunction with the Board of Directors, shall operate a rating system for Competitive League participants for use in the draft and team selection process.



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**Section 6. Executive Committee.** The Commissioner, Vice Commissioner, Secretary, Treasurer, and Players Director shall be the members of the Executive Committee.

**Section 7. Board Positions Elected by The Full Membership.** The Commissioner, Vice Commissioner, Secretary, Treasurer, Director of Players, and Social Director shall be elected to hold office for a term of two years. The Communications Director, Facilities and Equipment Director, and Skills Development Director shall be elected to hold office for a term of one year.

- A. The positions of Commissioner, Treasurer, and Players Director shall stand for election in even numbered years, whereas the positions of Vice Commissioner, Secretary, and Social Chair shall stand for election in odd numbered years.
- B. To be eligible to be a candidate for the position of DC Pride Volleyball League Commissioner, the candidate must have been a member of the Board of Directors within the previous three (3) seasons.
- C. To be eligible to be a candidate for the position of DC Pride Volleyball League Treasurer, the candidate must have the qualifications set forth in Article III, Section 5(D) of these Bylaws.

**Section 8. Election and Term of Office of the Division Representatives.** Division Representatives shall be elected for each division by the Members of that division. Division Representatives shall hold office for one year. Division Representatives must play in the division for which they have been elected. Should a Division Representative transfer to another division during the term or fail to register for a competitive league season, an automatic vacancy will be triggered and the vacancy shall be filled in accordance with these Bylaws.

### Section 9. Nomination and Election Rules

- A. Elections shall take place within the two (2) weeks prior to the Annual Meeting.
- B. Elections and nominations shall only be conducted electronically, and not in-person.
- C. The electronic voting system used must guarantee a secret ballot and prevent duplicate voting.
- D. The nomination period preceding the elections must be open for at least seven (7) consecutive calendar days prior to the start of the elections.
- E. For all contested races, a write-in option will also be available on the ballot. However, if no nominations are received for a particular Board position, then that role will be declared vacant and not be shown on the ballot.
  1. If a write-in candidate wins a simple majority of the votes on the first ballot, the League Commissioner or designee will ask, in writing, whether they would like to take on the responsibilities of the role they have been elected for. The write-in candidate shall have two (2) days to respond in writing.
    - a. If they respond affirmatively, they will officially be elected.
    - b. If the write-in candidate does not respond within two (2) days or declines the position, then a closed runoff between those candidates who were listed on the first-round ballot shall be held, wherein no write-in option will be provided.





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- B. **Removal.** Any member of the Board may be removed for cause by a two-third (2/3) vote of the entire Board, excepting Members of the Board who have recused themselves, if any, at a special meeting of the Board called for that purpose, or without cause, by a majority vote of the Members of the League, at a special meeting of the Members called for that purpose and following the requirements outlines in these Bylaws.

**Section 12. Vacancies.** Upon the death, incapacity, resignation, or removal of any member of the Board, except the Commissioner, the remaining members of the Board shall fill the vacancy by a majority vote. In the event the Commissioner's office becomes vacant, a special meeting of the Members shall be held in which a new Commissioner shall be elected. The meeting shall be held as soon as practical, but in no event, may the meeting be held later than one month after the Commissioner's office becomes vacant. The Board may appoint an interim replacement to fill any vacancy while a new Board member is selected.

**Section 13. Meetings of the Board of Directors.** Meetings of the Board may be held at any place within or outside the District of Columbia as the Board may determine from time to time. The annual meeting of the Board in each year shall be held within forty-five (45) calendar days following the annual meeting of the Membership. Other meetings of the Board, such as weekly or bi-weekly progress meetings, shall be held whenever called by the Commissioner or a majority of the members of the Board.

- A. **Sunshine Provision.** All meetings of the Board of Directors are open to all full and associate members of DCPVL who are Members in good standing. Members of DCPVL shall be notified of all meetings at least twenty-four (24) hours in advance of the time the meeting is scheduled to take place. Non-members of DCPVL may attend Board meetings at the invitation of or with the consent of the Commissioner, who shall ensure that the participation is limited to the purpose of their visit.
- B. **Executive Session.** At the discretion of the Commissioner, a Board meeting or any part thereof may be conducted in executive session, whereby only voting members of the Board of Directors may be present.

**Section 14. Quorum and Voting.** Unless a greater proportion is required by law, a majority of the entire Board shall constitute a quorum for the transaction of business. Except as otherwise provided by law or by these Bylaws, the vote of a majority of the officers present at the time of the vote, if a quorum is present, shall be the action of the Board. Proxy voting shall be allowed, provided that the notice of proxy is made public and in writing to the full Board of Directors by the Board member who will be unable to attend the forthcoming meeting. A Board member may only serve as a proxy for one Board member during the course of a single Board meeting

**Section 15. Action by the Board.** Except as otherwise provided herein, any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all members of the Board or the committee provide consent in writing or electronically to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee. Any one or more members of the Board or any committee thereof may participate in a meeting of the Board or committee by means of a conference telephone or similar communications equipment allowing all





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persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting. Telephonic, electronic, or absentee voting shall not be permitted for the approval of an annual budget; a financing expenditure in excess of \$500.00; the removal of a Director; and/or the removal/revocation of membership of a Member.

**Section 16. Notice of Meetings.** Notice of the time, place, and location of each regular or special meeting of the Board, together with a written agenda stating all matters upon which action is proposed to be taken and, to the extent possible, copies of all documents on which action is proposed to be taken, shall be delivered to each member of the Board, at least 24 (twenty-four) hours before the day on which the meeting is to be held.

**Section 17. Employees and Other Agents.** The Board may appoint from time to time such at-will employees and other agents as it shall deem necessary, each of whom shall hold office at the pleasure of the Board, and shall have such authority and perform such duties and shall receive such reasonable compensation, as the Board may from time to time deem necessary.

**Section 18. Removal of Employees and Other Agents.** Any employee or agent of the League may be removed with or without cause, except as otherwise prohibited by law, by a vote of the majority of the Board.

## ARTICLE IV: EXECUTIVE COMMITTEE

**Section 1. Responsibility and Numbers.** The Executive Committee shall serve as a committee of the Board of Directors and shall make recommendations to the Board on issues facing the League and the administration of the League. The Executive Committee shall also fulfill all other duties and obligations assigned to it by the Board of Directors.

- A. In an event that a timely vote by the entire Board of Directors is not practical, the Executive Committee shall have the power to take action on urgent League matters between meetings of the Board of Directors in place of an action by the Board of Directors, subject to later review and ratification by the Board of Directors. In no event may the Executive Committee take an action in contradiction to an action of the Board of Directors or the Members, nor may it make a decision that could otherwise have been made by the Board of Directors. The Board of Directors shall have the power to reverse any decision of the Executive Committee made under this clause if it deems it necessary.

**Section 2. Meetings.** Meetings of the Executive Committee shall be held at a time, place, and location scheduled by the Commissioner or requested by the Executive Committee.

**Section 3. Voting and Quorum.** Unless a greater proportion is required by law, three of the five Executive Committee members shall constitute a quorum for the transaction of business. Except as otherwise provided by law or by these Bylaws, the vote of a majority of the officers present at the time of the vote, if a quorum is present, will constitute an act of the Executive Committee. There shall be no proxy voting at Executive Committee meetings.





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**Section 4. Actions Taken by the Executive Committee.** Any actions taken or recommendations made by the Executive Committee must be submitted to the Board of Directors for its review and consent at the next meeting of the Board of Directors after the action was taken. No action taken by the Executive Committee shall bind DCPVL unless ratified and adopted by the Board of Directors, except as allowed by Section 1(A) of this Article.

**Section 5. Mandatory Duties.** The Executive Committee must comply with all state and federal laws, including corporate and tax filings.

### ARTICLE V: COMPETITIVE LEAGUE TEAM CAPTAINS

**Section 1. Responsibility and Numbers.** Each team in a Competitive League will be headed by a Team Captain. Team Captains will be responsible for selecting a team during the team selection process (draft). There shall be as many Team Captains as there are teams per division.

**Section 2. Selection.** Team Captains shall be selected from a pool of any interested parties by the Division Representatives, subject to approval by a majority vote of the Board of Directors.

- A. If a position of Team Captain becomes available after selection of teams, a new captain will be chosen by a vote of that team's members.
- B. Should there be fewer persons interested in serving as captains in a given season as the League's needs require, the Board shall appoint a player who played in that division during the previous season.
- C. In the event a new division is created, the Board shall have authority to install the first set of Team Captains however it deems appropriate.

**Section 3. Resignation.** A Team Captain may resign from his or her position at any time by delivering a letter of resignation to their Division Representative.

**Section 4. Removal.** Any Team Captain may be removed for cause by a majority vote of the Board. Cause may be found for, but not limited to, the following reasons: (a) A violation of the League's Code of Conduct; (b) A violation of the League's Anti-Violence Policy; (c) A finding by the Board that the captain has failed to fulfill the duties as outlined in the Rules of Play.

**Section 5. Vacancies.** A Team Captain is said to vacate their position by resignation, removal, death, or being absent from the team selection process (unless the team captain designates an alternate person to draft in their place). In the event of a vacancy during the season, the remaining members of the team must vote and elect a new Team Captain.

### ARTICLE VI: COMMITTEES

**Section 1. Standing Committees.** The Board shall activate as necessary standing committees to oversee the critical functions of the organization. The requirements for such standing committees are as follows:



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- A. Committees shall be comprised of no less than three (3), and no more than five (5), voting members chosen from the full Board of Directors.
- B. Committee members shall be nominated by the Commissioner, with the advice of the Executive Committee, and shall be voted on by the Full Board.
- C. One (1) Committee member will be chosen by the full Board to serve as the Chair of the Committee.
- D. An unlimited number of non-voting members may be added to the Committee, by a vote of the Committee, to properly execute the Committee's responsibilities.
- E. The standing committees in DCPVL can be:
  1. **Executive Committee.** The Executive Committee shall be comprised of the executive officers (Commissioner, Vice Commissioner, Treasurer, Secretary, and Players Director) of the organization. The Executive Committee shall have the responsibilities and authorities as detailed in Article IV of these Bylaws.
  2. **Governance Committee.** The purpose of the Governance Committee is to:
    - a. Oversee the regular evaluation of the Board's performance and make recommendations to encourage the use of best practices.
    - b. Ensure compliance with all legal requirements of the organizations non-profit status.
    - c. Annually review the League's Bylaws and Rules of Play ahead of the annual meeting and prepare proposed changes for review and voting on by the Membership.
    - d. The Vice-Commissioner and Secretary shall always serve on the Governance Committee.
  3. **Audit Committee.** The purpose of the Audit Committee is to:
    - a. Regularly review the organizations financial statements and make recommendations to encourage the use of best practices.
    - b. Ensure compliance with all accounting and financial requirements of the organizations non-profit status, including annual tax filings and audits.
    - c. The Treasurer shall always serve on the Audit Committee.
  4. **Elections Committee.** The purpose of the Elections Committee is to supervise the nominations and election of persons to elected positions within DCPVL governance. The Nominations Committee shall be responsible for implementing an electronic nomination and elections process.
  5. **Grievance Committee.** The Board of Directors shall appoint the following voting Members to the Committee: the Vice Commissioner, or a designee if the Board of Directors believes the Vice Commissioner has conflict of interest, one (1) Member in good standing from each competitive league division, and, if the number of voting Members required thus far in the process is even, an additional one (1) Member in good standing to avoid ties. The Division Representative(s) from the concerned Division(s) shall serve as non-voting



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advisors to the process. These Members of the Committee shall investigate, consider, hear, and facilitate any decision-making regarding any grievance filed by any person pursuant to Article XI of these Bylaws.

**Section 2. Needs.** Based on the League's needs, the Board shall create any additional Committees it deems necessary and/or appropriate under the circumstances.

**Section 3. Jurisdiction.** All Committees fall under the jurisdiction of the Board.

## ARTICLE VII: FINANCIAL PRACTICES AND CONTRACTS

### Section 1. Cash Management

- A. All of DCPVL's funds shall be maintained in a federally insured bank or financial institution. The terms and locations shall be approved by the Board of Directors.
- B. All disbursements of DCPVL's funds shall either be by approved Electronic Funds Transfer (EFT) method or by check bearing the signature of the Treasurer or Commissioner. Each check shall be supported by a written payment request form, or other appropriate documentation, showing the purpose of, and authorization for, the expenditure. Specifically, the payment request form shall include the requestor's name, the payee's name, and the amount of the requested payment, and shall be accompanied by any supporting documentation such as receipts, quotes, or purchase orders. The Treasurer shall retain and forward to the succeeding treasurer all payment request forms and supporting documentation for seven (7) years.
- C. If the payment request relates to an itemized expense included in DCPVL's annual budget for an applicable program, the payment may be made without further action by the Board of Directors, except that the Board may require that all expenditures be approved by the Board if the financial position of DCPVL becomes tenuous.
- D. If the payment request relates to an item that was not included in DCPVL's annual budget, the Board of Directors must approve the payment before the expenditure is made. The approval shall be documented in the minutes of the Board. As soon as possible following their receipt, but in no event later than ten (10) business days, all funds accruing to DCPVL shall be remitted to the Treasurer, or the Board's designee, who shall promptly deposit the funds in DCPVL's bank account. Funds remitted to the Treasurer or the Board's designee shall be accompanied by appropriate documentation showing the nature and source of the receipt and a listing that identifies from which individual member or participant the funds were collected. This documentation shall be used by the Treasurer in support of accounting entries made into the books of account.
- E. DCPVL's funds shall not be used for personal loans to any individual or to other organizations.
- F. The Treasurer shall be responsible for completing reconciliation between the bank statements and books of account (general ledger) on a monthly basis. The reconciliation, with copies of the bank statements attached, shall be approved by the Commissioner and subsequently maintained in DCPVL's accounting records. The Treasurer shall retain and forward to the



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succeeding treasurer all bank statements including deposit slips, canceled checks, and any other relevant documents for at least seven years.

### Section 2. Budgets.

- A. The Treasurer shall prepare a proposed operating budget for DCPVL for the upcoming fiscal year in November of the current year to be approved by the Board of Directors at the first meeting of the Board of Directors after the beginning of the fiscal year. Upon approval by the Board, the annual budget shall become effective on the first day of the fiscal year.
- B. All budgets shall be prepared on a cash basis.
- C. The proposed operating budget shall show anticipated monthly activity and separately identify the sources and uses of all funds (purpose or type) related to a particular program sponsored by DCPVL. Sources and uses of funds for all programs shall be combined in a master budget.
- D. The Treasurer may delegate the preparation of the proposed budgets for particular programs to an Assistant Treasurer or other individual, but shall remain responsible for the completion of all of the program budgets.
- E. The PPC, SFT, and RBO shall have their own program budgets, subject to the approval of the Board of Directors.
- F. Budgets for DCPVL programs that begin in one fiscal year and conclude in a subsequent fiscal year shall also include projections for sources and uses of funds that are expected to occur during the months that fall in a subsequent fiscal year.
- G. The annual budget of DCPVL and the budgets for particular programs, as approved by the Board, may be amended with appropriate justification. If an amendment is approved, the amended budget shall have the force of the original budget.

**Section 3. Contracts.** The Commissioner and the Treasurer shall have signing power for bills, notes, receipts, acceptances, endorsements, checks (two signatures required, where appropriate), releases, contracts, and documents.

- A. In no instance may a person receiving a reimbursement be a sole signature on any check or other method used to issue a reimbursement.

**Section 4. Investments.** The funds of the League may be retained in whole or in part in cash or be invested from time to time in any investment that is 100% secure, (CD for example) with no risk.

## ARTICLE VIII: OFFICE AND BOOKS

**Section 1. Office.** The physical office, should one be necessary, shall be located at such place as determined by the Executive Committee.

**Section 2. Books.** There shall be kept at a place or places determined by the Executive Committee, correct books of account of activities and transactions including a minute book, which shall contain a copy of the certification of incorporation, a copy of these Bylaws, and all minutes of meetings of the



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members and of the Executive Committee. Said place may also be an online repository, such as an electronic share drive.

### ARTICLE IX: FISCAL YEAR

The fiscal year of the League shall start each year on January 1st and run through December 31st of that same year.

### ARTICLE X: HARASSMENT AND NON-DISCRIMINATION POLICY

DCPVL will not tolerate, condone, or permit any kind of harassment or bullying of its members, guests, or affiliates on any basis, including but not limited to their sex, color, race, religion, national origin, age, disability or perceived disability, sexual orientation or perceived disability, and/or gender or sexual identity. This includes harassment of past, present, and prospective members of DCPVL and their families; players, volunteers, and spectators of the Competitive Leagues, Open Play, PPC, SFT, RBO, and other DCPVL activities and events; and the employees, agents, or representatives of facilities DCPVL utilizes or with which DCPVL contracts. Harassment may include, but is not limited to, slurs, abusive language, threats, derogatory comments, unwelcome jokes, teasing, unwelcome sexual advances, requests for sexual favors, and other similar verbal or physical conduct.

The Board of Directors encourages any Member or Associate Member who experiences interaction(s) which may violate this policy to report such interaction(s) to the Commissioner, Vice Commissioner, Players Director, or any other Board member. The Commissioner and Vice Commissioner shall respond appropriately within their discretion including, at the Member's request or if otherwise warranted, discussing the interaction(s) with the Board so that the Board can determine an appropriate response.

Violations of this policy may, after reasonable Notice and an opportunity to respond, result in sanctions or penalties, issued at the discretion of a majority vote of the Board of Directors, which may include temporary or permanent expulsion from DCPVL, restrictions on participation, and/or referral to national, regional, or local authorities.

### ARTICLE XI: GRIEVANCES

**Section 1. Grievances Regarding League Play.** Any grievance or protest filed regarding an issue that arises during competitive league or tournament play or pursuant to the League's Rules of Play shall be heard by the process outlined in those Rules. Final jurisdiction on these issues rests with the DCPVL Board of Directors and its decision shall be final. These grievances should be raised pursuant to the procedure outlined in the DC Pride Volleyball League Rules of Play.

**Section 2. Grievances Regarding All Other Issues.** For all issues not relating to an issue of League play or play during a League tournament, including, but not limited to, those involving elections and League procedure, or violations of Article X of these Bylaws, a member must follow the grievance procedure as outlined in these Bylaws.



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**Section 3. Procedure for Member Grievances.** If any person, Member or non-Member, believes that they have a legitimate grievance regarding any issue that does not fall within the jurisdiction of Section 1 of this Article and instead relates to other aspects of DCPVL, that person may, within thirty (30) calendar days of the action taken or notice of the action taken that is the subject of their grievance, file a grievance with any Board of Directors member, which will trigger immediate review and be brought to the attention of the Commissioner, who initiates the formal Grievance process.

- A. If a grievance falls within the jurisdiction of Section 2 of this Article, the Commissioner must activate the Grievance Committee process and provide the Grievance to the Chair of the Grievance Committee within five (5) business days of receipt. Once the Chair of the Grievance Committee receives the grievance, the Grievance Committee must, within ten (10) business days, either hold a hearing regarding the grievance or, when the Grievance Committee determines that the grievance lacks merit on its face, issue a written decision, as described in Section 3(D), dismissing the grievance without a hearing.
- B. Grievance Committee hearings shall be held in a public setting at a time and place advertised to the League Membership with all interested parties specifically invited. All interested parties must be given time to address the Grievance Committee at the hearing. At the hearing, all interested parties must be invited to the meeting and allowed to speak. The Committee may choose to debate and rule on the grievance in a closed session but the Committee's written decisions must reflect the nature of the debate and the Committee's rationale behind its decision. If, after the hearing, the Committee believes the grievance to be legitimate, the Committee shall fashion an appropriate remedy that is otherwise allowable under the League's Bylaws and other rules. If, after the hearing, the Committee believes the member's grievance is without merit, it shall dismiss the grievance.
- C. The Grievance Committee shall render a written decision regarding all grievances and shall note in the decision the members who support the decision and those who dissent. Any dissenting members of the Committee may write their own dissenting opinion, however, only the majority opinion shall constitute the decision of the Committee. Grievance Committee decisions shall be maintained for at least seven (7) years by the DCPVL Secretary and provided to the Grievance Committee Chair prior to the Committee's deliberations. Unless appealed, the decision of the majority of the Grievance Committee is final and binding on the League.
- D. Any interested party may appeal the Committee's decision in writing, within ten (10) business days of the Committee releasing its decision, to the full Board of Directors. An appeal is initiated when an interested party delivers a letter stating the nature of the appeal to the Commissioner. If a group of interested individuals is pursuing an appeal, they shall appoint one individual to represent them to the Board. The Grievance Committee shall appoint an individual to argue the Committee's position to the Board.
- E. The appeal shall be heard at the next scheduled meeting of the DCPVL Board of Directors, or at a special meeting called for that purpose prior to the next scheduled meeting, but in no event more than thirty (30) calendar days after the Commissioner received the request to appeal the decision. The Board may not table the appeal. The only person(s) who may present the appeal to the Board are the individual(s) who represent(s) those who sought to appeal the decision or



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a representative from the Committee to present the Committee's position. The Board, by two-thirds (2/3) vote, may modify the Committee's decision in any way it deems appropriate, as long as the changes are otherwise allowable by these Bylaws and other Rules of the League. The Board may discuss the appeal in a closed session, but the minutes must reflect the nature of the debate. Any decision by the Board is final and binding on the League. Absent a two-thirds (2/3) vote of the Board, the Committee's decision shall stand.

**Section 4. Procedure of the Grievance Committee.** The Grievance Committee shall only meet when it needs to address a grievance. A quorum of the committee shall be a majority of its members. However, the Committee must have an absolute majority of its actual membership voting for a particular decision for that decision to bind the League.

**Section 5. Sanctions.** The Grievance Committee shall have broad discretion in determining the appropriate sanction(s) necessary to address a Grievance. Some such sanctions may be, but are not limited to, the following:

- A. Dismissal from the League without refund;
- B. Suspension for some or all of the competitive league season;
- C. Initiating removal procedures via the Board of Directors or the full Membership with advice to remove person(s) from the Board of Directors;
- D. Permanent ban on participation in the League;

## ARTICLE XII: INDEMNIFICATION

The League shall, to the fullest extent now or hereafter permitted by law, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he, his testator or intestate was Director, officer, employee, agent or a member of the Board of Directors of the League, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees, including for any claims of mistake in judgment, negligence, or otherwise, except that an individual Director may be individually liable for his or her own willful misconduct or bad faith.

## ARTICLE XIII: AMENDMENTS

- A. These Bylaws may be amended by a majority vote of those Members opting to vote.
- B. Any proposal for amendment to the Bylaws made by a Member or group of Members must be presented in written form to the Board.
- C. The timeline and process for presenting the proposal to the general membership and voting on the proposal shall be managed by the Board.
- D. Members should have no less than five (5) consecutive calendar days to vote on the amendment proposal.





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- E. Each significant (i.e. not typographical fixes) change to the bylaws proposed must be voted upon separate from other changes.
- F. Each significant change to the bylaws must be accompanied on the ballot by a rationale for the change.