



IRONDALE BASKETBALL ASSOCIATION

BY-LAWS

August 2011

IBA By-Laws

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BY-LAWS OF THE IRONDALE BASKETBALL ASSOCIATION

ARTICLE I - NAME AND OBJECTIVES

A. **Name.** This corporation will be known as the IRONDALE BASKETBALL ASSOCIATION, INC., hereinafter called the "IBA".

B. **Standing.** The IBA is and will at all times be a nonprofit, community service organization in good standing under the laws of the State of Minnesota.

ARTICLE II – PURPOSE, ELIGIBILITY AND SCOPE OF ACTIVITIES

A. **Purpose.** The purpose of the IBA is to provide an opportunity for boys and girls to play the game of basketball, with emphasis on sportsmanship and teamwork, and to provide a favorable atmosphere to fully develop each boy and girl who participates in its activities.

B. **Eligibility.** It is the intent of the IBA to confine its eligibility for participation to boys and girls who reside in the school attendance boundaries of Irondale High School, regardless of their actual school attendance. Boys and girls in grades one through eighth are generally eligible to participate in IBA activities.

C. **Activities.** The IBA will annually sponsor an Instructional Program and a Competitive Program, as well as other activities in accordance with its purpose.

ARTICLE III - MEMBERSHIP

A. **Purpose:** The purpose of the membership of the IBA is to annually elect the organization's Board of Directors.

B. **Members.** The membership of the IBA will consist of those persons currently elected to the Board of Directors, together with all persons who are hereafter elected to membership by an affirmative vote of two-thirds of all those members entitled to vote.

C. **Term.** Individuals will hold membership for one year. There is no limit on the number of terms served. Individuals will be elected at the annual meeting of the membership.

D. **Voting.** Each member will have one vote at the annual meeting of the membership.

E. **Removal.** Any member may be removed for any reason by the affirmative vote of two-thirds of all those members entitled to vote.

F. **Resignation.** Any member may resign by filing a written notice with the Secretary of the Board of Directors.

G. **Officers.** The officers of the Board of Directors will serve as the officers of the membership.

H. **Annual Meeting.** The annual meeting of the membership will be held in April of each year. Notice of the time and place of the annual meeting will be sent to each member at least ten days prior to the meeting.

I. **Special Meetings.** Special meetings of the membership may be called by the President of the Board of Directors at any time on his or her own initiative, or by the Vice President or Secretary of the Board of Directors upon request of five members made to either of these officers in writing. Notice of special meetings will be electronically mailed to either of these officers. At such special meetings, the only business that will be considered is that which is specified in the meeting notice.

J. **Quorum.** At all meetings of the membership, either annual or special, a majority of all members will constitute a quorum. If a quorum is not present, the presiding officer may adjourn the meeting to a day and time fixed by the presiding officer.

K. **Order of Business.** At all meetings of the membership, the order of business will be by agenda established by the President of the Board of Directors or other presiding officer.

ARTICLE IV - BOARD OF DIRECTORS

A. **Purpose.** The purpose of the Board of Directors will be to provide general management of the affairs, funds and property of the IBA.

B. **Number.** The number of Directors will not be more than 15 and not less than five.

C. **Election.** The Board of Directors will be elected at the annual meeting of the membership. Each member present will be entitled to one vote for each Director to be elected and the candidate receiving a majority of the votes cast will be elected.

D. **Term.** Directors will hold offices for one year or until new Directors are elected.

E. **Removal.** Any Director may be removed from the Board for any reason by the affirmative vote of two-thirds of the Board of Directors.

F. **Resignation.** Any Director may resign by filing a written notice with the Secretary of the Board of Directors.

G. **Vacancies.** If a vacancy occurs among the Board of Directors, the vacancy may be filled and, if so, filled by an affirmative vote of two-thirds of the Board of Directors.

H. **Meetings.** Meetings of the Board of Directors will be held at least on a monthly basis from August to May and more frequently if, in the judgment of the President of the Board of Directors, more meetings are necessary to conduct the business of the IBA.

1. **Quorum.** At all meetings of the Board of Directors, a majority of Directors will constitute a quorum. If a quorum is not present, the presiding officer may adjourn the meeting to a day and time fixed by the presiding officer.

2. **Order of Business.** At all meetings of the Board of Directors, the order of business will be by agenda established by the President or presiding officer.

3. **Voting.** Directors are entitled to one vote per issue presented to the Board of Directors.

4. **Notice.** Notice of the time and place for each meeting of the Board of Directors will be e-mailed to each Director at least one week prior to such meetings.

5. **Open Meetings.** Attendance at all the meetings of the Board of Directors will be open to members of the general public.

I. **Duties and Powers.** The Board of Directors will have full power and duty to carry out the purposes of the IBA according to its Articles of Incorporation and By-Laws, and to establish such policies and procedures as are reasonable or necessary to accomplish its objectives.

ARTICLE V - OFFICERS

A. **Election.** The Board of Directors will elect a President, a Vice President, a Secretary and a Treasurer. Officers will be elected at the Annual Meeting in April which is held just prior to / or immediately following the April monthly board meeting.

B. **Term.** Officers elected will hold offices for one year or until new officers are elected.

C. **Duties.** The duties of the officers are as follows:

1. **President.** The President will preside at all meetings of the membership and the Board of Directors, and will appoint such committees as he or she or the Board of Directors considers expedient or necessary.

2. **Vice President.** In the absence of the President, the Vice President will perform the President's duties.

3. **Secretary.** The Secretary will keep the minutes of all meetings of the membership and of the Board of Directors, and will present such minutes at the next meeting for approval. The Secretary will e-mail out notices for meetings of the membership and Board of Directors in accordance with these By-Laws. In the absence of the President and Vice President, the Secretary will perform the President's duties.

4. Treasurer. The Treasurer will have charge of all receipts and monies of the IBA, deposit them in the name of the IBA in a bank approved by the Board of Directors, and disburse funds as ordered or authorized by the Board of Directors.

The Treasurer will report the financial status of the IBA to the Board of Directors at each meeting. The Treasurer may delegate financial matters regarding the Competitive Program to the Competitive Director. In the absence of the President, Vice President and Secretary, the Treasurer will perform the President's duties.

ARTICLE VI - DIRECTORS AND COORDINATORS

A. Positions. The IBA will maintain the following positions.

1. Girls Competitive Director
2. Boys Competitive Director
3. Instructional League Director
4. Registration/Web-site/Advertising Coordinator
5. Scheduling Coordinator
6. Tournament Director
7. Volunteer Coordinator
8. Equipment Coordinator
9. Referee Coordinator
10. Trophy Coordinator
11. Coaches Background Coordinator

B. Accountability. Each Director or Coordinator will be accountable for all aspects of the position (set forth in the job descriptions in Attachment A).

C. Election. The Directors / Coordinators shall be assigned at the annual meeting.

D. Vacancy. Upon vacancy, the President may appoint a replacement to fulfill any current opening.

E. Removal. The Board of Directors may remove a position director / coordinator with or without cause, by a 2/3rd vote.

ARTICLE VII - MEETINGS

A. Annual Meeting of the Board of Directors. The annual meeting of the IBA Board of Directors shall held in the month of April of each year.

B. Special Meetings of the Board of Directors. The President or any Board of Director upon request to the President may call special meetings of the Board of Directors. Notice of the special meeting must be provided at least 48 hours in advance of such meeting and said notice must specify the purpose of the special meeting.

C. Order of Business. At all meetings of the IBA, the order of business shall be by agenda established by the President or other presiding officer. The agenda and minutes of the previous meeting shall be reviewed and approved.

D. Meetings of the Board of Directors. Meetings of the Board of Directors shall be on a monthly basis and usually on a Wednesday of the Month unless otherwise specified by the President with at least 48 hour notice of said change.

E. Public Attendance at Board of Director Meetings. IBA Board of Director meetings are open to all parents/guardians of IBA participants and the agenda shall permit parents/guardians to bring special issues before the Board of Directors at Open Forum.

F. Open Forum. This Open Forum will be the first order of business. Issues brought up at Open Forum will be assigned to the appropriate Officer or Position Director and will be reported back at the next regular meeting. The Officer or Position Director will also provide a response directly to the individual who brought the issue to the attention of the IBA Board of Directors. The President or presiding Officer will determine the length of time for the Open Forum.

G. Executive Session. The Board of Directors, by majority vote of the Directors present, may elect to adjourn to an executive session to discuss items of a confidential or sensitive nature.

H. Quorum for Board Meetings. A simple majority of the current Board of Directors shall constitute a quorum. Only when a quorum exists can any motions be presented or voted upon. Even if a quorum of the current Board of Directors ceases to be present a meeting can be adjourned.

I. Votes of the Board of Directors. Assuming a quorum has been achieved, unless otherwise specified, all votes of the Board of Directors will require a simple majority of the Board of Directors then present at the meeting to carry.

J. Parliamentary Authority. The rules contained in the current edition of Robert's Rules of Order shall govern the meeting of the Corporation in all instances in which they are not inconsistent with the By-Laws or special rules of the corporation.

ARTICLE VIII - COMPENSATION OF DIRECTORS, COORDINATORS, OFFICERS AND COACHES

A. COMPENSATION. Neither Directors, Coordinators, Officers nor Coaches will receive any salary or compensation for services rendered to the IBA as a member, director, officer or coach. However, nothing in the foregoing will limit a member, director, officer or coach from serving in a position for which the IBA normally provides compensation (e.g., referees).

ARTICLE IX - PROVISIONS CONTRARY TO LAW

Any portion of this document which violates any provisions of the laws of the State of Minnesota or the United States, or any rules or regulations of the Minnesota State High School League, either now or hereafter, will be null and void and without force or effect. If any provision of this document or the application of any such provision under any circumstances is held invalid, it will not affect any other provisions of the document or the application of such provision under other circumstances. The IBA reserves the right to amend any provision of these By-Laws as necessary to comply with State or Federal laws, or the rules and regulations of the Minnesota State High School League.

ARTICLE X - MISCELLANEOUS

A. Amendment of By-Laws. These by-laws may be amended only by a 2/3rd vote of all current members of the Board of Directors at a meeting of the IBA Board of Directors.

B. Notices. All notices to the members and Directors will be e-mailed to their addresses as given on the books of the IBA and such mailings will constitute presumptive evidence of service thereof.

C. Indemnification. To the fullest extent permitted by law the Corporation shall indemnify its Directors, Officers, employees and other agents including persons formerly occupying such positions against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with any proceeding stemming from their position with the Corporation.

The Corporation shall have the power to purchase and maintain insurance for the above purposes.

The Corporation shall carry general liability insurance.

Amended: August 3, 2011

_____ President	_____ Date
_____ Vice President	_____ Date
_____ Secretary	_____ Date
_____ Treasurer	_____ Date

Attachment A - Director / Coordinators

1. Webmaster/Registration Coordinator:

1.1 The Registration Coordinator is responsible for the coordination of all registration activities for the Instructional and Competitive Programs. Responsibilities include:

With the IBA board, set registration dates (early September for fall season, late November for winter season) obtain the number of teams from the Instructional and Competitive Directors.

1.2 Make posters and deliver flyers to all elementary and middle schools in the Irondale High School attendance area, as well as to the New Brighton and Moundsvie Parks and Recreation Departments. (Obtain approval in advance from school district office to distribute materials.)

1.3 With the publicity coordinator, arrange for registration notices to be placed in all publicity outlets two to four weeks prior to the registration dates.

1.4 Arrange for a walk-in registration location and staffing on a weekday evening and weekend morning.

1.5 Collect and tally all registration forms.

1.6 With the Instructional Director, conduct a random placement of players on teams; complete team rosters and distribute to the equipment, scheduling, as well as the school representatives and the IBA Secretary.

1.7 Work with the Instructional Director to help recruit coaches.

1.8 Deliver all registration fees to the IBA Treasurer.

1.9 Maintain updated rosters for all teams.

2. Equipment Coordinator:

2.1 The Equipment Coordinator is responsible for maintaining, distribution, collection and ordering of equipment used in all IBA programs.

2.2 Distribute basketballs and uniforms to the Instructional coaches.

2.3 Distribute clocks, scoreboards, first aid kits and other equipment to Instructional coach's game sites.

2.4 Order T-Shirts for all Instructional participants and distribute T-Shirts to Instructional Coaches.

2.5 Collect all equipment at the end of the season.

2.6 Inspect all equipment, repair damaged equipment and recommend to the IBA board the purchase of additional equipment.

2.7 Assist the Competitive Director in the ordering of approved equipment for the traveling program.

2.8 Maintain inventory records for all IBA equipment.

2.9 Assist in maintaining orderly and safe storage facilities for all IBA equipment.

3. Trophy Coordinator:

The Trophy Coordinator is responsible for the purchase and acquisition of participation trophies for the 1st- 4th Grade Instructional program, 5th/6th Grade Instructional Tournaments and the Irondale Great Shoot-Out Tournaments.

4. Scheduling Coordinator:

4.1 The Scheduling coordinator is responsible to arrange gym times for practices and games of all IBA teams. Responsibilities include:

4.2 Obtain the number of team's from the Instructional and Competitive Directors.

4.3 Determine the amount of gym time needed; with the Instructional and Competitive Directors, allocate times and locations for practices and Instructional games.

4.4 Secure permits for gym times from appropriate sources.

4.5 Develop and distribute gym time schedules to the Instructional and Competitive Directors, the Referee Coordinator and the IBA Board of Directors.

4.6 Receive notices of schedule changes form appropriate sources notify Instructional and Competitive Directors, and Referee Coordinator immediately of these changes.

4.7 With the Instructional and Competitive Directors, determine which gym times are not being used; inform appropriate sources these times are not needed.

5. Referee Coordinator:

5.1 The Referee coordinator is responsible to recruit, train and supervise referees for the IBA Instructional programs. Responsibilities include:

5.2 Recruit students for refereeing positions

5.3 Plan and conduct a clinic for referees

5.4 Select and schedule referees for all Instructional games.

5.5 Submit requests for referees' pay to the IBA Treasurer

5.6 Attend Instructional games to observe and evaluate referees, seek input from Instructional coaches.

5.7 Recommend rule changes to the IBA Board of Directors.

5.8 Present and clarify rules at the coach's clinic.

Attachment B – Original Article of Incorporation

ARTICLES OF INCORPORATION
OF
IRONDALE BASKETBALL ASSOCIATION, INC.

We the undersigned, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 317 Minnesota Statutes, known as the Minnesota Non-Profit Corporation Act, do hereby associate ourselves together as a body corporate and adopt the following Articles of Incorporation.

ARTICLE I.

The name of this corporation shall be : Irondale Basketball Association, Inc.

ARTICLE II.

Purpose.

The purpose of the corporation shall be to provide an opportunity for boys and girls to play the game of basketball, with emphasis on sportsmanship and teamwork, and to provide a favorable atmosphere to fully develop each boy and girl who participates in the program.

ARTICLE III.

This corporation shall not afford pecuniary gain, incidentally or otherwise to its members.

ARTICLE IV.

The period of duration of corporate existence of this corporation shall be perpetual.

ARTICLE V.

The location of the registered office of this corporation in this state is:

Park & Recreation Department
1975 Silver Lake Road
New Brighton, MN 55112

ARTICLE VI.

The name and address of each incorporator of this corporation is:

Name	Address
Fred Harris	1601 North Innsbruck Drive Minneapolis, MN 55432

ARTICLE VII.

The number of directors constituting the first board of directors of this corporation shall be not less than five (5) nor more than fifteen (15), and the tenure in office of such first board of directors shall be one (1) year, or until successors are elected and qualified. The name and address of each such first directors is:

Name	Address
Norm Chervany	2001 16A Street N.W. New Brighton, MN 55112
Steve Roseman	1924 Third Street N.W. New Brighton, MN 55112
Cordell Gust	698 Torchwood Drive New Brighton, MN 55112
Rock Nelson	1865 Freeden Court New Brighton, MN 55112
Dennis Mitchell	1641 - 17th Avenue N.W. New Brighton, MN 55112
Bill Ubel	3007 - 84th Avenue N.E. Moundview, MN 55432
Fred Harris	1601 N. Innsbruck Drive, #326 Minneapolis, MN 55432
Nancy Moulton	1173 Foxwood Court New Brighton, MN 55112
Jerry Moulton	1173 Foxwood Court New Brighton, MN 55112
Norm Wells	623 - 17th Avenue N.W. New Brighton, MN 55112

IRONDALE BASKETBALL ASSOCIATION BY-LAWS

Bruce Moore	7546 Spring Lake Road Moundview, MN 55432
Dennis Collmann	2901 - 14th Street N.W. New Brighton, MN 55112
Bill Lake	5259 O'Connell Drive New Brighton, MN 55112
Joe Pilon	4732 Debra Court Shoreview, MN 55112
Arnie Knight	2105 Mississippi Circle New Brighton, MN 55112

ARTICLE VIII.

The members of this corporation shall not be personally liable or responsible for any of the obligations incurred by or in the name of this corporation.

ARTICLE IX.

This corporation shall have no capital stock, nor ownership shares or interest.

ARTICLE X.

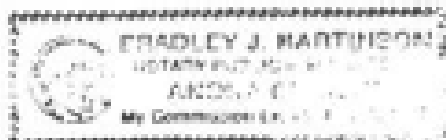
The By-laws of this organization duly adopted by the members of this corporation shall govern eligibility for membership, eligibility and term of office for officers and directors and the operation of this corporation.

IN TESTIMONY WHEREOF, we have hereunto subscribed our names this 12th day of December, 1984.

Fred Harris
Fred Harris

STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

On this 12th day of December, 1984, personally appeared before me Fred Harris, to me known to be the person described in and who executed the foregoing Articles of Incorporation of Irondale Basketball Association, Inc. and he acknowledged that he executed the same as his free act and deed, for the uses and purposes therein expressed.



Bradley J. Martinson
Notary Public