

# Whitehall Area Youth Association Constitution

**Adopted: 7/31/2024**

**Approved and Updated: 06/25/2024**

## **ARTICLE I. DEFINITION**

The name of this organization shall be Whitehall Area Youth Association, Inc. hereafter referred to as the WAYA. WAYA is a non-profit association.

## **ARTICLE II. PURPOSE**

The purpose of the WAYA is to promote the highest ideals of sportsmanship and fellowship by providing fun, recreation and competition through voluntary participation. The WAYA will do its best to safely develop athletic skills, social skills, education, and fair play. The secondary importance is the winning of the game.

WAYA is organized exclusively for charitable, recreational, and/or educational purposes under section 501 (c) (3) of the Internal Revenue Code.

## **ARTICLE III. Membership**

The members of the WAYA shall be participating youth, their parents or legal guardians, Board members, adult committee volunteers, and coaches.

B. All Members of the WAYA must adhere to the WAYA Policy Statement for Qualification of Volunteer/Staff (Code of Conduct). Criminal background checks for coaches.

C. All properly registered youth shall pay such registration fees as are established by the Board of Directors and shall complete a registration form. Players must abide by the rules and decisions of the WAYA. If the WAYA does not provide competitive or recreational play in a given age group, the youth in that age group shall be released to play elsewhere without penalty. Any Member who leaves to play elsewhere for other reasons may forfeit their Membership and Membership fee per Board discretion.

D. The Members represent various youth recreation activities within the borders of the Whitehall School District and/or enrolled in the Whitehall School District.

E. The WAYA is affiliated with the communities included in the Whitehall School District. Any Membership applications from outside of the Whitehall School District must get Board Approval. The membership year runs from July 1 to June 30 each calendar year.

F. Nondiscrimination policy - It is the policy of the Whitehall Area Youth Association that no person be denied admission, be denied participation in, be denied the benefits of, or be discriminated against in any

recreational or other program or activity because of the person's sex, race, religion, national origin, ancestry,

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creed, pregnancy, marital or parental status, sexual orientation or physical, mental, emotional or learning disability as required by section 118.13 of the statutes. This policy also prohibits discrimination as defined by Title IX of the Education Amendments of the 1972 (sex), Title VI of the Civil Rights Act of 1964 (race, color, national origin), Section 504 of the Rehabilitation Act of 1973 (handicap), Americans with Disabilities Act of 1990 (disability).

Complaints regarding the interpretation or application of this policy shall be referred to the Board of Directors and processed in accordance with established procedures.

LEGAL REF: Section [118.13](#) Wisconsin Statutes

#### **ARTICLE IV. ADMINISTRATION**

A. The WAYA will be governed and administered by a Board of Directors, hereafter known as the Board.

B. The members of the Board shall be elected by the WAYA parent/guardian Members.

C. Only one family member, family is defined by anyone who lives in the same immediate household, may serve on the Board at a time. No individual may hold more than one office on the Board at the same time.

D. The Board (Members up for re-election) shall be elected at the Annual General Meeting of the WAYA held in July except for the Program Coordinator who shall be assigned/renewed by the Board annually. The newly elected Board members will take office immediately after the Annual General Meeting. The election shall be conducted by the Nominating Committee. Officers of the board will be nominated and elected at the next monthly board meeting by board members.

E. In the event any position on the Board becomes vacant except for the President's position, for any reason, before the end of the position's term, that position shall be filled as follows:

1. The Board shall elect a replacement as provided below, at the next Board meeting or within sixty (60) days after the position is declared vacant, to serve until the end of the Vacated members term.

2. The Nominating Committee shall provide a slate of candidates to the Board. The candidate receiving the most number of votes from the Board shall be elected to fill the vacancy.

F. The Board shall serve a three year term; with the exception of the Program Coordinator. The Board will consist of twelve(12) Board members consisting of Four (4) Officers and eight (8) Board members At Large.

These are terms for positions unless a Board member resigns or vacates a position at which point another Member would be elected by the Board to fulfill term length.

G. The Program Coordinator(s) shall be elected/renewed by, and serve at the pleasure of the Board annually. The Program Coordinator(s) is not required to be a Board member. In the event the Program Coordinator(s) is not a Board member, Voting rights at Board meetings shall be retained by the Program Coordinator(s) as if they were an elected Board member. The Program Coordinator(s) if present shall cast only one (1) vote at each Board meeting regardless of Board member status.

H. Each Board member present shall cast one (1) vote at each Board meeting point of emphasis except the President, who shall vote only in cases of a tie.

I. 50% plus 1 majority of the Board shall constitute a quorum for transacting business, providing one of those present is the President or Vice President. The Program Coordinator(s) shall not be counted in calculating the 50% plus 1 majority needed for quorum, however, the Program Coordinator(s) shall be counted in calculating the Board present to meet quorum.

The President may call an emergency meeting of the Board at any time. The annual calendar meeting schedule is every month with the exception of the Annual General Meeting in July. The President may cancel any meetings as they so choose as long as there is a 50% plus 1 (Majority) Board approval with the exception of the annual meeting.

J. Special Meetings of WAYA may be called by the President, a majority of the Board, or at the request of ten (10) WAYA Members.

K. No later than one week following the approval by the Board, Board meeting minutes shall be posted.

L. No part of the net earnings of the WAYA shall inure to the benefit of, or be distributable to its Members, trustees, Board members, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the WAYA shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or

distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, WAYA shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### **ARTICLE V. CONSTITUTION CHANGES**

The Constitution may be amended at the Annual General Meeting of the WAYA in July, provided that notice of the proposed amendments/changes shall have been given 15 days prior to the Annual General Meeting. Any proposed amendments/ changes to this Constitution must be in writing fifteen (15) days before voting. Two-thirds (2/3) of those voting Members in attendance at the Annual General Meeting must approve any proposed changes for such change to become part of the Constitution.

#### **ARTICLE VI. DISSOLUTION**

WAYA is organized exclusively for charitable, recreational, and/or educational purposes under section 501 (c) (3) of the Internal Revenue Code.

In the event of perceived dissolution and prior to the dissolution of the WAYA, all of the assets, after payment in full of all its debts and obligations of whatsoever kind and nature, shall be donated to any Not For Profit Entity or Entities within the Whitehall School District. The selection of such Entities, Assets, Monetary donations and respective amounts are per current board discretion and must pass with a 50% plus one vote. One or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

#### **ARTICLE VII. INDEMNIFICATION OF THE BOARD AND PROGRAM COORDINATOR**

Each Officer, Board member, and Program Coordinator of the WAYA, in consideration of her/his service as such, shall be indemnified by the WAYA to the extent permitted by law against expenses and liabilities reasonably incurred by him/her in connection with the defense of any action, suit or proceeding, civil or criminal, to which he/she may be a party by reason of being or having been an Officer, Board member, or Program Coordinator of the WAYA. The foregoing rights of indemnification shall not be exclusive of any other rights to which the Officer, Board member, or Program Coordinator may be entitled by law or agreement or vote of the Members or otherwise.

#### **ARTICLE VIII. ACTIVITIES AND OPERATIONAL INFORMATION**

##### **A. Description of all the activities of the organization**

The Whitehall Area Youth Association (WAYA) was organized in February 2016 as a recreation opportunity for local children to participate in youth athletic programs. Our basic purpose is to provide quality recreation programs for local youth that enhance the WAYA's mission to "have fun, learn new skills, and be good sports". Our programs allow opportunities for youth in this rural, predominantly agricultural, community to participate in athletic programs at very minimal cost or time commitment. We focus on the enhancement of the family by encouraging volunteerism in every aspect of each activity. The WAYA is governed by a volunteer Board. All coaches and administrators complete a formal background check and attend an activity training session to insure quality care for the participating youth. Scholarships may be provided to families in need of financial assistance.

agencies will hopefully support the WAYA both indirectly and directly. The community appreciates the activities provided by the WAYA as no individual entity could initiate and administer all the programs totally on their own. Because of the collaborative efforts of the aforementioned, hundreds of local youth are given the opportunity to participate in recreational activities that otherwise would not be available. Programs offered in neighboring cities (30 miles) require higher financial and time commitments. Some may also emphasize higher levels of competition philosophies which currently conflict with our community values for young athletes.

Each activity provided by the WAYA enhances the quality of life for the cities, villages and surrounding townships, and the School District of Whitehall. With each activity, our intent is to continue building community involvement and support of ‘the family’ unit. It is our desire to strengthen the bonds of families within the community. Through the WAYA, youth will grow up with lifelong memories of our community being a wonderful place to live and raise a family.

B. Sources of financial support.

The WAYA receives its funding from indirect sources and direct support from local community organizations, donations from private agencies and individuals, player (Member) fees, and concessions.

C. Fundraising committee.

The Fundraising committee is part of our Board and individuals from the Members. Their duty is to solicit funds for specific needs, if any arise, such as equipment for activities. WAYA typically, but not limited to, solicits funds seasonally through business mailings, raffles, concessions and/or tournament admission fees

D. The Board, after careful consideration of repayment, may authorize the acquiring of loans for WAYA, as necessary, for larger projects in the development of existing or additional recreational sites to the benefit of WAYA Members and the Whitehall area community. Motions for acquiring a loan must be approved at two (2) consecutive Board meetings.

No funds raised for the youth will be used for adult programs.

F. During a Public Health Pandemic or Emergency the Board will use the guidelines set forth by the County Health department in making any decision regarding cancelation of sporting events, activities or seasons.

I/We attest that this is a true and correct copy of the constitution of the Whitehall Area Youth Association, Inc. Dated this day July 31, 2024.

\_\_\_\_\_  
Program Coordinator

\_\_\_\_\_  
President

\_\_\_\_\_  
Vice President

\_\_\_\_\_  
Secretary

Treasurer \_\_\_\_\_

Board Member \_\_\_\_\_