

By-Laws of
River Falls Girls Basketball Association, Inc.
Adopted June 21, 2017

ARTICLE 1: Name, Duration, & Dissolution

Section 1: Name

The name of the corporation shall be River Falls Girls Basketball Association, Inc. (hereinafter referred to as the Association). This Association is a non-profit corporation under the laws of the state of Wisconsin.

Section 2: Duration

The existence of the Association shall be perpetual, except for a majority decision of its Board of Directors, as hereinafter constituted, may terminate it.

Section 3: Dissolution

If the Association is dissolved and liquidated, all assets are to become property of the River Falls High School Girls Basketball program.

ARTICLE 2: Mission and Purposes

Section 1: Mission

The mission of the Association is to educate young girls with positive life lessons through the game of basketball. To build a foundation that supports and grows opportunities to succeed at the high school level. To work in partnership with the River Falls School Girls Basketball program, to create a winning and competitive program.

Section 2: Purpose

The Association will support and administer programs for its members as deemed appropriate by the Board of Directors. The Association will maintain a positive environment for every child involved, while providing the opportunities for competitive play.

Section 3: School and Community Support

We will create and maintain a working partnership with the River Fall High School Girls' Varsity program, the River Falls area community, and other youth athletic associations in our area. Through this partnership we will provide opportunities and support the ongoing participations in the game of basketball. We will establish an environment where fundamentals of the game will be stressed at each level of the program and the main purpose of the Association.

Section 4: High School Program Partnership

A by-product of the Association's efforts will include positive development of female student-athletes for the varsity program. To ensure the high school's interests in the Association's program are supported, one or more school representatives are allowed to serve in an advisory capacity, without voting rights. The board recognizes it's a feeder program with the responsibility of influencing opportunities and decisions related to the high school feeder program and its direct success.

Wherein the relationship of the Association and the high school program is to remain cohesive for the benefit of all, no Association Board of Director shall implement negative discussion with high school administration concerning the girls' varsity program. Equally no high school advisor representative shall implement Association change without first consulting with Association Board of Directors

Section 5: Sportsmanship

The Association will promote good sportsmanship through self-discipline, goal-setting, and teamwork. The Association will focus on the process of practice, while downplaying the consequence of game conclusions.

ARTICLE 3: Association Membership

Section 1: Membership Definition

Membership in the Association shall be open to any family residing in the River Falls School District and to such other persons as the Board of Directors shall approve by a majority vote.

Section 2: Membership Activation

Membership shall be considered active upon selection of a daughter in the Association.

Section 3: Membership Vote

Each active member in the Association shall have one (1) vote at the Annual Meeting to determine the Board of Directors.

Section 4: Membership Termination

The Association Board of Directors shall have the authority to terminate a membership in its Association by a majority vote of the Board of Directors.

ARTICLE 4: Meeting of Members

Section 1: Annual Meetings & Special Meetings

The annual meeting of the Association shall be held each year in River Falls, WI, and set by the Board of Directors. The Board of Directors will set the time and place of the annual meeting and give 7 days notification to the Members. Members will be notified via the Association's website and/or social media via channels like facebook, email, instagram or other digital channels. At such meeting, the election of its members to the Board of Directors shall be held and the Treasurer shall present a financial report to its members. The Directors elected at such meeting shall take office immediately. Board of Directors and their respective email addresses will be listed on the Association website.

Special meeting can be called by a simple majority of the Board of Directors. A petition signed by two thirds of the voting members may call a special meeting.

ARTICLE 5: Board of Directors

Section 1: Definition of Office of the Board of Directors

The Board of Directors shall consist of a minimum of 5 members, who shall be elected at the annual meeting. The term of office of the Board of Directors shall be a maximum of 2 years after election in a single position.

Section 2: Vacancy of Board of Directors

Any vacancy shall be filled through appointment by the remaining Directors until the next election, at which time a person shall be elected to fill the unexpired portion of the term.

Section 3: Voting

A majority of the Board shall constitute a quorum for the transaction of any business at any regular or special meeting of the Board. The president shall abstain from voting unless indicated by a tie vote. A simple majority of the Board members present at any meeting shall constitute the passage of any motion.

ARTICLE 6: Officers

Section 1: Definition of Officer Positions

The officers of this Association shall be a President, Vice-President, Secretary, and Treasurer, and such others as the Board of Directors shall deem necessary.

Section 2: Term limits for Officer Positions

The officers of the Board of Directors shall serve a maximum term of 2 years in the same position unless there is no other interest from a member or other Board of Director. In this situation, the vote of the Board of Directors can extend terms up to 2 years by majority vote.

Section 3: Vacancy of Officer Positions

A vacancy in any office, because of death, resignation, removal, disqualification, or any other cause, shall be filled by the Board of Directors.

Section 4: Committee Positions

The Board of Directors may administer Association members to ad hoc committee positions. Ad hoc committee chairpersons may or may not serve on the Board of Directors. All ad hoc committees are approved by the Board of Directors.

Section 5: Expectation of Board Members

It is the expectation of each Board of Director to serve on an ad hoc committee. Any Board of Directors not serving on a committee and active in the membership can be removed by majority vote.

Section 6: Removal of Board Members

Any officer of the corporation may be removed from office by the affirmative vote of a majority of the Board of Directors in attendance at any meeting of the Board at which a quorum is present, so long as the notice of such meeting includes the possibility of such removal as an item of business to be undertaken at the meeting. Any officer may be removed by such an affirmative vote if, in the opinion of such majority, the best interest of the corporation will be so served, or if, in the opinion of such majority other sufficient cause exists for removal.

ARTICLE 7: Powers of the Board of Directors

Section 1: Powers of the Board of Directors

The Board of Directors shall have the power to call meetings of said Board and also of the membership when it deems such meetings are in the interest of the Association; to conduct, manage, and control the affairs, relations, business, and policies of the Association; and to make rules not inconsistent with the laws of the State of Wisconsin and the United States of America.

Section 2: By-Law Amendments

The Board shall have the power to amend the by-laws in such manner as required by the government of the United States of America and the State of Wisconsin, or either, so as to maintain or achieve tax exempt status, subject to approval by majority vote of the Board membership present.

Section 3: Dues & Levy Assessments

The Board may establish dues and levy assessments upon the membership, subject to approval by majority vote of the Board membership present.

Section 4: Powers of the Board of Directors

The Board shall have powers of control over the affairs of the Association not specifically reserved to the members by the by-laws, or by the laws of the State of Wisconsin of the United States of America.

ARTICLE 8: Amending the By-Laws

Section 1: Amendments to the By-Laws

Amendments changing the by-laws, may from time-to-time be made, by a two thirds (2/3) vote of the membership at annual or special meeting of the membership, but at no time can they be construed as to violate any law of the United States of America or the State of Wisconsin.

(these bylaws replace original bylaws adopted March 17, 2002)

Amendments to Articles to be listed below:

(outline amendment change and date it passed by Board of Directors)