

**BYLAWS OF
ASHWAUBENON GIRLS' YOUTH BASKETBALL ASSOCIATION, INC.**

a Wisconsin Non-Stock Corporation

**Amended and Restated
12/1/2010**

I. NAME

The name of the corporation shall be Ashwaubenon Girls' Youth Basketball Association, Inc. (AGYBA, Inc.)

II. MISSION STATEMENT

The Ashwaubenon Girls' Youth Basketball Association, Inc. (AGYBA) organization is a volunteer, non-stock, not for profit organization designed to offer a fun and competitive basketball environment for the K-12 youth of the community. AGYBA is focused to teach the basic skills of basketball through values of teamwork and respect while having fun. Our goal is to create a positive environment in which building self esteem is accomplished through positive reinforcement of skills while creating a team atmosphere. AGYBA strives to do this in a competitive fashion where lessons of basketball and life serve as a backdrop to education through sports.

The corporation is qualified under Section 501(c)(3) of IRC.

III. MEMBERS

The non-stock corporation shall not have members.

IV. AGYBA BOARD OF OFFICERS

Section I – AGYBA Board: a Board of Directors, which shall consist of 7-13 members. Shall govern AGYBA.

- A. Powers of Directors. Directors shall be granted the authority to manage the corporation to the extent provided by Wisconsin law.
- B. Term. The term of each director shall be 1 year except as stated below. A director can serve an unlimited number of consecutive terms.

- C. Election. Shall be per the attached "Rules". All new directors shall be elected by majority vote of the board of directors at the annual meeting except as stated below.
- D. Meetings of Directors.
1. Annual Meeting. There shall be an annual meeting of directors held during the month of August (first Sunday of August) during each calendar year. At the annual meeting, directors shall be nominated and elected by majority vote for vacant seats or expiring directors' terms.
 2. Regular Meetings. At its annual meeting, the board may set a schedule of regular board meetings for the period until the next annual meeting. A single written notice of regular board meetings will be given to all directors within 10 days following the annual directors' meeting. No further notice of regular directors' meetings shall be required.
 3. Special Meetings. Special meetings of directors may be called by the president or by any director. Special meetings shall be on one day written or e-mail notice, which shall describe generally the business to be transacted at the meeting.
 4. Place of Meetings. All meetings of directors shall be held within the state of Wisconsin.
 5. Voting. Voting shall be by directors present at the meeting. Proxy voting shall not be allowed. For purposes of voting, an odd number is needed. The majority will determine the outcome.
 6. Procedure. Meetings shall be conducted pursuant to Robert's Rules of Order unless procedure is approved by a two-thirds vote of directors present and voting.
 7. Alternate Voting Procedures. Acting by unanimous consent or conducting meetings telephonically shall be permitted to the extent and under the conditions permitted by law.
- E. Compensation. Directors shall receive no compensation but shall be entitled to reimbursement of out-of-pocket expenses as approved by the board of directors.

- F. Indemnification. Directors shall be entitled to indemnification for actions as directors to the extent permitted by Wisconsin law.
- G. Committees. The board of directors may establish any standing or special committees as it deems appropriate, provided that such committees may not exercise the powers of the board.

Section II – Officers

- A. President
 - Acts as the chairperson of the AGYBA Board
 - Acts as liaison between the board and the Ashwaubenon School District
 - Notify board members of all meetings
 - Prepare all board meeting agendas
 - Preparation of an annual operating budget in conjunction with the Treasurer and Varsity Coach to include equipment expenses, summer league fees, entry and player fees, and instructional clinic fees
- B. Vice President
 - Coordinates activities as designated by the President
 - Carry out any other duties as assigned by the board
- C. Varsity Coach
 - Preparation of an annual operating budget in conjunction with the President and Treasurer to include equipment expenses, summer league fees, entry and player fees, and instructional clinic fees
 - Responsible for conducting winter clinic
 - Responsible for administering a coaching clinic for all AGYBA coaches
 - Assist the tournament director in coordination of the “AGYBA Super shootout”
 - Coordinates the notice to participate to girls eligible for the program
 - Coordinates the recruiting and supervision of all coaches
 - Schedules practices for tournament teams
 - Coordinate distribution of clinic brochures to each school
- D. Secretary
 - Keep minutes of all board meetings
 - Keep a file of all board minutes for future reference
 - Submit all meeting minutes to the board
 - Plan and schedule year end coaches party
 - Carry out any other duties as assigned by the board

- E. Treasurer
- Register travel teams in tournaments
 - Contact youth coaches and confirm registrations
 - Mail check and rosters to tournament directors
 - Keep a ledger of all purchases, income, legal reports and expenses for all functions of AGYBA
 - Manage all accounts and payment of bills
 - Collect and deposit all incoming monies to AGYBA
 - Submit books when requested by the AGYBA board
 - Present a monthly report of all cash receipts and expenditures to the board for review
 - Carry out any other duties as assigned by the board
 - Preparation of an annual operating budget in conjunction with the President and Varsity Coach to include fees, and instructional clinic fees
- F. “Super Shootout” Tournament Director
- Responsible for all tournament registrations and roster submissions
 - Coordinate all activities for the AGYBA “Super Shootout” (see director binder)
 - Coordinate all concession stand activities
 - Coordinate all referees
 - Coordinate bake sale activities (5th grade parents/players) with a 5th grade parent
 - Coordinate all clock/book workers (high school players)
 - Responsible for trophies, programs, brackets, etc.
- G. JV Coach
- Assist the President and Varsity Coach in any pertinent AGYBA function
- H. Website Coordinator
- Develop and maintain website operations
- I. At Large Positions
- Assist the President/Varsity Coach in any pertinent AGYBA functions
- J. Open Board Positions
- Any open board officer positions will be filled first from current board members

- Any board vacancy not filled by a current board member will be solicited for by public notice or other methods determined by the board.

V. OFFICERS

- A. In General. The officers of the corporation shall be consistent with the above.
- B. Election and Terms. The officers shall be elected by the board of directors. Each officer shall serve a term of one year. An officer may be removed by a two-thirds vote of the board at any time.
- C. Duties. The duties of each officer shall include, but not be limited to, duties prescribed by law and those additional duties set forth herein. The President may assign additional duties to any officer as the President deems appropriate.
- D. Officers are required to be members of the board of directors.
- E. One person may not hold more than one of the above offices.
- F. All officers shall serve without compensation except that they may be reimbursed for actual out-of-pocket expenses incurred in performance of the duties of their office.

VI. FINANCIAL ADMINISTRATION OF AGYBA

Section I – Balance

- AGYBA will maintain a minimum of \$1,000 reserve balance at all times.

Section II – Budget

- The Varsity Coach, in conjunction with the President and Treasurer, will be responsible for submitting an annual budget of expense and needs for approval by AGYBA by August of a given year
- Items approved in the annual budget will not require AGYBA board approval at the time of expenditure
- Year-end treasurer's report by July 31

Section III – Revenue

- AGYBA income will be generated from:
 - Fall clinic registration fees
 - Youth tournament participation fees
 - AGYBA “Super Shootout” tournament and concession income
 - Various fundraising activities as designated by the board
 - Outside donations
- All fees to be charged will be reviewed by the board annually to ensure adequate income for AGYBA activities

Section IV – Scholarship Fund (see attached sheet)

- A scholarship fund will be maintained for the purposes of creating scholarships for senior girls who have been active participants in 4 years of high school basketball at Ashwaubenon or approved at the discretion of the board
- Guidelines for the scholarship will be given prior to seniors on awards night. They will also be acknowledged on this night.
- Treasurer will be responsible to maintain an adequate scholarship account balance
- If scholarship balance falls below \$5,000, the board is required to reallocate funds to keep balance above that level

VII. WINTER CLINIC / LEAGUE AND TOURNAMENT PARTICIPATION

- The Varsity Coach will conduct a 4-6 session winter clinic
- Grades 1 – 8 registration fee required to attend the clinic
- Board members will help in the distribution of registration forms and coaching the athletes at the clinics
- Clinics will consist of primarily fundamental and team building
- Athletes must participate in the fall clinic to play on a winter travel team or be approved by discretion of the AGYBA board
- Ashwaubenon residents, school of choice students, or students with intent to attend Ashwaubenon schools
- Third grade will participate in the clinic and have the opportunity to play in up to three tournaments/league dates sponsored by AGYBA
- Fourth and fifth will participate in the clinic and have the opportunity to play in up to five tournaments/league dates sponsored by AGYBA
- Sixth grade through eighth grade will participate in the clinic and have the opportunity to play in up to seven tournaments/league dates sponsored by AGYBA. Additional tournaments may be added at the discretion of the board
- AGYBA will sign teams up for tournaments/league dates ahead of time
- If invited to the state tournaments/league dates, AGYBA may sponsor the 5th, 6th, 7th, and 8th grade teams to participate in this tournament

- Any additional tournaments will be privately funded or funded at the discretion of the board

VIII. TOURNAMENT TEAMS AND COACHES

Section I – Team Selection and Expectations

- Every player will be required to pay a participation fee to help cover the cost of tournament registration fees
- Number of teams for each grade will be dependent upon number of participants. Maximum number of girls per team will be 18 – 20. If there are 18 or more players, teams will be divided at the discretion of the board.
- Third, fourth and 5th grade – equal team(s), playing time will be kept equal based on practice attendance and willingness to learn as determined by the coaches.
- Sixth, seventh, and eighth grades – teams will be divided evenly based on discretion of the board. Skill level, effort and practice attendance will help determine playing time. Concerns with playing time should be handled between the player, parents and head coach. If not resolved, parent may approach the board with concerns for resolution.

Section II – Coaches

- All coaches are volunteers. Most coaches are parents of players. Efforts will be made to have the 7th and 8th grade coach be a non-parent. Coaches will be approved by the board.
- Parents will coach where their daughter is placed; they do not have a choice of which team they would like to coach on
- Coaches (2 per team) will receive a free coaching shirt
- Coaches will contact the tournament scheduler to verify and schedule tournaments
- Coaches must attend a mandatory coach's clinic

Section III – Practices

- Each team will practice up to 3 times per week
- Any practice changes or request will be done through the Varsity Coach
- If there is more than one team per grade, both teams will run practices together, if possible

IX. MISCELLANEOUS

- A. Tax Year. The tax year of the corporation shall end December 31.
- B. In addition to any other powers provided herein or by law, the board of directors may authorize one or more officers of the corporation to

execute and deliver instruments, open bank accounts, execute checks and drafts in the name of the corporation, make or obtain loans, and sell, assign, or pledge securities.

- C. Whenever these bylaws require written notice to directors, such notice shall be mailed to each director by certified mail, return receipt requested, to the director's address as shown on the records of the corporation. Each director shall be responsible for advising the corporation of his, her or its current mailing address. In all cases, notice shall be deemed given on the date of mailing.

X. AMENDMENT

- A. These bylaws may be amended by a vote of two-thirds of the entire board of directors at a duly called regular or special meeting of the board, provided that written notice of the text of any proposed amendment must be given to each director at least 10 days prior to the date of the meeting.

The undersigned, being all of the directors of Ashwaubenon Girls' Youth Basketball Association, Inc., a Wisconsin non-stock corporation, acting pursuant to section 181.0821 of the Wisconsin Statutes, unanimously adopt the following resolutions:

RESOLVED, that the Rules of Ashwaubenon Girls' Youth Basketball Association, Inc., are attached as Exhibit A, and are adopted in full.

FURTHER RESOLVED, that the acts of the incorporators are ratified and approved.

FURTHER RESOLVED, that the following individuals are elected to the offices set forth next to their names and each shall be a director for a term of 1 year from the date of this resolution:

NAME	OFFICE
Mike Bettiga	President
Chuck Edlebeck	Vice President
Dave Herzog	Varsity Coach
Kim Farrell	Secretary
Dan Lemens	Treasurer
Jamie Averbek	Super Shootout Tournament Director
Cortney Biese	JV Coach
Tom Kraus	At Large
	Website Coordinator
George Semenak	At Large
Mary Earney	At Large
Gail Enke	At Large
Kathy Rolling	At Large
Shawn Hauser	At Large

FURTHER RESOLVED, that the treasurer is authorized and directed to open a checking and/or a savings account for the corporation at Bank Mutual, Green Bay, Wisconsin, and that the President and Secretary are authorized and directed to execute such printed resolutions as may be necessary and appropriate to open such account.

FURTHER RESOLVED, that the treasurer is authorized and directed to pay the expenses incurred by the incorporators in organizing the corporation.

FURTHER RESOLVED, that a committee consisting of three members of the board be appointed to procure necessary insurance for the corporation.

FURTHER RESOLVED, that regular meetings of the board shall be held without special notice on the first Monday of each month at Ashwaubenon High School.

FURTHER RESOLVED, upon dissolution, (by majority vote of the Board of Directors) of the organization, all debts shall be paid in full and satisfied. All remaining assets shall be distributed to any charitable/non-profit entity for use and promotion of Ashwaubenon Girls' Youth Basketball or similar activity.