

**BY-LAWS OF**  
**RIVER FALLS GIRLS BASKETBALL ASSOCIATION, INC.**

Adopted March 17, 2002

**ARTICLE 1: Name & Duration**

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 that a majority decision of its members or board of directors, as hereinafter constituted, may terminate it.

Section 3: Dissolution

In the event of dissolution of the Association and after liquidation, all assets are to become property of the Parks and Recreation department of the city of River Falls, WI.

**ARTICLE 2: Goals and Purposes**

Section 1: Traveling Teams

The goal and purpose of the Association is to continue participation in basketball, through competitive traveling teams, in grades four through eight (4-8), for girls. Teams will be divided as stated for each grade level. The 4<sup>th</sup> grade will be split as evenly as possible, with the emphasis on skill development and as equal participation as possible in games. The 5<sup>th</sup> and 6<sup>th</sup> grade teams will be split as evenly as possible, with the emphasis on continued skill development and as equal participation as possible in games. The 7<sup>th</sup> and 8<sup>th</sup> grade teams will be divided using the following format depending upon number of participants. Teams will be split into an "A" (Gold) team and a "B" (Blue) team. Team selection will be made by a committee selected by the Board of Directors, using a tryout method to determine player abilities. Committee recommendations as well as past coaches input will be used for selection. These two teams will each participate in tournaments equal to their level of competition. Playing up a grade level will be permitted in the 5<sup>th</sup> grade only, meaning a 4<sup>th</sup> grade student may be allowed to play with the 5<sup>th</sup> grade team if her abilities warrant such placement. Upon entry into the 5<sup>th</sup> grade said player will play with her respective class from then on through her four years of participation in the traveling program. No exceptions to this rule will be allowed. The team coach'(s) will determine participation in games for grades 6, 7 & 8. They will attempt to develop players and a winning tradition. A standard parental orientation will be conducted by a member of the Board and the coaches. The 4<sup>th</sup>

grade program will foster a general understanding of the game of basketball and will serve as an entry level to the game. Depending on coaching ability and amount of children a 4<sup>th</sup> grade team may form and participate in game(s) with other surrounding communities.

#### Section 2: Instructional and Developmental Program

The Association may offer instructional basketball activities to girls in grades one through four (1-4). These activities may include clinics, small- or full-sided games, and intramural games. The Association may offer third (3rd) and fourth (4th) grade organized scrimmage.

#### Section 3: School Support

The Association will support and work in conjunction with the School District of River Falls Schools basketball program, while remaining autonomous. The Association's efforts are ultimately directed at developing players for a successful varsity program. One or more representative(s) from the girls' varsity basketball program will act as advisor(s) to the Board to assure the interests of the school programs are supported. The school representative(s) shall serve in an advisory capacity, without voting rights, but may stand for election to the Board at the annual meeting of the membership.

#### Section 4: Sportsmanship

Our purpose is to give youth in our school district the opportunity to have fun through basketball. This is accomplished through developing self-discipline, team spirit, physical and mental fitness. We encourage good sportsmanship in winning and losing and respect for people and property.

#### Section 5: Coaches

Coaches for traveling teams will be selected based on interest, attitude, and basketball knowledge. Coaches will be selected by the Association Board of Directors.

### **ARTICLE 3: Association Membership**

Section 1: Membership in the Association shall be open to any family residing in the River Falls School District, provided such family shall promote the purpose of this Association and to such other persons as the Board of Directors shall approve by majority vote at any regular or special meetings.

Section 2: Membership shall be considered active upon selection of a daughter in the traveling program.

Section 3: Each active member in the Association shall have one (1) vote.

Section 4: The Board of Directors shall have the summary powers to terminate the membership rights of any member whose conduct the majority of the Board shall deem detrimental to the purpose of the organization. The termination of membership rights shall be made upon written complaint specifying the grounds for the action, shall be sent to said member, by certified U.S. Mail at his/her last known address and may be appealed to a special or regular meeting of the membership held not less than ten (10) days nor more than fifteen (15) days after application to the Secretary of the Association for such hearing. It shall take a two-thirds (2/3) vote of membership in attendance to over-rule the decision of the Board.

Section 5: The Board of Directors may terminate the rights of any member without termination of other member's rights within the same family under the same procedure as set forth under Section 4 above. In the event the Board's decision is overruled, the Board shall accept the decision of the membership and immediately reinstate the member's active status. The secretary shall record the same as it would the normal business of the Association.

Section 6: In the event an active members membership rights are terminated, that member shall be considered inactive, and shall lose her voting right.

#### **ARTICLE 4: Meeting of Members**

Section 1: The annual meeting of the Association shall be held during the months of March or April or May or June of each year in River Falls, Wisconsin, at such time and place as shall be specified in the annual meeting of the prior year or at such other time as the Board of Directors shall choose but only upon public notification in the River Falls Journal not less than seven (7) days prior to such meeting. At such meeting, the election of members to the Board of Directors shall be held and the Treasurer shall present a financial report to the members. The Directors elected at such meeting shall take office immediately after the meeting is ended. The Secretary shall present a list of members and their addresses.

Section 2: Special meetings may be called by majority of the Board of Directors or upon written application for such meeting by not less than a number equal to twenty-five percent (25%) of the active membership at the time of the last annual meeting. The Secretary shall then call such meeting for a time not less than seven (7) days nor more than twenty (20) days after receipt of the application and given written notice of the time and place in River Falls, Wisconsin, at which said meeting is to take place.

#### **ARTICLE 5: Board of Directors**

Section 1: The Board of Directors shall consist of five to eleven members, who shall be elected at the annual meeting by the members of the Association who on said date were eligible to vote. The term of office of the Board Members shall be two (2) years from and after election. Special exception maybe granted for (1) year if person communicates wishes prior to seeking membership.

Section 2: The annual meeting of the Board of Directors shall be held within 30 days following the annual meeting of the membership.

Section 3: 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 un-expired portion of the term.

#### **ARTICLE 6: Officers**

Section 1: 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: Each officer shall be a member of the Association and the Board of Directors and shall be chosen by the Board of Directors at the first meeting of the Board following the annual meeting of the members.

Section 3: The officers of this Association shall serve a term of one (1) year.

Section 4: A vacancy in any office, because of death, resignation, removal, disqualification, or any other cause, shall be filled by the Board of Directors.

Section 5: The President shall oversee the smooth and effective operation of the Board and shall perform all duties by law required of such officer. Specifically, the President shall serve as presiding officer of the Board, determine the need for Board action and set the agenda for Board meetings.

Section 6: The Vice-President shall, in the absence of the President, perform the duties of the President.

Section 7: The Secretary of the Association shall perform all duties as required by law and shall keep records of all meetings, votes, and memberships; shall give directed notices; and shall perform such other record keeping as usual with such office or as required by the Board of Directors or the President.

Section 8: The Treasurer shall perform all duties required by law; shall keep and maintain an adequate and correct account of the property and financial transactions of the Association; shall deposit all monies in the name and to the credit of the Association in a bank designated by the Board of Directors; and shall, at the annual meeting or upon request of the President, give a complete and accurate accounting of all assets and liabilities of the Association.

#### **ARTICLE 7: Powers of the Board of Directors**

Section 1: 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: 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: The Board may establish dues and levy assessments upon the membership, subject to approval by majority vote of the Board membership present.

Section 4: 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 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 meetings 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.

### **AMENDMENTS TO THE BY-LAWS**

- I.** EXPIRED 2003: The original Board of Directors, constituted to create these By-Laws and establish the Association, shall serve a term of one (1) year or until a meeting of the membership elects a new Board, pursuant to Article 5, Section 1, at the annual meeting of the full membership in the spring of 2003. This Amendment will expire when the new Board is elected.
- II.** Each Member elected to the Board of Directors pursuant to Article 5, Section 1, at the annual meeting, will serve a minimum term of two (2) years. Passed at Annual Meeting 2003.
- III.** Article 2 goals and purposes - section 1 was updated to include to 4<sup>th</sup> grade addition to the RFGBA as it relates to involvement in tournaments.
- IV.** Article 1 update to Name and Duration. Added Sections 1 addressing the duration of the association and section 3 addressing the dispersal of assets upon termination of the association.
- V.** Article 5 was amended to reflect aspect of special consideration of board member who communicates ability to only serve 1 year prior to selection process
- VI.** Article 4 was amended to include the month of June
- VII.** Article 1, Section 1 – The plural from Girls was removed  
Article 1, Section 3 – The label “Dispersal” was changed to “Dissolution”  
Article 2, Section 3 – Updated from “River Falls Schools” to “School District of River Falls”  
Article 2, Section 3 – Clarified the text and specified that the representative will be from the girls’ varsity basketball program  
Article 3, Section 3, 4 – Removed the definition of family and reference to family as defined in membership. Simplified actions down to terminate or termination and removed reference to expulsion and suspension.

Article 3, Section 6 – added as new

Article 4, Section 1 – Changed to River Falls Journal

Article 6, Section 5 – Removed the label Chief Executive Officer and clarified the role of the President.

Article 6, Section 1 and 6 – Removed the label Executive from “Executive Vice President”.

**By-laws amended February 2, 2011**