



BYLAWS OF BECKER YOUTH ASSOCIATION

A MINNESOTA NONPROFIT CORPORATION

Article I. Name and Location

Section 1. The name of this corporation shall be: Becker Youth Association (BYA)

Section 2. Its principal office shall be located at:

Becker High School
12000 Hancock St
Becker, MN 55308

Section 3. Its mailing address shall be:

PO Box 85
Becker, MN 55308

Section 4. Other offices for the transaction of business shall be located at such places as the Board of Directors may from time to time determine.

Article II. Purpose

Section 1. BYA is organized for charitable purposes as defined under section 501(c)(3) of the internal revenue code, or the corresponding section of any future tax code. BYA's purpose is to provide an opportunity for all children K-12, residing in the City of Becker, Becker Township and those attending schools within the Becker School District (School District 742) to participate in well-rounded athletic and extracurricular programs.

Article III. Association Membership

Section 1. Any activity affiliated with the Becker School District whose participants are also members of the Becker School District may become a member of Becker Youth Association by fulfilling the membership requirements outlined below:

- Participate in the Becker Youth Association group insurance policy or show proof that defined insurance requirements are met.
- Perform background checks on all committee members and leaders within the organization including, but not limited to, Committee Board members, coaches and instructors.

- Completed payment of annual membership dues as outlined by the Board of Directors.
- A representative from each sponsored activity shall attend the annual meeting.

Section 2. Members of the association shall have the following rights:

- Ability to be nominated for open Director positions
- Ability to vote during the annual association meeting
- Receive periodic correspondences as directed by the Board of Directors

Section 3. The Board of Directors may terminate memberships by a majority vote of the Board of Directors if in the opinion of the Board the requirements in Section 1 above have not been fulfilled and/or it feels such termination is in the best interest of the association.

Article IV. Director's Meetings

Section 1. The annual meeting of the Board of Directors shall be held the 1st quarter of the year.

Section 2. Bi-annual meetings of the Board of Directors will be held at such times and places as the Board of Directors by resolution shall establish.

Special meeting of the Board of Directors may be called by the President or Vice-President and must be called by either of them on the written request of any member of the Board.

Section 3. All meetings shall be held at the principal office of the Association unless another place, either within or without the State of Minnesota, shall be designated in the notice of the meeting.

Section 4. Notice of time, place and purpose of any annual or Special Meeting, except as herein otherwise provided, shall be given to each Director personally by mail (including email) or telephone. Regularly scheduled meetings may be held without notice.

Section 5. A member of the Executive Board may waive notice of a meeting of the board. A waiver of notice is effective whether given before, at, or after the meeting, and whether given in writing, orally, by authenticated electronic communication, or by attendance. Attendance at a meeting is a waiver of notice of that meeting, unless such person objects at the beginning of the meeting to the transaction of business because the meeting is not lawfully called or convened and does not participate in the meeting.

Section 6. The President, or in his absence, the Vice-President shall preside at all such meetings

Section 7. At all meetings of the Board of Directors, a majority of the Directors then holding office shall constitute a quorum for the transaction of business, and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. If, at any meeting of the Board of Directors, there is less than a quorum present, the majority of those present may adjourn the meeting from time to time.

Section 8. A Director shall not appoint a proxy for himself or herself or vote by proxy

Section 9. Any action that may be taken by the Board of Directors at a meeting thereof may be taken without a meeting if authorized in writing and signed by all of the Directors.

Article V. Board of Directors

Section 1. The Board of Directors shall consist of seven (7) members

Section 2. The Board of Directors shall have the general management and control of all business and affairs of the Association, and shall exercise by appropriate rules or resolutions all the powers that may be exercised or performed by the Association under the statutes, its Articles of Incorporation and these By-Laws.

Section 3. At the adoption of these By-Laws, and until a resolution is adopted by the members otherwise providing, the number of Directors shall be set at seven (7). Only natural persons shall be Directors, but Directors need not be residents of the State of Minnesota.

Section 4. The terms of office of the Directors shall expire upon their death, incapacity, or resignation, and when their successors have been elected and qualified. Directors shall be elected by the Association members at the annual meeting.

Section 5. All Executive Committee members shall serve a two-year term. Odd years 4 members are elected and even years 3 members are elected, if a member leaves in the middle of term the board fills the position for the remainder of that term.

Section 6. Any Director may resign at any time by delivering a written resignation to the President or Vice-President of the Association.

Section 7. Vacancies on the Board of Directors shall be filled by vote of the remaining members of the Board. Each person so elected shall be a Director until his or her successor is appointed and qualified.

Section 8. No compensation shall be paid to Directors for their services as Directors. No remuneration shall be paid to a Director for services performed by them for the Association in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services were undertaken.

Section 9. The Directors shall elect the Officers of the Association. Such election shall be held at the Directors meeting following each annual meeting.

Article VI. Officers

Section 1. The principal Officers of the Association shall be a President, a Vice-President, a Treasurer and a Secretary. Directors may appoint an assistant Secretary/Treasurer, and such other Officers as, in their judgement, may be necessary. Any two offices, except those of President and Vice-President and those of President and Treasurer may be held by the same person.

Section 2. The Officers of the Association shall be elected annually by the Board of Directors after the annual meeting; and such Officers shall hold office at the pleasure of the Board for a term of one (1) year. All Officers must be natural persons of legal age.

Section 3. Upon affirmative vote of a majority of the members of the Board of Directors, any Officer may be removed either with or without cause, and his or her successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board called for such a purpose. Such a removal is without prejudice to contract rights, if any, that he or she may have with the Association.

Section 4. In case any office becomes vacant by death, resignation, retirement, incapacity or any other cause, such vacancy shall be filled by the affirmative vote of a majority of members of the Board of Directors then in

office. An Officer so elected shall hold office and serve until the next annual meeting of the Board of Directors and until his or her successor is elected and qualifies.

Section 5. The President shall be the Chief Executive Officer of the Association. He or she shall preside at all meeting of the members and of the Board of Directors. He or she shall have all of the general powers and duties that are usually vested in the office of the President of a corporation (including, but not limited to, the power to appoint committees from among the membership from time to time as he or she may, at his or her discretion, decide is appropriate in the conduct of the affairs of the Association).

Section 6. The Vice-President shall take the place of the President and perform those duties whenever the President shall be absent or unable to act. If neither the President nor the Vice-President is able to act, the Board of Directors shall appoint some other member of the Board to do so on the interim basis. The Vice-President shall also perform such other duties as shall from time to time be imposed on him or her by the Board of Directors.

Section 7. The Secretary shall keep the minutes of all meetings of the Board of Directors, and the minutes of all meetings of the members of the Association. He or She shall have charge of the membership information and of such other documents as the Board of Directors may direct, and he or she shall, in general, perform all the duties incident to the office of the Secretary.

Section 8. The treasurer shall have the custody of all funds, property and securities of the Association, subject to such regulations as may be imposed by the Directors.

Section 9. No compensation shall be paid to Officers for their services as Officers. No remuneration shall be paid to an Officer for services performed by them for the Association in any other capacity, unless a resolution authorizing such remuneration shall have been unanimously adopted by the Board of Directors before the services were under taken.

Section 10. No Officer, Agent, or representative of the Association shall make or enter into, on the Association's behalf, any contract, transaction. Or act on behalf of the Board of Directors without the Board of Director's prior approval.

Article VII. Contracts, Checks, Deposits and Funds

Section 1. The Board of Directors may authorize any Officer or Officers, Agent or Agents of the Association, in addition to the Officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of, and on behalf of, the Association, and such authority may be general or confined to specific instances.

Section 2. All checks, drafts or orders for the payment of money, notes or other evidence of indebtedness, issued in the name of the Association shall be signed by any association Officer, Director or designated Agent of the Association. All such checks, drafts, or orders in excess of \$200 shall be signed by two (2) of the above Officers, Directors, or designated Agents. (Any combination of Officers, Directors, or Agents is acceptable provided they are listed as signers at the appropriate financial institution).

Section 3. Any Officer, Director or designated Agents are authorized on behalf of the Association to endorse for deposit the same to the credit of the Association at such banks or depositories ad the Board of Directors may designate.

Section 4. All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies or other depositories as the Board of Directors may select.

Article VIII. Fiscal Year

Section 1. The fiscal year of the Corporation shall commence on January 1st of each year and end on December 31st.

Article IX. Amendment of Articles of By-Laws

Section 1. The Board of Directors may, by the affirmative vote of a majority of the Directors who are present and entitled to vote, amend these By-Laws at any meeting of the Board. Notice of the meeting, and of the proposed amendment, shall be duly given to all Directors.

Article X. Sponsored Activities

Section 1. At the time of adoption of these By-Laws and by their conformance to the membership requirements of Article III in these By-Laws, the following activities are sponsored by Becker Youth Association and covered by these By-Laws:

Activities	
Baseball	Lacrosse
Basketball	Robotics
Drama	Softball
Football	Swimming
Golf	Tennis
Gymnastics	Volleyball
Hockey	Wrestling

Section 2. Each Sponsored Activity shall at least annually report to the Board of Directors the following:

- List of individual Sponsored Activity Committee members.
- Complete annual informational report within 60 days of the end of the Sponsored Activity's season.
- Provide financial information as requested by the treasurer.
- A current copy of any established operating procedures for the Sponsored Activity.

Section 3. The BYA Board of Directors shall have final approval rights of the operating procedures and assignment of individual Sponsored Activity Committee members. The Board of Directors may approve these Sponsored Activity Committee members as designated Agents of the Association

Section 4. Each Sponsored Activity shall adhere to the following guidelines:

- Within two (2) working business days of a fund-raising event, the event sponsor shall deposit all monies and maintain gross receipt and expenditure log.
- Quarterly, each Sponsored Activity advisor shall remit to the Treasurer of the BYA a copy of their transaction register identifying the past quarters activity (deposits and expenditures). This also includes supporting documentation for transactions i.e. invoice/check support.
- Annually the Treasurer of the BYA will provide to the BYA Board of Directors a completed financial statement including balance sheet and income statement for each Sponsored Activity. This information will also be available to the BYA membership upon request.
- Each Sponsored Activity supported by BYA will be required to comply with the current BYA By-Laws.
- In the event that the Sponsored Activity receives two violations for not complying with the above mentioned fundraising requirements within a twelve (12) month period, all check writing authority will revert back to the BYA Board of Directors. Reinstatement of check writing authority will be at the discretion of the BYA Board of Directors.

Article XI. Dispersal/Control of Funds

Section 1. Each Sponsored Activity shall have its own profit/loss determination. No transfer of funding between individual Sponsored Activities or between the BYA general fund and individual Sponsored Activities shall take place without prior approval of the BYA Board of Directors.

Section 2. The BYA shall make clear which events are general fund raising events.

Section 3. All funds collected by Sponsored Activities through fund raising events, donations, grants, or other means shall remain with that Sponsored Activity.

Section 4. All monies collected from general fund raising events shall be dispersed annually. Dispersing shall be done in the following order:

- All annual expenses shall be paid first prior to any dispersing.
- Secondly, 50% of the remaining monies after paying annual expenses will be retained in the BYA checking account for the purposes of creating a fund balance to start the next year's activities.
- Lastly, 50% of the remaining monies shall be equally distributed to each of the Sponsored Activities listed in Article X of these By-Laws.

Section 5. The BYA Board of Directors shall reserve the right to freeze funding of make balance transfers only in the event that it feels illegal, unethical, or other proceeding not in the best interest of BYA are being conducted by the Sponsored Activities. Such cause for above shall be on written record as part of an official meeting of the BYA Board of Directors.

Article XII. Miscellaneous

Section 1. Distribution of Funds

BYA is organized exclusively for charitable and educational purposes, including for such purposes, the making of distributions to organizations under Section 501 (c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code.)

Section 2. Use of Revenues

No part of the net earnings of BYA shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that BYA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c)(3) purposes.

Section 3 Political Activity

No substantial part of the activities of BYA shall be for propaganda, or otherwise attempting to influence legislation. BYA shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition of, any candidate for public office.

Section 4 Other Activities

Notwithstanding any other provision of these articles, BYA shall not carry on any other activities not permitted to be carried on (a) by a corporation or 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 a corporation or organization, contributions to which are deductible under Section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code.)

Section 5 Dissolution

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principle office of the corporation is then located, exclusively for such purposes.

Certification

The undersigned do hereby certify:

- 1.) That we are the duly elected and acting Board of Directors of the Becker Youth Association, a Minnesota non-profit corporation; and
- 2.) That the foregoing By-Laws constituted the adopted By-Laws, along with all amendments, of said corporation as duly adopted at a meeting of the Board of Directors thereof held on the _____ day of _____ 2025.

In witness whereof, we have hereunto subscribed our names this _____ Day of _____ 2025.

Calen Kirkland, President

Josh Humphrey, Vice President

Shaun Rose, Treasurer

Jessica Vandergon, Secretary

Mark Ebensteiner, Director

Matt Kuschel, Director

Brett Willhite, Director