

BY LAWS OF ELK RIVER GIRLS YOUTH BASKETBALL ASSOCIATION

ARTICLE I NAME, PURPOSE

Section 1.1 **Name.** The name of the corporation shall be the Elk River Girls Youth Basketball Association ("ERGYB").

The corporation is organized exclusively for charitable, religious, educational and scientific purposes as specific in §501(c)(3) of the Internal Revenue Code.

Section 1.2 **Purpose.** The purpose of this corporation is to promote girls youth basketball at all competitive levels and to provide opportunities for girls to develop skills while acting with integrity to encourage good sportsmanship and teamwork.

ARTICLE II MEMBERSHIP

Section 2.1 **Membership.** Membership shall consist of the parents or legal guardians of a child participating in the program, current coaches, and board members.

ARTICLE III BOARD OF DIRECTORS

Section 3.1 **Role, Size, Compensation.** The management and direction of the business of this corporation shall be vested in the board of directors.

The board shall have up to fifteen (15) directors and no fewer than eight (8) directors.

The directors receive no compensation but will receive one (1) registration fee (If daughter is in 4th grade, it is both in-house and travel fees for one child) waived per board director after completion of the fiscal year meeting (April). Check for the cost of registration will still be collected during the player registration period and will be released upon completion of the fiscal year and meeting. If a director resigns or vacates their term early, their check will be deposited for the registration fee.

Section 3.2 **Terms.** All board members shall serve three (3) year terms. Any director filling out an unexpired term for two (2) years or more shall be considered to have completed a full term.

Section 3.3 **Election of Directors.** Semi-annual meetings of the members of ERGYB shall be held at the conclusion of the In-House season and at the conclusion of the Travel season at a time and place determined by the board of directors. Notice shall be given through the communication channels used by the board of directors. At these meetings, members of ERGYB shall elect directors.

Section 3.4 **Election Procedures.** Nominations for new directors shall come from members of ERGYB. New directors shall be elected by a majority of the members present at the meeting. Directors so elected shall serve a term beginning at the regular May board meeting following their election.

The president, or in his or her absence, any director elected by majority vote of those directors present, shall preside at the meeting.

Members-at-large are appointed by the board of directors on an annual basis. A member-at-large is a non-voting board member.

Section 3.5 **Vacancies.** When a vacancy on the board exists mid-term, the secretary must receive nominations for new directors from the present board members two (2) weeks in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting. All vacancies will be filled only to the end of the particular board member's term.

Section 3.6 **Resignation, Termination and Absences.** Resignation from the board must be in writing and received by the secretary. A board member may be terminated if he or she has three (3) unexcused absences from board meetings in a year. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 3.7 **Meetings.** The board shall meet monthly at an agreed upon time and place.

Section 3.8 **Quorum.** No fewer than two-thirds of the directors of the board shall constitute a quorum necessary for the transaction of business at any meeting of the board of directors.

Section 3.9 **Notice.** Written notice should be sent to each board member one (1) week in advance of every board meeting.

Section 3.10 **Special Meetings.** Special meetings of the board of directors shall be called upon the request of the president or one-third of the board members. Written notice of special meetings shall be sent by the secretary.

Section 3.11 **Officers and Duties.** There shall be three (3) officers consisting of a president, secretary, and treasurer. The officers shall be elected by the board at the May board meeting. Their duties are as follows:

- a. The **President** shall convene regularly scheduled board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: secretary and treasurer.
- b. The **Secretary** shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained.
- c. The **Treasurer** shall make a report at each board meeting. The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and members of ERGYB.

Section 3.12 **Director Duties.** The following is a list of duties to be performed by members of the board of directions:

Travel Director
Travel Assistant
Coach Development Director
In-House Director
In-House Assistant/Referee Coordinator
Equipment Manager
Player Development/Varsity Liaison
Fundraising and Sponsorships
Elk River Tournament Director
Tournament Scheduler
Concessions Manager
Community Education Coordinator
Website Administrator

Section 3.13 **Assignment of Duties.** Each member of the board of directors will be assigned/elected to fulfill at least one of the listed duties at the May meeting of the board of directors.

The board may create new categories of duties as needed.

Section 3.14 **Conflicts of Interest Policy.** The board of directors adopts and agrees to be bound by the Conflict of Interest Policy as stated in the Articles of Incorporation.

ARTICLE IV COMMITTEES

Section 4.1 **Committee Formation.** The board may create committees as needed. The board President appoints all committee chairs, subject to approval by a majority of the directors. Committee chairs must be members of the board.

Section 4.2 **Executive Committee.** The three (3) officers and up to two additional board members shall serve as members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the executive committee shall have all of the powers and authority of the board of directors in the interim between meetings of the board of directors, subject to the direction and control of the board of directors. The executive committee shall also handle scholarship requests and confidential/sensitive issues. The executive committee must engage all Directors on updates, changes or issues pertaining to a previous majority vote by the Board. The executive committee shall keep regular minutes of its proceedings and submit the same for approval at each board meeting. An executive committee report must be given to the board of directors at the monthly board meeting.

Section 4.3 **Finance Committee.** The Treasurer is chair of the Finance Committee, which includes three (3) board members. The finance committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget. The board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the board. The fiscal year shall be from May through April. Quarterly reports are required to

be submitted to the board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to membership, board members and the public.

ARTICLE V
AMENDMENTS

Section 5.1 **Amendments.** These Bylaws may be amended, when necessary, by a two-thirds majority vote of the board of directors. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements.

THESE BYLAWS were approved at a meeting of the board of directors by a two-thirds majority vote.

Dated: _____

Signature

_____, Director
Printed Name

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Printed Name

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