

BY-LAWS

OF THE

ALBANY YOUTH BASKETBALL ASSOCIATION

ARTICLE I

BOARD OF DIRECTORS

Section 1.1 General Powers - The property, affairs and business of this non-profit organization shall be managed by the Board of Directors.

Section 1.2 Number, Qualification, and Term of Office – The number of directors shall be 13(thirteen). One director shall be elected President by a majority vote of the directors. Each director shall be a natural person of full age and shall hold office until his or her successor shall have been elected and shall qualify and take office, or until his or her death, resignation, or removal as hereinafter provided. Directors shall serve no more than ten years. Each director shall be entitled to one vote.

Section 1.3 Organization - At each meeting of the Board of Directors, the President or a chairperson chosen by a majority of the directors present shall preside. The Secretary of this corporation shall act as secretary of the meeting.

Section 1.4 Resignation - Any director of this organization may resign at any time by giving written notice to the AYBA board. The resignation of any director shall take effect at the time, upon receipt of written notice.

Section 1.5 Vacancies – Any vacancy on the board shall be filled by a vote of the remaining directors and each director so chosen shall hold office until the next annual election.

Section 1.6 Quorum and Manner of Acting – Except as otherwise provided by statute or by these By-Laws, a majority of the total number of directors shall be required to constitute a quorum for the transaction of business at any meeting. Board members must attend 80% of the scheduled meetings for that year. Failure to do so would be grounds for dismissal.

Section 1.7 Removal of Directors - Any director may be removed, either with or without cause, at any time, by a majority vote of the board.

Section 1.8 Proxies - Proxies shall not be allowed or used.

Section 1.9 Meetings - All parents or guardians of players in the AYBA, in good standing, are allowed to attend regularly scheduled meetings. In the event that confidential matters are to be discussed the Board may adjourn into an executive session or excuse the parents in attendance. Should an AYBA parent or guardian request to address the Board on a specific issue/s it will be the policy of the Board to make such a request in writing to the president. All such requests will be required to be in writing and provide a brief description of the nature and background of issue/s. The requests should also indicate approximately how much time should be allotted for the presentation and discussion. Once submitted the request will be added to the next scheduled Board meeting agenda and the parent or guardian will be notified of the date, time and place of the meeting.

ARTICLE II

OFFICERS

Section 2.1 Number - The officers of this organization shall be President, Vice President, Secretary and Co-Treasurers, and if the Board of Directors shall so elect, such other officers as may be appointed by the Board of Directors.

Section 2.2 Election, Term of Office and Qualifications - All officers shall be elected by a majority vote of the Board of Directors. Officers must be a director of the organization. Elections shall take place in the last scheduled meeting of each basketball season.

Section 2.3 Resignation - Any director of this organization may resign at any time by giving written notice to the AYBA board. The resignation of any officer shall take effect at the time upon receipt of written notice.

Section 2.4 Removal of Officers - Any officer may be removed, either with or without cause, at any time by a majority vote of the directors.

Section 2.5 Vacancies - Any vacancy in any office shall be filled by a vote of the remaining directors.

Section 2.6 President - the President when present shall preside at all meetings of the AYBA board of Directors; shall see that all orders and resolutions of the AYBA board are carried into effect.

Section 2.7 Vice President - The Vice President shall preside over meetings when the President is absent. The Vice President shall also communicate with each team representative and also serve as the tournament chair

Section 2.8 Secretary - The Secretary shall be secretary of the organization and when present shall record proceedings of all meetings of the AYBA board; shall keep a register of the names and addresses and emails addresses of all parents or guradians on AYBA players; shall at all times keep on file a complete copy of all amendments and restatements and a complete copy of these By-Laws; when directed to do so, give proper notice of meetings,

Section 2.9 Co-Treasurers - The Co-Treasurer shall keep accurate accounts of all moneys of this organization received or disbursed; shall deposit all moneys received by this organization, shall disburse the funds of this organization;

Section 2.10 Other officers, Agents, and Employees - This organization may have such other officers, agents, and employees as may be deemed necessary by the AYBA board of Directors. Such other officers, agents, and employees shall be appointed in such manner, have such duties, and hold their offices for such term as may be determined by resolution of the AYBA Board.

Section 2.11 Special Advisors - The special advisors shall act as a liaison between the AYBA board and the Albany Area School. Duties shall be but not limited to, practice techniques and coaching philosophy.

ARTICLE III

FINANCIAL MATTERS

Section 3.1 Accounting System and Audit - The AYBA board shall cause to be established and maintained, in accordance with generally accepted accounting principles applied on a consistent basis, an appropriate accounting system for this organization. The AYBA Board shall cause the records and books of account of this organization to be audited, as it may deem necessary or appropriate and may retain such person or firm for such purposes, as it may deem appropriate.

Section 3.2 Compensation - The AYBA Board may at any time, by majority vote, reimburse expenses incurred by any director, officer, agent or employee of this organization for personal services rendered to this organization, but only if and to the extent that the performance of such service or the incurrence of such expense is directly in furtherance of the charitable purposes of this organization and the compensation or the amount of expenses paid or reimburses is reasonable and not excessive.

ARTICLE IV

AMENDMENTS

The AYBA Board may amend this organization's By-Laws to include or omit any provision which could lawfully be included or omitted at the time such amendment or restatement is adopted.

ARTICLE V

RULES OF ORDER

Robert's Rules of Order, latest edition, shall be recognized as the authority governing the meetings of the organization.