

THE CINCINNATI AREA YOUTH BASKETBALL LEAGUE

BYLAWS

ARTICLE 1

Name

The name of the organization is the **The Cincinnati Area Youth Basketball League**, hereafter referred to as "CAYBL." When incorporated as a non-profit organization, the name of the organization shall be The Cincinnati Area Youth Basketball League, Inc., and all references herein to The Cincinnati Area Youth Basketball League shall also be to the name as incorporated.

ARTICLE II

Section A- Purpose

The Cincinnati Area Youth Basketball League is established as an athletic non-profit organization providing scheduling, organization, officiating, oversight, and support for basketball games and tournaments for local youth teams.

Section B- Mission Statement

The Cincinnati Area Youth Basketball League is a youth basketball league committed to the development of fundamental skills, good competition, fair play, sportsmanship, and the overall enjoyment of the game by its member players. The Cincinnati Area Youth Basketball League will act with the utmost effort and integrity to provide a positive experience for all member communities, schools, coaches, parents, and referees.

ARTICLE III

Membership

Section A- Eligibility

1. Community/school organizations which participate in the reorganization (subsequent to its dissolution in the spring of 2014) of CAYBL by participating in the vote on approval of the bylaws are charter members of CAYBL and are listed at the end of the bylaws. Thereafter, any other community/school organization may be admitted as a member of CAYBL by a majority vote of the Board of Directors and will be subject to a one year probationary period during which time the organization will not have voting rights in CAYBL. At the end of the one year probationary period, the community/school

- organization may be approved by a majority vote of the Board of Directors as a full voting member of CAYBL. Any member organization that fails to have a representative attend at least five meetings (including both regular and special meetings) between May 1st of any particular year and the time of the next annual meeting in the following April when elections are held shall have its voting rights suspended for that annual meeting and until the time of the next annual meeting. During the first year, which will be shorter than the normal year beginning on May 1st, this rule will only apply if there are at least eight meetings scheduled prior to the time of the annual meeting in April 2015. Community/school organizations which are members of CAYBL may place teams in CAYBL on an annual basis subject to the rules of CAYBL as to composition and registration of teams and subject to Paragraph 3 below. Each team that wishes to play in CAYBL that is not a member of a community/school organization may be admitted to play in CAYBL only by a majority vote of the Board of Directors and only on an annual basis.
2. Eligibility is contingent on the proper payment of annual fees as they are billed by CAYBL.
 3. A community/school organization which is a member of CAYBL may be expelled from membership in the league by a two-thirds vote of the Directors voting at a meeting called for that purpose for conduct detrimental to the league or in conflict with the league's rules and policies.

Section B- Fees and Charges

1. Any fees will be recommended by the Finance Committee and will be adopted by the Board of Directors at the initial meeting of the Board of Directors and thereafter by July 31st of each succeeding year.
2. Team fees are due upon the registration of teams to play in CAYBL for a particular season.

ARTICLE IV

Organizational Structure

Section A- Four-Part Structure

1. There will be four parts to the organization of CAYBL. These parts are:
 - A. The Executive Board.
 - B. The Board of Directors
 - C. Specified working committees.
 - D. Appointed coordinators.

Section B- The Executive Board

1. The Executive Board shall have the authority to conduct all regular business between board meetings. Any action taken or business conducted by the

Executive Board shall be reported to the Board of Directors at the next meeting. Additionally, the Executive Board shall have the authority to act on behalf of the membership in any emergency situation or situation which cannot await a decision by the Board of Directors which may occur between Board of Director meetings.

2. The Executive Board shall consist of five (5) members. These shall be the:
 - A. President
 - B. Vice-President
 - C. Treasurer
 - D. Secretary
 - E. Member-at-large
3. The members of the Executive Board shall be voted upon at the first meeting of the Board of Directors following reorganization of CAYBL (which shall occur upon the adoption of bylaws). Nominations will be taken at the same meeting at which the bylaws are adopted, and nominations must be seconded. The meeting at which members of the Executive Board will be elected must occur a minimum of 10 days after the meeting at which nominations are taken. The initial terms of the President, Secretary, and Member-at-large shall expire at the end of April 2015. Nominations for officers to be elected will be taken at the March meeting of the Board of Directors. Persons nominated and seconded for an office will be on the ballot for election at the April meeting of the Board of Directors. Election of the Member at Large shall be held at the April meeting of the Board of Directors every year beginning in 2015. The term of office of the Member-at-large shall be one year and shall commence on May 1st following the election and shall continue until the end of April of the following year. Election of the President and Secretary shall be held at the April meeting of the Board of Directors in odd-numbered years beginning in 2015. The terms of office of the President and Secretary shall commence on May 1st following the election and shall continue until the end of April in the next odd-numbered year. The initial terms of the Vice-President and Treasurer shall expire at the end of April 2016. Election of the Vice-President and Treasurer shall be held at the April meeting of the Board of Directors in even-numbered years beginning in 2016. The terms of office of the Vice-President and Treasurer shall commence on May 1st following the election and shall continue until the end of April in the next even-numbered year.
4. The President shall automatically be the chairman of the Board of Directors. Other members of the Executive Board may be but are not required to be members of the Board of Directors.
5. Each member of the Executive Board shall have one (1) vote regarding the execution of business by the Executive Board.

Section C- Duties of Officers

1. The President shall:

- A. Be the chief executive officer, chairman of the Board of Directors and the Executive Board, and presiding officer at all meetings where other provisions are not made.
 - B. Have the deciding vote in case of a tie with respect to Executive Board business which requires a vote.
 - C. Call special meetings as needed to conduct business.
 - D. Appoint coordinators subject to the approval of the Board of Directors.
 - E. Appoint special committee chairpersons subject to the approval of the Board of Directors and appoint members of committees.
 - F. Appoint a person to fill any vacancy in a position on the Executive Board subject to the approval of the Board of Directors.
 - G. Coordinate the activities of committees and be a member of such committees in his/her discretion.
 - H. Sign all documents which bind or obligate CAYBL in his/her representative capacity.
 - I. Enforce the bylaws.
 - J. Have the authority to insure the performance of duty by other officers and to recommend their removal from office with a vote of two-thirds of the members of the Board of Directors required for removal.
2. The Vice-President shall:
- A. Assist the President in the performance of his/her duties and assume duties delegated to him/her by the President.
 - B. Act as Chairperson of the Rules Committee to ensure the effectiveness of the committee.
 - C. Assume the President's duties and responsibilities in his/her temporary absence.
 - D. In the event of the resignation of the President, assume all responsibilities of the President until the next annual meeting.
3. The Treasurer shall:
- A. Act as chairperson of the Finance Committee.
 - B. Receive and deposit in appropriate bank accounts, as directed by the Executive Board, all monies of CAYBL.
 - C. Disburse all funds for expenditures of CAYBL.
 - D. Obtain written approval from either the President or Vice-President for any expenditure in excess of \$250.00 and, if the bank will permit a requirement for co-signers above a threshold amount, co-sign all checks in excess of \$250.00 with either the President or Vice-President for all CAYBL disbursements
 - E. Provide a financial report at each regular meeting of the Board of Directors.
 - F. Maintain proper account for all funds received and disbursed by CAYBL.
 - G. Make available all books and financial records for audit.
 - H. Assure all bills approved by the Executive Board are paid in a timely manner by check only. No cash transactions for disbursements of funds shall be allowed.

- I. Perform other duties relative to the office as may be authorized by the Executive Board.
 - J. When an audit is not performed due to cost but instead an independent review is undertaken, make the books available for such review.
 - K. Complete and file tax returns with the assistance as necessary of a tax professional
4. The Secretary shall:
- A. Maintain in full the minutes of all meetings of the Executive Board and of the Board of Directors and report the minutes at each succeeding meeting. Minutes of each meeting will be sent by e-mail to all members of the Board of Directors in advance of the next meeting.
 - B. Maintain a complete record of all activities and corporate affairs, including permanent and legal papers.
 - C. Prepare and send notices or make phone notification to all Executive Board members and Board of Directors members of all scheduled or special meetings.
5. Member-at-large shall:
- A. Act as the liaison for the Executive Board with the Referee Coordinator.
 - B. Act as the final authority on the interpretation of CAYBL Rules.
 - C. Act as Chairperson for the Disciplinary Committee to ensure the effectiveness of the committee.
 - D. Act as the final authority on the interpretation of Association rules.
 - E. Arrange for an annual independent review, unless an audit is directed by the Executive Board or the Board of Directors, of CAYBL's financial transactions.

Section D- Board of Directors

- 1. The Board of Directors is vested with the responsibility for the management of the business and affairs of CAYBL. The Board of Directors has the full power and it is the Board's duty to carry out the mission statement of CAYBL according to its Bylaws and to establish such policies and procedures as are reasonable and necessary to carry out the purposes of CAYBL.
- 2. The Board of Directors shall meet for a minimum of eight monthly meetings each year and shall establish policies to guide the Executive Board in the conduct of business between meetings. The Board of Directors shall approve the annual budget and any changes to the budget which may occur from time to time. The Board of Directors shall approve any salary or compensation for services rendered by any officer, Director, coordinator, or other person.
- 3. The Board of Directors shall consist of one representative from each community/school organization which has 1-80 teams in CAYBL, two representatives from each community/school organization that has 81-120 teams, and three representatives from each community/school organization

- that has more than 120 teams. The number of representatives from each community/school organization shall be based on the most recent registration totals. Each community/school organization shall name the representative(s) for the organization in a letter or e-mail to the President of CAYBL and shall keep the President of CAYBL continually informed of any change in the official representative(s) for the organization. Through the same means, a community/school organization may name a substitute for a representative to appear at a particular meeting and vote in the representative's place. Each representative of a community organization is entitled to one vote on the Board of Directors. Only those persons who have been officially named as representatives/substitutes for the representatives for the member community organizations are entitled to make or second motions or vote on matters pending before the Board of Directors.
4. Regular meetings of the Board of Directors shall be held on a date set by the President provided all Directors have been given at least five business days' notice by e-mail of the meeting.
 5. Special meetings of the Board of Directors may be called at any time by the President or by three Directors from different community/school organizations and one officer, provided all Directors have been given at least five business days' notice by e-mail of the meeting or have waived such notice.
 6. The regular meeting of the Board of Directors which is held in April of each year will constitute the annual meeting of the Board of Directors for the purpose of electing Executive Board officers and receiving annual reports from the officers and the various committees.
 7. One-half of the community/school organizations with voting rights at a meeting shall constitute a quorum for the transaction of business at that meeting. A majority vote of the Directors who are present and who vote shall be required to approve matters considered by the Directors other than those matters provided for herein which require a two-thirds vote. A two-thirds vote of the Directors who are present and who vote shall be required to approve matters considered by the Directors which require a two-thirds vote.
 8. If the Board of Directors fails to approve an appointee of the President who is subject to approval by the Board of Directors, or if the President fails to make an appointment within forty-five days after his/her election or the creation of vacancy, the Board of Directors may fill the position with a person of the Board's choosing by a simple majority vote. In doing so, the Board shall give consideration to any recommendation made by the President with respect to the filling of the position.
 9. An officer whose continuation in office is deemed detrimental to the welfare of the League may be removed as an officer upon a two-thirds vote of the Directors present and voting at a special meeting called for that purpose.
 10. Roberts Rules of Order shall govern in the meetings of the Board of Directors.
 11. When notice is required to be given, notice is deemed to have occurred when such notice is sent to a person's e-mail address, regardless of when or whether it is received.

Section E- Committees

1. There shall be three working committees of CAYBL which shall be:
 - A. Finance Committee
 - B. Rules Committee
 - C. Disciplinary Committee
2. The Board of Directors may from time to time appoint additional standing or temporary committees by majority vote. The committees shall have and exercise such prescribed authority as is designated by the Board of Directors.
3. A simple majority vote of the committee members in attendance at any committee meeting shall be necessary to approve committee actions, provided all committee members have been notified by e-mail at least five business days in advance of the time and place of the committee meeting or have waived such notice.

Section F- Coordinators

1. There shall be six coordinators who will be appointed on an annual basis by the President subject to the approval of the Board of Directors:
 - A. Referee Coordinator
 - B. Registration Coordinator
 - C. Team Assignment Coordinator
 - D. Scheduling Coordinator
 - E. Tournament Coordinator
 - F. Website Coordinator
2. The President may appoint additional coordinators with the approval of the Board of Directors.
3. Additional persons may be appointed by the Executive Board to assist any coordinator in the performance of his/her duties.
4. The same person may be appointed to more than one coordinator position. Any member of the Executive Board or Board of Directors, or a person who is not a member of either the Executive Board or the Board of Directors, may be appointed to a coordinator position.
5. Any person may at any time be removed and/or replaced upon a two-thirds vote of the Directors present and voting at a special meeting called for that purpose.

ARTICLE V

Indemnification

CAYBL shall indemnify to the full extent permitted by law each person who was, is, or will be a director, officer, coordinator, committee member, or employee of CAYBL (including the heirs, executors, administrators or estate of such person) against any liability, cost, or expense incurred by such person in such person's capacity as such a director, officer, coordinator, committee member, or employee (including serving at the

request of CAYBL as a trustee, director, officer, partner, member, employee or agent of another organization). CAYBL may, but shall not be obligated to, maintain insurance at its expense to protect itself and any such person against any such liability, cost, or expense.

ARTICLE VI

Amendments

These Bylaws may be amended only by a two-thirds majority vote of the Board of Directors at a special meeting of the Directors called for the purpose of amending the Bylaws.

ARTICLE VII

Dissolution

A resolution to dissolve the league may only be passed by a two-thirds vote of the Directors at a meeting called specifically to discuss and act on the matter of dissolution. In the event of a dissolution of the league, all assets of the league after payment of liabilities will be distributed proportionally to each member organization in proportion to the number of teams that organization had in the league during the most recent basketball season.

CHARTER MEMBERS

Amelia	Batavia
Butlerville	Cincinnati Country Day
Glen Este	Goshen
Hamilton	Indian Hill
JCC	Kings 2-6
Kings 7-12	Lakota Shock
Lakota Thunderbirds	Little Miami
Loveland	Madeira
Mariemont	Mason
Middletown (Boys)	Milford
MVCA	Oak Hills
Rockwern Academy	Sands Montessori
Sycamore	Williamsburg