

Owatonna Basketball Association

By - Laws

(last modified August 2011)

OWATONNA BASKETBALL ASSOCIATION, INC. BY-LAWS

Article I Name and Location

Section 1. NAME

- The name of this corporation shall be Owatonna Basketball Association, Inc. hereafter referred to as OBA.

Section 2. LOCATION(S)

- OBA's principle office shall be located at the home of the current president. Other offices for the transaction of business shall be located at such places as the Board of Directors may from time to time determine.

Article II Purposes and Goals

Section 1. OBA'S GOALS FOR THE PARTICIPANT

- To instill in the participants the spirit of competition and the ideals of good sportsmanship, self-esteem, leadership, cooperation and respect.
- To promote excellence in basketball by developing and improving the basic skill of each participant.
- To develop enthusiastic support among students, parents, participants and the community.

Section 2. OBA'S ORGANIZATIONAL GOALS

- To organize and maintain an integrated program of basketball activities available to the participants
- To provide supervision for each program, as determined by OBA
- To insure the availability of properly maintained facilities and equipment necessary to conduct organized basketball activities.
- To perform all acts that are necessary or proper to accomplish said purposes, including, but not limited to, acquiring and holding of any interest in personal property and real estate property.

Article III Membership

Section 1. DEFINITION OF MEMBERSHIP

- Membership of the Owatonna Basketball Association will consist of the OBA Board of Directors, herein referred to as Board of Directors.

Section 2. SELECTION OF DIRECTORS

- Selection of directors shall be done in accordance with OBA policy.

Section 3. TERMINATION OF DIRECTORS

- The Board of Directors, by 2/3 vote at any duly constituted meeting, shall have the authority to suspend any member whose conduct is considered as detrimental to the best interests of the Owatonna Basketball Association.

Section 4. LIABILITY OF DIRECTORS

- No one on the Board of Directors shall be personally liable for the debt obligations or contracts of said corporation.

Section 5. OBA MEETINGS

- a. **Location:** All meetings of the Board of Directors shall be held at such places as are determined by the Board of Directors.
- b. **Regular Meetings:** Regular meetings of the Board shall be held without notice at such times as a majority of the Directors of the Board may from time to time determine.
- c. **Special Meetings:** Special meetings of the Board of Directors for any purpose or purposes, unless otherwise prescribed by statute, shall be called by the Board of Directors. Such call shall state the purpose of the proposed meeting. Business transacted at all special meetings shall be confined to the purposes stated in the call.
- d. **Quorum:** A quorum shall be defined as a majority of the Board of Directors in attendance at any regular or special meeting.
- e. **Voting:** At each meeting of the Board of Directors, individual directors shall be entitled to one vote. There shall be no voting by proxy. Any director may request a vote by ballot. All elections and business transactions shall be decided by a Quorum except as otherwise required by statute.

Article IV Directors

Section 1. ELECTION OF DIRECTORS

- a. **Size of the Board:** The management and business of OBA shall be vested in a Board of Directors consisting of not less the twelve (12) nor more than eighteen (18) Directors as determined from time to time by the Board of Directors and who shall be elected at the annual meeting by a majority vote. The annual meeting of the Board of Directors shall be held in May of each year.
- b. **Terms:** Each director so elected shall serve for a term of two (2) years or until his/her successors have been elected. The terms of office of the Directors will be staggered so that 1/2 of the total number are elected each year. If the office of any director becomes vacant by reason of death, resignation, retirement, termination, or otherwise, current directors may choose a successor or successors, who shall hold office for the unexpired term. The current Board of Directors shall continue in the office until the election at the annual meeting.
- c. **Order of Business:** The presiding officer will determine the order of business.
- d. **Procedure:** *Robert's Rules of Order* will be observed for the formal conduct of all meetings.

Article V
Duties of Directors

Section 1. PHILOSOPHY

- The Board of Directors agrees to uphold the philosophy and policy of OBA.

Section 2. TRANSFER OF ASSETS

- The Board of Directors shall have the authority to approve and accept all property and facilities to be turned over to the OBA.

Section 3. EMPLOYEES

- The Board of Directors shall have the power to appoint and remove all agents and employees of OBA, prescribe their duties, fix their compensations, and require from them security or fidelity bond for faithful compensations, and require from them security or fidelity bond for faithful performance of the duties to be prescribed to them. It shall be the duty of the Board of Directors to supervise all agents and employees and to see their duties are properly performed.

Section 4. ATHLETIC PROGRAMS AND COMMITTEES

- The Board of Directors may establish individual athletic programs or committees, provide rules and regulations for said programs, and appoint directors or chairpersons as necessary.

Section 5. TOURNAMENTS

- The Board of Directors must approve in advance the participation by any OBA sponsored team in any tournament. The Board of Directors shall set the number of tournaments for each grade level. This will be in accordance with Tournament Policies.

Section 6. SELECTION OF COACHES AND ASSISTANT COACHES

- OBA coaches will be selected by the coaches committee (a subcommittee of the OBA board). The coaches is expected to abide by the philosophy and rules of the OBA.

Section 7. OTHER DUTIES

- In addition to the duties and authority conferred upon them by this and the other Articles of these By-Laws, the Board of Directors shall have the power to do all lawful acts necessary and expedient to conduct the business of the OBA, that are not conferred upon the members by these By-Laws, by the Articles of Incorporation, or by statute

Article VI Officers

Section 1. EXECUTIVE OFFICERS

- The Board of Directors at its Annual meeting shall elect from its own number, a President, Secretary and Treasurer, who shall hold office for one year or until successor(s) are chosen and qualified. President Elect officer shall be elected at the April meeting

Section 2. OTHER OFFICES

- The Board may appoint such other officers and agents as it deems necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined by the Board of Directors. Such appointed officers shall answer directly to the Executive Officers.

Section 3. PRESIDENT'S DUTIES

- A.** The President shall:
- a. Be the chief executive officer of OBA.
 - b. Preside at all meetings.
 - c. Have a general active management of the business of the OBA.
 - d. See that all orders and resolutions of the Board of Directors are carried into effect.
 - e. Execute all bonds, mortgages and other contracts.
 - f. Countersign all orders on the treasury in amounts in excess of twice the average tournament fee from the previous year.
 - g. Be an ex-officio member of all standing committees.
 - h. Have the general power and duties of supervision and management usually vested in the office of President of a corporation.
 - i. Be the official spokesperson of the Board of Directors.

Section 4. Vice-President's DUTIES

- A.** The President Elect shall:
- a. Be elected from the general Board of Directors at the October meeting.
 - b. In the absence or disability of the President, perform the duties and exercise the powers of the President.
 - c. Perform such other duties as the Board of Directors shall prescribe.
 - d. Be the following year's President.

Section 5. SECRETARY'S DUTIES

- The secretary shall attend all sessions of the Board of Directors and record all votes and minutes of all proceedings. The secretary shall give notice of all meetings of the Board of Directors. The secretary is under the supervision of the President.

Section 6. TREASURER'S DUTIES

- The treasurer shall:
 - a. Have the custody of the OBA funds and securities.
 - b. Keep full and accurate account of receipts and disbursements in books belong to OBA.
 - c. Deposit all money and other valuable depositories in the name and to the credit of OBA, in such depositories as may be designated by the Board of Directors.
 - d. Disburse funds of OBA as may be ordered by the Board of Directors, taking prop vouchers for such disbursements.
 - e. Render to the President and Directors, at the regular meeting of the Board of Directors, or whenever they may require it, an account for all his/her transactions as treasurer and the financial condition of the OBA.

- The treasurer shall give:
 - a. OBA a bond if required by a majority of the Board of Directors, such amount as they may determine and with one or more sureties satisfactory to the Board of Directors, for the faithful performance of the duties of the office.
 - b. For the restoration to OBA, in case of his/her death, resignation, retirement, or removal from office, all books, papers, vouchers, money and other property of whatever kind in his/her possession or under his/her control, belong to OBA.

Section 7. **SEAL**

- OBA has no seal.

**Article VII
Finances**

Section 1. **INSPECTION OF THE BOOKS**

- The Board of Directors shall be permitted to inspect the books of OBA at any reasonable time.

Section 2. **CHECKS**

- The Treasurer shall sign all checks and notes of OBA. A second officer shall countersign checks in excess of designated amount (as determined by policy).

Section 3. **FISCAL YEAR**

- The fiscal year of OBA shall terminate on June 30th of each year.

Section 4. **DIRECTOR'S ANNUAL STATEMENT**

- The Board of Directors shall, at each annual meeting and special meeting called for that purpose, present a full and clear statement of the business and conditions of the OBA.

Section 5. **AMENDMENTS TO THE BY-LAWS**

- These By-Laws may be amended or altered by 2/3 vote of the entire Board of Directors at any meeting.

**Article VIII
Funds**

Section 1. **SOCIAL FUNDS**

- The amount earned by any social or athletic activity that OBA may sponsor or endorse is to be deposited into the general funds of OBA.

Section 2. **CONCESSION PROFITS**

- Profits derived from the sale of merchandise by OBA are to be deposited into the general funds of OBA.

Section 3. **BENEFITS**

- No OBA funds shall be used to the benefit of individual members but shall be used exclusively for the purpose set forth in the By-Laws.

**Article IX
Dissolution of OBA**

Section 1.

- OBA may be wound up and dissolved either voluntarily or involuntarily. If the proceedings are voluntary, they must be conducted either out of court or subject to the supervision of the court.
- Voluntary proceedings for the dissolution may be instituted whenever a resolution therefore is adopted by at least two-thirds of the entire Board of Directors at a meeting called for that purpose.
- The resolution may provide that the affairs of OBA shall be completed out of court, in which case the resolution shall designate a trustee or trustees to conduct the completion and provide the method of filling vacancies in the office of the trustee: but such appointment shall not be operative until a certificate, setting forth the solution and manner of adoption thereof, signed and acknowledged by the President or President-Elect and by the Secretary shall be filed for record with the Secretary of State.
- Upon dissolution, property and assets shall be distributed in accordance with Minnesota Statute 317.57 and acts amended thereto. The Articles of Incorporation shall be amended in accordance with Minnesota Statute 317.27 and acts amended thereto.
- This is certifying that the foregoing By-Laws are the duly adopted By-Laws of this Corporation.

**Article X
Participants**

Section 1. **ELIGIBILITY**

- a. Must be a student attending an Owatonna School District, #761 area school, Public or Private.
- b. Encouraged to participate in 5th – 8th grade school operated and/or funded basketball, (as designated in policy).
- c. To remain eligible, participants may not participate with any team outside the 761 School District during the OBA season. If participant plays for an outside team, OBA participation fee and eligibility will be forfeited.
- d. All Minnesota State Rules pertaining to eligibility will be used as a guideline. Specific guidelines are defined in OBA policy. Parents must sign a release form allowing schools to notify OBA of ineligibility.
- e. To maintain eligibility participants and parents shall abide by the philosophy and rules of OBA.

**Article XI
Coaches**

Section 1. **SELECTION**

- The OBA Board of Directors shall choose the coaches for the OBA teams. Consultation of the Owatonna Head Basketball coaching staff, (girls and boys) will be made regarding possible coaches. School coaching staff shall be given consideration to coach OBA along with members of the community.

Section 2. **PHILOSOPHY**

- Coaches must agree to and abide by the OBA philosophy and rules. This is inclusive of all policies regarding team size, playing time, tournaments, schedules...etc.

Section 3. **PAYMENT**

- **5th grade:** 5th grade coaches are typically parent volunteers. Compensation may be paid a salary by the OBA at the discretion of the board.
- **6th, 7th and 8th grade:** 6th – 8th grade coaches are usually non-parent coaches, paid a salary set by the OBA on an annual basis.

**Article XII
Parents**

Section 1. **PHILOSOPHY AND RULES**

- Parents must abide by the philosophy and rules of OBA.

**Article XIII
High School Scholarships**

Section 1. **ALL STAR GAME**

- OBA will sponsor up to \$100 per participant.

**Article XIII
OBA College Scholarships**

Section 1. **SELECTION COMMITTEE**

- The OBA Executive committee and the Head OHS Varsity Basketball coaches are the scholarship committee.

Section 2. **APPLICATION PROCESS**

- Applications will be distributed to players via the OHS Head Varsity Basketball coach. Applicants must return the completed application to the OHS Head Varsity Basketball coach.
- Applicants must prepare a 1 page essay to the OBA Board explaining what basketball has meant to them throughout their lives.

Section 3. **CRITERIA FOR APPLYING**

- The applicant must have been a high school senior participating in the Owatonna High School Varsity Basketball program.
- The applicant must have participated in the OBA program as a player and have assisted with OBA tournaments.
- The applicant must complete 1 year of college basketball before applying.

Section 4. **DUE DATES**

- Applicants must have their application returned to the Owatonna Varsity Basketball Coach by May 30th.
- The scholarship committee will review the applications and present to the board for approval at the May meeting.
- Applicants will be notified by August 15th of their selection.

Section 5. **PAYMENT OF SCHOLARSHIP**

- The OBA Executive committee and the Head OHS Varsity Basketball coaches will review the participation of each player at the end of each season. At that time, the recipient will receive their scholarship check.
- The maximum scholarship awarded would be \$500 per person. Depending on the number of applicants, the scholarships awarded would be adjusted by the board, depending on the maximum budgeted in the scholarship fund.