

BYLAWS OF AITKIN YOUTH FASTPITCH

ARTICLE 1 — NAME AND PURPOSE

Section 1. Name: The name of the organization shall be Aitkin Youth Fastpitch. It shall be a nonprofit organization incorporated under the laws of the State of Minnesota.

Section 2. Purpose: Aitkin Youth Fastpitch is organized exclusively for charitable, scientific and education purposes:

The purpose of this corporation is: to create a youth developmental softball league that fosters love of the game, sportsmanship, teaches fundamentals and encourages community involvement.

ARTICLE II — MEMBERSHIP

Section 1 - Eligibility for membership: Membership shall be open to any person that supports the purpose in Article 1, Section 2. Membership is granted during open enrollment and after receipt of annual dues.

Section 2 - Annual dues: The amount required will be determined at the last meeting of the year. Continued membership is contingent upon being up-to-date on membership dues.

Section 3 - Rights of members: Each member shall have the right to bring forth agenda items for discussion at Monthly Board of Director Meetings and to vote for Director positions annually.

Section 4 - Resignation and termination: Any member may resign by notifying the secretary. Resignation shall not relieve a member of unpaid dues or other charges previously accrued.

Section 5 - Non-voting membership: The board shall have the authority to establish and define non-voting categories of membership.

ARTICLE III — MEETINGS OF MEMBERS

Section 1 - Annual Meeting: One annual meeting of the members shall take place once a year which will be designated by the chair. At the annual meeting the members shall elect directors and officers, receive reports on activities of the organization and determine the direction of the organization for the coming year. The board may determine that a meeting of the members may be held solely by means of remote or electronic communication.

Section 2 - Notice of meeting: Notice of annual meeting will be given to each voting member at least one week prior to meeting.

Section 3 - Quorum: The members present at any properly announced meeting shall constitute a quorum.

Section 4 - Voting: All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

ARTICLE IV — BOARD OF THE DIRECTORS

Section 1 - Board role, size and compensation: The board of directors are responsible for overall policy and direction of the organization and ability to delegate responsibility of day-to-day

operations. The board of directors shall have up to 7 , but not fewer than 3 members. The board receives no compensation other than reimbursement for reasonable and documented expenses.

Section 2 - Terms: All board of director members shall serve a 2 year term, and are eligible for re-election for up to 5 consecutive terms.

Section 3 - Meeting and notice: The board of directors shall meet monthly, at an agreed upon time and place.

Section 4 - Board of Director elections: New directors and current directors shall be elected or re-elected by the voting members at the annual meeting. Directors will be elected by a simple majority of members present at the annual meeting.

Section 5 - Election procedures: Applications will be submitted from all interested candidates, if no applications are received, nomination will then take place. All candidates must be members in good standing. All members will be eligible to vote for each candidate.

Section 6 - Quorum: a quorum must be attended by at least 40 percent(3 directors) of the board of directors for business transactions to take place and motions to pass.

Section 7 - Officers and duties: There shall be five officers of the board, consisting of a president, vice-president, secretary, treasurer and web-master. Their duties are as follows.

The president shall convene regularly scheduled board of director meetings, shall preside or arrange for members of the Executive Committee to preside at each meeting in the following order: vice-president, secretary, treasurer.

The vice-president shall chair committees on special subjects as designated by the board and fill in when the president is absent as meeting leader.

The secretary shall be responsible for keeping records of board actions, including overseeing the taking of the minutes at all board meetings, and sending out announcements.

The treasurer shall make a report at each board meeting. The treasurer shall assist in the preparation of the annual budget, help develop fundraising plans, make financial information available to board members and ensure appropriate financial records are maintained.

The web-master shall be admin for web based application and programs the board uses

Section 8 - Vacancies: When vacancy on the board of directors exists mid-term, nominations will be sent out to members, to be voted upon at board meeting. These vacancies will be filled only to the end of the particular board member's term.

Section 9 - Resignation, termination and absences: Resignation from the board of directors must be in writing.

Section 10 - Remote communication for meetings: Any meeting of directors may be conducted solely by one or more means of remote communication through which all directors may participate in the meeting.

ARTICLE IV — COMMITTEES

Section 1 - Committee formation: The board may create ad hoc committees as needed. Standing Committees shall include, but are not limited to: Executive Committee.

Section 2 - Executive Committee: The five officers serve as the members of the Executive Committee. Except for the power to amend the Article of Incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board. A quorum of the Executive Committee shall be 75 percent of the officers.

ARTICLE VI - AMENDMENTS

Section 1 - Amendments: The bylaws may be amended when necessary by 75 percent of the full board of directors. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements

Certification

These bylaws were approved at a meeting of the board of directors by a majority vote on 12/18/2023

Secretary Lynn Wenzel Date 12/18/2023