

BY-LAWS
OF
CHIPPEWA FALLS CARDINAL FLIGHT
GIRLS BASKETBALL

ARTICLE I
Name of Corporation

The name of the corporation is Chippewa Falls Cardinal Flight, hereinafter referred to as Cardinal Flight. This organization is incorporated under the laws governing non-profit and non-partisan corporations within and by the State of Wisconsin.

ARTICLE II
Mission and Purpose

Section 1. Mission:

The Chippewa Falls Girls Basketball supporters are committed to the physical and mental excellence of our players. We believe basketball to be one means to achieve that excellence. We do not expect perfection but expect the desire to work towards perfection. Those adults who choose to guide and direct will also be committed to the same. Their efforts will be aimed at developing and enhancing physical and mental growth to the highest level through basketball. Anything less is not acceptable.

Section 2. Purpose:

Cardinal Flight is a non-profit organization whose purpose is to provide supervised and coordinated basketball skill development for Chippewa Falls female students. The ideals of dedication, commitment, honesty, loyalty, courage and respect are stressed by the Organization. It is the obligation of all members of the Organization to encourage the spirit of fair play, the appreciation of competition and the essence of sportsmanship, and to teach the sport of basketball to the best of their ability. In order to accomplish this purpose, the Organization has the following objectives:

1. All girls in grades 3 - 8 may participate in the instruction league. The players will also have the opportunity to form into teams that will participate in games, weekend meets and tournaments. The Cardinal Flight program is run outside of the school program and is not meant to replace that program, but rather to be a supplement to it.
2. Cardinal Flight supports the Chi Hi girls basketball program and activities per guidance from the girls varsity basketball coach and staff.
3. Equal opportunities for the girls basketball program as stated in Title IX.
4. Provide a quality basketball experience for girls participating in the Chippewa Falls Public School Basketball program which also will:
 - A. Provide the means to be competitive at all levels in grades 3- 12.
 - 1) Provide financial support.

- 2) Arrange and secure quality gym time for all levels of players.
 - 3) Provide equipment.
 - 4) Promote parental commitment and involvement in the Cardinal Flight program and its goals.
 - B. Assume continuity and quality coaching at all levels.
 - 1) Seek out the best coaches available in the community.
 - 2) Define and implement a program of skills appropriate to each level.
 - C. Provide educational (clinics, tapes, etc.) opportunities for the improvement of our coaches.
 - 1) Coaches will be given the support and means to increase their knowledge through clinics, videos and the financial means to improve their coaching abilities.
 - 2) Disseminate information about camps, tournaments, player improvement, etc. to players and coaches.
 - D. Provide encouragement and the means for all girls to develop their skills and basketball knowledge.
 - 1) Organize in house leagues and traveling teams.
 - 2) Keep size of teams at a reasonable limit in order to provide quality-playing time, promote team concepts and coaching for the individual player.
 - 3) Provide off-season opportunities for the high school players.
 - E. Provide all players the means to develop and demonstrate their skills.
 - F. Provide tournament games for different skill levels.
 - G. Enforce a code of conduct for parents, coaches, officials and players.
6. Develop a cooperative working relationship with the Administrators, the athletic director and head girls basketball coach at Chippewa Falls High School, the principals and athletic director at the Middle School and the Elementary Schools.
 7. Develop a community spirit for girls basketball.
 8. To return any net revenues to the Corporation for the purpose of furthering supervised and coordinated basketball skill development for the Chippewa Falls female students.

ARTICLE III Rules

1. The instructional league consists of instruction sessions and team practices. The Cardinal Flight organization expects all players and coaches to participate in instruction sessions. Additional practices may be set up at the discretion of the coaches and dependent on the availability of gym time.
2. Players are expected to attend all practices. Coaches may keep track of player attendance and players missing practices (without coaches' prior approval) may have playing time affected. Players will show sportsmanship and a positive attitude toward the "team concept".
3. Ten players is the optimum number for a team. Fifteen is the maximum recommended number for a team. When more players are involved, another team may be formed. An impartial group approved by the Board of Directors will rate player skills and divide players into teams (Please refer to the "Cardinal Flight Standard Try-Out Process")

document.) These teams will remain consistent from one event to the next, however if a team is short players for a competition they may fill from another team. Players are not promised a certain amount of playing time for any particular game or tournament. It is hoped that with lower numbers of players on the teams there will be more playing time opportunities. Every effort will be made to place teams in meets/tournaments at the team's level. Playing opportunities should be appropriate for the skill and experience level of the players on the team.

4. Coaches will be volunteers. Coaches will be chosen by the Board of Directors with the best interest in developing a good program in mind. The parents of the players will be eligible to be coaches at their child's level. A minimum of one adult will coach each team. The Chippewa Falls High School Girl's Varsity Basketball Coach will have input as to the coaches, along with the development of the skills and plays.

5. Chippewa Falls Cardinal Flight will pay for Board of Directors approved tournament fees at each grade level. Each player will be provided a T-shirt or jersey. Each team will be provided a ball bag, basketballs, first aid kit, a score book or score sheet, and a coach's white board. Other basketball related items shall be provided as approved by the Board of Directors. Funds will be raised through the participation fee, hosting meets, concessions and other fund raising.

6. All players and parents are expected to attend Cardinal Flight meetings and activities. Parent participation is important in helping to reach our goal of girls having a quality experience playing basketball. Support for the Cardinal Flight program and for the team is necessary in keeping it a positive experience for the girls.

7. Problems or concerns that arise with a player, parent or coach will be handled by the Board of Directors, after the Parent Handbook guidelines have been followed: Player:Coach, Parent:Coach, Parent: Board. Please see Parent Handbook for further information.

8. It is understood that Cardinal Flight will not be responsible for any injury that may occur to a player. A health history/emergency form and waiver/release form must be signed by a parent or guardian before the player may participate on a Cardinal Flight team.

9. Transportation to and from practices and games is the responsibility of the parent.

10. All players and parents must be willing to do their part in helping to make the Organization a success. All members must be actively involved: Board of Directors, coaching, playing, and supporting host tournament activities (See "Home Tournament Responsibility Form"). Parents not contributing the minimum number of hours set by the Board of Directors will be assessed a non-participation fee at an amount set by the Board of Directors.

ARTICLE IV Membership and Dues

Section 1. Qualifications:

1. Any female player eligible to play on the school team is eligible to participate in the Cardinal Flight program. Girls not meeting the above criteria who wish to participate in Cardinal Flight may petition the Board for approval to join Cardinal Flight. Petitions will

be handled on a case-by-case basis. Approval will require parents to sign a “Statement of commitment to Chi Hi.”

2. All Cardinal Flight administrators, coaches, assistant coaches, players and sponsors are members of this corporation.

3. Any person, firm, corporation, organization, or group of individuals interested in furthering supervised and coordinated basketball skill development for the Chippewa Falls female students may become a member of this corporation on approval of the membership application by the Board of Directors.

Section 2. Fees:

1. Each player will be assessed an annual charge to become a member of the Cardinal Flight program. The Board of Directors will determine the amount of the charge. Every attempt will be made to sponsor hardship situations to allow for membership.

2. Parents not contributing the minimum number of volunteer hours set by the Board of Directors will be assessed a non-participation fee at an amount set by the Board of Directors. The minimum number of hours and non-participation fee shall be set prior to dues collection for each season.

2. Other charges may be assessed for games, meets, tournaments or other fees that are outside of the scope of the membership fee.

3. Concessions, donations, or other fund raising events will be used to provide operation funds.

4. All of the revenue collected by the Organization must be used for activities, administrative or operational costs of the Organization.

Section 3. Types and Dues:

1. Each player's family will become a member upon payment of the annual charge to the Board of Directors or its representative.

2. Dues for any person, firm, corporation, organization, or group of individuals will be determined by the Board of Directors. The Board of Directors may approve fee waivers for volunteers, donators, and other contributors to the Organization.

3. Failure to pay dues will cause any member to be expelled, unless the Board of Directors had previously waived these same dues.

Section 4. Term:

Annual membership shall be contemporaneous with the annual term for the Board of Directors.

ARTICLE V
Meetings

Section 1. Place of Meetings:

Meetings of the members and of the Board of Directors of this corporation shall be held at such place as may from time to time be determined by the Board of Directors.

Section 2. Annual Meeting of Members:

An annual meeting of the members shall be held in the fall of each year. One of the purposes of such meeting shall be the election of a Board of Directors.

Section 3. Notice of Annual Meeting of Members:

Not less than ten (10) nor more than fifty (50) days prior to the date fixed for the holding of any special meeting of members, notice of the time, place, and purposes of the meeting of the members will be posted on the Cardinal Flight website (www.cardinalflight.org).

Section 4. Special Meetings of Members:

A special meeting of the members may be called at any time by the President or Secretary, by a majority of the Board of Directors, or by petition to the Board of Directors of one quarter of the members entitled to vote.

Section 5. Notice of Special Meeting of Members: Not less than ten (10) nor more than fifty (50) days prior to the date fixed for the holding of any special meeting of members, notice of the time, place, and purposes of the special meeting of the members will be posted on the Cardinal Flight website (www.cardinalflight.org).

Section 6. Organization Meeting of Board: At the place of holding the annual meeting of members and immediately following the same, the Board of Directors, as constituted upon final adjournment of such annual meeting, shall convene for the purpose of electing officers and transacting any other business properly brought before it, provided that the organization meeting in any year may be held at a different time and place than that herein provided, by consent of a majority of the directors of such new board.

Section 7. Regular Meeting of Board: Regular meetings of the Board of Directors shall be held at such times and places, as the Board of Directors shall determine. At least five (5) days notice of such meeting will be posted on the Cardinal Flight website (www.cardinalflight.org). Any member is welcome to attend.

Section 8. Notices and Mailing: All notices required to be given by any provision of these by-laws shall be deemed duly served when the same has been posted and dated on the Cardinal Flight website (www.cardinalflight.org).

Section 9. Waiver of Notice: Notice of the time, place and purpose of any meeting of the members or of the Board of Directors may be waived by posting on the website either before or after such meeting has been held.

Section 10. All meetings will be conducted according to standard meeting practices:

- 1) Agenda
- 2) Minutes kept
- 3) Budget reported
- 4) Motions made and voted on
- 5) Committee reports made

ARTICLE VI
Quorum

Section 1. Quorum of Members: The presence of at least 10% of the members or twenty-five (25) members (whichever is less), holding voting rights in this corporation shall constitute a quorum at any meeting of the members. A majority of the votes entitled to be cast by the members present at a meeting at which a quorum is present, shall be necessary for the adoption of any matter voted upon by the members, unless a greater proportion is required by law or by the Articles of Incorporation or these bylaws.

Section 2. Quorum of Directors: A majority of the number of directors fixed by Article VII of these by-laws shall constitute a quorum for the transaction of business at any meeting of the Board of Directors and the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless the act of a greater proportion is required by law or by the Articles of Incorporation of these by-laws.

ARTICLE VII
Voting

Section 1. Membership Voting: Except as the articles of an amendment, or amendments, thereto otherwise provide, each member 18 years of age or older who has paid dues for the current calendar year and is present at the meeting of the members shall be entitled to one vote as stated in these By-Laws.

Section 2. Voting by Certain Types of Members:
Other Corporations or Groups: A corporate membership is entitled to one vote which may be cast by the president or presiding officer of the member group or corporation or by any officer appointed by the president or presiding officer.

Section 3. Membership Veto: A two-thirds vote of all general members may veto any action or decision of any committee or board.

ARTICLE VIII
Board of Directors

Section 1. Board of Directors Responsibilities or Authority:
1. The business, property and affairs of this Organization shall be managed by the Board of Directors. All members of the Board of Directors shall be 18 years or older.
2. The Board of Directors must have a majority vote to approve any decision.

Section 2. Number and Term of Directors:
1. The Cardinal Flight Board of Directors will be comprised of no fewer than six (6) and no more than fifteen (15) members. The Board of Directors will be populated by one member representing the 3-8 grades (6) – (one member

representing each grade); and one member representing grades 9-12. The Chippewa Falls girls basketball coach, appointed by the Chippewa Falls Girls Basketball Varsity Coach and approved by the Board, will act as a liaison to the Board of Directors for the Middle School girls basketball program. To serve on the Board of Directors, a member must be actively involved in the management of the Organizations administrative functions.

2. At the annual organizational meeting, the members shall elect as many directors as there are vacancies on the Board of Directors due to the expiration of terms.

3. Terms of the office for Board of Directors shall be two years. A maximum of one half of the terms (three to eight terms) will expire each year.

Section 3. Vacancies: Vacancies in the Board of Directors shall be filled by election by the remaining directors. Each person so elected to fill a vacancy shall remain a director for the remaining term of the director replaced.

Section 4. Action by Unanimous Written Consent: If and when the directors shall severally or collectively consent in writing to any action to be taken by the corporation, such action shall be as valid corporate action as though it had been authorized at a meeting of the Board of Directors.

Section 5. Power to Elect Officers: The Board of Directors shall elect a President, a vice President, a Secretary, a Treasurer, Concession Coordinator, Equipment Manager and website manager at its organizational meeting each year. Officers shall not serve more than two consecutive terms in one office without unanimous approval from the Board of Directors.

Section 6. Power to Appoint Other Officers and Agents: The Board of Directors shall have power to appoint such other officers and agents as the Board may deem necessary for transaction of the business of the corporation.

Section 7. Removal of Officers and Agents: Any officer or agent may be removed by a two-thirds vote of the board of Directors whenever in their judgment the interests of the corporation will be served thereby. Two (2) unexcused absences or other recognition of disinterest shall be grounds for discharge from the Board of Directors. Proxy vote may be used to achieve two-thirds vote of the Board of Directors for removal of officers and agents.

Section 8. Delegation of Powers: For any reason deemed sufficient by the Board of Directors, whether occasioned by absence or otherwise, the Board may delegate all or any of the powers and duties of any officers to any other officer or director, but no officer or director shall execute, acknowledge or verify any instrument in more than one capacity.

ARTICLE IX
Officers

Section 1. President:

1. The President shall be selected by, and from the membership of, the Board of Directors.
2. The President shall uphold the provisions of these By-Laws and execute same in a timely and proper manner.
3. The President is the chief executive officer of the Corporation; shall preside over all meetings of the Board and of the membership; shall have active and general management of the business of the corporation; and shall see that all orders and resolutions of the Board are carried into effect.
4. The President shall be ex officio member of all standing committees.
5. The President shall have the general powers and duties of supervision and management usually vested in the office of president of a corporation.
6. The President shall appoint all committees .
7. The President shall replace any other elected official, appointed official, or coach whenever a vacancy, either temporary or permanent, shall occur. That replacement can begin their duties immediately but must go through the standard approval process for that given position at the earliest feasible time.
8. The President may be the Cardinal Flight liaison with the Great Northwest Basketball League.
9. The President shall oversee all required paperwork for the following: Great Northwest Basketball League and School Building Use Permits.
10. The President shall enforce all home tournament activities and functions, according to the "Home Tournament Responsibility Form".

Section 2. Vice President: The Vice President shall be selected in the same manner as the President. The Vice President shall take over in the absence of the President and will share the duties of the President as appointed by the President. The Vice President will serve as the President the year following selection as the Vice President.

Section 3. Secretary: The Secretary shall attend sessions and record all minutes and votes, maintain records of same. The Secretary shall provide information to the website manger for publication on the Cardinal Flight website in a timely fashion and assistan with all mailings. The Secretary shall give all notices required by statue, by-law or resolution and shall perform such other duties as may be delegated by the Board of Directors.

Section 4. Treasurer: The Treasurer shall keep and account for all moneys, credits and property, of any and every nature, of the corporation and keep an accurate account of all moneys received and disbursed, and proper vouchers for moneys disbursed, and render such accounts, statements and inventories of moneys received and disbursed, and of money and property on hand, and generally of all matters pertaining to this office, as shall be required by the Board of Directors. Records will be audited by the Board of Directors or appointed representatives. The Treasurer shall provide to the Executive

Board a listing of all players registered by team roster. The Treasurer shall also provide a copy of the roster and the original medical forms to the respective players' coaches.

Section 5. Concession Coordinator:

1. The Concession Coordinator shall be selected by, and from the membership of, the Board of Directors.
2. The Concession Coordinator shall discuss and set the policy for the concession operations with the Board of Directors before the season starts.
3. The Concession Coordinator shall coordinate concessions for all Cardinal Flight sponsored meets/games.
4. The Concession Coordinator shall purchase all food items with the assistance of the Treasurer.
5. The Concession Coordinator shall maintain and store all Concession equipment in good working condition.

Section 6. Equipment Manager:

1. The Equipment Manger shall be selected by, and from the membership of, the Board of Directors.
2. The Equipment Manager shall inventory, distribute and collect all equipment except timing and scoreboards.
3. The Equipment Manager shall inspect all equipment and replace when necessary.
4. The Equipment Manager shall procure equipment for all teams as needed.

Section 7: Website Manager

1. The Website Manger shall be responsible for securing hosting of the website and authorize or perform updates to the website in a timely manner.
2. All forms, guidelines, and policies will be kept accessible on the website, as well as contact information.
3. Meeting notices are to be posted promptly according to the By-Laws. The website manager will work closely with the secretary to post meeting information and meeting minutes/decisions by the Board of Directors.

ARTICLE X

Standing Committees (Volunteer, non-elected roles)

Section 1: Home Tournament Referee Coordinator.

Section 2: Home Tournament Score and Clock keeper Coordinator (working with the Chi Hi Coaching Staff).

Section 3. Cardinal Flight Fun Night Coordinator

Section 4: Cardinal Flight Uniform and Clothing coordinator

Section 5: Cardinal Flight Uniform and Clothing coordinator

Section 6: Practice/Gym time coordinator

Section 7: Team Roster maintenance (work with Treasurer and coaches)

ARTICLE XI
Execution of Instruments

Section 1. Checks, etc.: All checks, drafts and orders for payment of money shall be signed in the name of the corporation by the treasurer after authorization by the Board of Directors.

Section 2. Contracts, Conveyances, Etc.: When the execution of any contract, conveyance or other instrument has been authorized without specification of the executing officers, any two of the officers mentioned in Article VII, Section 5 may execute the same in the name and behalf of this corporation. Additionally, the Board of Directors shall have power to designate the officers and agents who shall have authority to execute any instrument in behalf of this corporation.

ARTICLE XII
Power of Board to Borrow Money

The Board of Directors shall have full power and authority to borrow money whenever in the discretion of the Board the exercise of said power is required in the general interest of this corporation, and in such case the Board of Directors may authorize the proper officers of this corporation to make, execute and deliver in the name and behalf of this corporation such notes, bonds, and other evidence of indebtedness as said Board shall deem proper, and said Board shall have full power to mortgage the property of this corporation, or any part thereof, as security for such indebtedness, and no action on the part of the membership of this corporation shall be requisite to the validity of any such note, bond, evidence of indebtedness or mortgage, except as may be provided by law.

ARTICLE XIII
Corporate seal.

The corporation shall have no seal.

ARTICLE XIV
Amendment of By-Laws

Section 1. By the Directors: The Board of Directors, by majority vote thereof, shall have power to make, alter, amend, or repeal the By-Laws of the corporation at any regular or special meeting of the Board.

Section 2. By the Members: All By-Laws shall be subject to amendment, alteration, or repeal by the members entitled to vote at any annual or special meeting of the members.

ARTICLE XV

Assets

Section 1. Benefit of Assets: No part of the assets of Cardinal Flight, Inc. shall ensure to the benefit of any director or officer of Cardinal Flight, Inc., or any private individual except that reasonable compensation may be paid for services rendered in carrying out the purposes of Cardinal Flight, Inc., on behalf of Cardinal Flight, Inc.

Section 2. Dissolution: In the event of dissolution of the Chippewa Falls Cardinal Flight Inc., net assets of the corporation shall be transferred to a not for profit organization performing the same purposes for girls basketball in Chippewa Falls. In the event such organization does not exist, net assets of this corporation shall be transferred to the Chippewa Falls Athletic Boosters Club. Any portion of corporation funds donated for specific purposes in Chippewa Falls girls basketball will be so designated to the extent possible.

ARTICLE XVI

Addendum to By-Laws

Section 1. Donation to Individual Teams 11-03-02

Any individual or business entity making a monetary or physical donation to a specific team must bring it before the Cardinal Flight Board of Directors for their awareness.

Cardinal Flight By Laws, rev. April 2007