



By-Laws of Waukee Athletic Club, Inc.

ARTICLE I

ORGANIZATION NAME

The name of this Corporation shall be the Waukee Athletic Club, Inc. (WAC). These by-laws are for the WAC.

ARTICLE II

ORGANIZATION PURPOSE

The purpose of WAC, a 501(c)(3) non-profit corporation, is to provide a nonprofit, public, educational program for girls 18 and under to play softball in an organized, team-oriented program and to compete at levels consistent with their individual interests and abilities. WAC endeavors to develop softball skills, teamwork, and sporting behavior among all players for the betterment of their physical and social well being. WAC strives to provide young people and interested adults the opportunity to develop coaching, managing, and other softball leadership skills. WAC will field teams at the recreational level and also the competitive level appropriate to the skill development of the player. WAC shall promote positive public participation in and awareness of the sport of softball by educating and involving players, parents, coaches, umpires, and other individuals in its local footprint. WAC will encourage all players living within the Waukee Community School District (WCSD) boundaries to participate as well as, per board approval, those residing outside of the WCSD who strive for championship level softball.

ARTICLE III

MISSION

The Waukee Athletic Club (WAC) mission is to develop a championship girl's softball program that encourages participation, excellence, sportsmanship, pride and fun. We will accomplish and sustain this through player, coach, and facility development as well as fundraising and marketing with the assistance and cooperation of the parents and community.

ARTICLE IV
MEMBERSHIP

SECTION 4.1 MEMBERS

1. Participation in the WAC is open to all girls residing within the Waukee Community School District and shall not be restricted on the basis of race, creed, or national origin.
2. WAC will allow a girl not residing within the Waukee Community School District to try out and accept an offer, provided a majority of the Board of Directors approves the exception and participation meets the WAC guidelines.
3. WAC will follow the guidelines provided by the United States Specialty Sports Association (USSSA) for determining the appropriate age classifications for players.

SECTION 4.2 PARTICIPATION FEES

1. Participation fees shall be determined annually by the Board of Directors. Fees may vary based on age groups, number of tournaments scheduled and other factors.
2. Each participant may also be required to purchase uniforms and other equipment as specified by the Board of Directors for the participant's age group.
3. No player shall be denied the right to participate due to financial hardship. Any parent claiming financial hardship may present their situation to the President and Treasurer for review. The President and Treasurer, after a review of the facts, may bring the situation to the Board of Directors to approve a reduction or waiver of participation fees for specific individuals based on hardship. Each situation shall be reviewed on its own merit. All decisions shall be confidential.
4. All registration fees must be paid at the time of registration and are considered non-refundable once the player has accepted her spot on a team. Late registrations are subject to team availability and subject to the approval of the Board. The President and Treasurer may review refund requests and approve or deny the requests based on the merits of the situation. If the request is denied, the participant's parents may appeal to the Board of Directors for further review.
5. Payment of fees is required at registration, unless previously waived under the provisions of financial hardship. All participants must be in good standing with the WAC to be eligible for team tryouts or placement on team rosters.

ARTICLE V
BOARD OF DIRECTORS

SECTION 5.1 BOARD STRUCTURE

1. The WAC Board of Directors shall be comprised of the following positions
 1. President
 2. Vice President
 3. Treasurer
 4. Secretary
 5. 8U Director
 6. 10U Director
 7. 12U Director

8. 14U Director/Tournament Director
 9. Facilities/Equipment Director
 10. Communications Director
 11. Business Development Director
2. The terms of office for each director shall be a voluntary commitment with an initial term of two years. Directors may serve a maximum of six (6) years. All members of the board are voting members, except for the President who shall only vote in the instance of a tie vote.
 3. Each elected term of office shall commence upon a successful vote by the Board of Directors approving the new board member.
 4. Directors must attend 75% of regular monthly meetings (e.g. 9/12) in a calendar year to remain in good standing.
 5. Directors must support the WAC Board in the following activities: fundraising, recruiting, try-out events, team formation meetings and WAC Tournament events.

SECTION 5.2 DIRECTOR RESPONSIBILITIES

1. **President:** The President is chairman of the Board of Directors. The President manages interface between board and other organizations, and coordinates activities of the directors. The President executes all policies and decisions made by the Board. The President has check signing authority.
2. **Vice President:** The Vice President is next in line to serve as President of the Board of Directors and shall serve in the absence of the President. The Vice President is responsible for coordination of team pictures and team banners each season.
3. **Treasurer:** The Treasurer ensures that all monies received are promptly and properly deposited. The Treasurer has check signing authority and pays all bills in accordance with policies as established by the Board of Directors. The Treasurer ensures that all funds are properly safeguarded and maintains a proper record of all account activities. On a monthly basis, the Treasurer will provide an accounting of all activities for the WAC board. Twice per season, the Treasurer will also provide an accounting of the individual teams. The Treasurer is responsible for filing all required documents with the state and federal agency guidelines.
4. **Secretary:** The Secretary is responsible for complete and accurate minutes of all meeting of the board. The Secretary will provide copies of all minutes and maintain an archive of all board approved documents, including approved minutes, articles of incorporation, by-laws, annual financials, grievances and any other pertinent documents that the board deems necessary. The Secretary shall audit the financial records of the organization quarterly to ensure accurate records are being maintained. The Secretary is responsible for coordinating uniform fittings and working with the vendor to fulfill these uniform orders.
5. **Facilities and Equipment Director:** The Facilities and Equipment Director (FE Director) is responsible for coordinating field maintenance of the WAC fields and Indoor Hitting Facility. The Director is also responsible for keeping an inventory of all WAC equipment and assigning equipment to the teams as necessary. The Director will work with

equipment vendors to purchase any necessary equipment for the club. The Director is responsible for obtaining board approval for all equipment purchases. The Director is also responsible for bringing any additional equipment needs noted by coaches to the board's attention. At the end of the season, the Director is responsible for retrieving all equipment assigned to the teams and securely storing the equipment.

6. **8U, 10U, 12U, and 14U/16U Age Directors:** The Age Directors will represent the interest of each player and ensure that all actions taken by the coaches, WAC Board, and general membership are taken for the well being and welfare of the players. The director is the first level of communication with the coaches and players' parents for the respective age groups. The director should coordinate all communications with coaches and players. There should be a minimum of 3 meetings of the director with the respective coaches. The meetings should be scheduled before practices start in the spring, after the first tournament and near the end of the season. The director handles all grievances and conflicts in accordance with the By-laws.
7. **Communications Director:** The Communications Director is responsible for building relationships between parents, coaches, players and community to maintain the theme of a united WAC Program. This includes maintenance and monitoring of social media and the website.
8. **Business Development Director:** The Business Development Director is responsible for leading the efforts to find sponsors and donors for the club. This includes bringing ideas and approaches to sponsorships and fundraising as well as how to engage our families and the community in supporting WAC. Additional responsibilities would include planning and executing fundraising events with the support of other board members and volunteers.

SECTION 5.3 ANNUAL KICKOFF

1. The Board of Directors shall select a day in the month of August for the Annual Kickoff.
2. The date must be communicated to all participating families at least 21 days prior to the event.
3. The purpose of the annual kickoff is to serve as a way for the WAC Board to communicate information with members, share how they can get involved, and build community.

SECTION 5.4 ELECTION

1. Nominations to fill offices of the WAC Board of Directors must be made in writing to the Secretary.
 1. Nominees must be a parent(s) or legal guardian(s) of current WAC players. Nominees must also be at least 18 years of age, and in good standing with the association.
 2. All membership fees, if applicable, must be paid in full in order to be placed on the ballot for consideration.
 3. Prior to being considered for a vote, potential board members will go through a vetting and orientation process with a current officer of the club.

4. There can be no more than one (1) active board member per family serving on the board at any given time. Family means any of the following:
 1. Brother
 2. Sister
 3. Mother
 4. Father
 5. Aunt
 6. Uncle
 7. Grandmother
 8. Grandfather
 9. Spouse
5. Election to the board requires a simple majority vote of existing board members during a regular board meeting.
2. Should a director resign from office before the end of the term, the Board of Directors will recruit and elect a replacement director per the Section 5.1.3.
3. The Board of Directors may remove any current board member from office for failure to perform their duties by a two-thirds affirmative vote of the full board of directors.
4. An election of officers (Treasurer, Vice President, Secretary and President) will only occur if there are more candidates than open officer positions.
5. In the event that the Board President vacates their office, the Vice President shall assume the office of Board President.
6. The office of President can only be served for a maximum term of (2) years. Upon a cooling off period of two (2) years, individuals can reassume the office upon election.
7. The office of Vice President can only be served for a maximum term of (2) years. Upon a cooling off period of two (2) years, individuals can reassume the office upon election.
8. A board member may only serve on the board for a maximum of six (6) years as defined in section 5.1.2. After being off the board for two (2) years, the individual who previously served may be re-elected to the board.
9. Should a board member no longer meet the eligibility requirements for serving on the board as defined in section 5.4.1, that board member shall resign within thirty (30) days.

SECTION 5.5 BOARD MEETINGS

1. An annual meeting shall be held in July each year at which time a formal review of club dues, annual budget, teams and any other outstanding business shall be approved and voted on by the board of directors.
2. The board of directors shall meet up to twelve (12) times annually (typically monthly) to conduct club business.
3. The board shall conduct meetings with parent representatives appointed by each team at least two times per year. Once during the fall season and once during the spring season.

SECTION 5.6 BOARD COMMITTEES

1. The President may create committees as needed to meet the needs of the WAC.

2. The President shall appoint the leader of each committee from the Board of Directors, subject to approval from the Board of Directors by a simple majority vote.

ARTICLE VI

GOVERNANCE & AMENDMENTS

1. The Bylaws of WAC may be amended by a two-thirds affirmative vote of the Board of Directors.
2. The WAC Board will follow Robert's Rules of Order unless otherwise prescribed within these bylaws.

ARTICLE VII

COACHES, TEAMS, TRY-OUTS AND PLAYERS

SECTION 7.1 COACH OBLIGATIONS

1. Coaches will be required to teach and develop all players and support the entire WAC program based on the current philosophy of the program.
2. Coaches who fail to meet these obligations may be removed by majority vote of the Board.
3. Parents with a grievance against a coach or the WAC are encouraged to follow the processes outlined in Article IX.

SECTION 7.2 ROSTER SIZES:

1. The board recognizes that WAC has an obligation to our players to keep roster sizes to a manageable level, thereby providing maximum playing time for all participants.
2. WAC rosters will be limited to a maximum of twelve (12) players per team for 10U, 12U, 14u and 16u; and thirteen (13) players per team for 8U.
3. A minimum of 9 spots will be filled on the rosters after the tryout process.
4. Variation of these rosters sizes must be approved by the WAC Board at the team formation meeting.

SECTION 7.3 TEAM FORMATION POLICY

1. Age Requirement
 - a. WAC forms teams based on USSSA age regulations.
2. Eligibility
 - a. Players must reside within the Waukee Community School District (WCSD) boundaries to participate
 - b. Players residing outside the WCSD boundaries may be placed on a roster, per the board approval as noted in section 4.1.2.
 - c. In addition, they must be properly registered, fees paid, and in good standing with WAC to be eligible for tryouts and placement on a WAC roster.

- d. Late registrations and/or fee payments (after the formal registration dates) are subject to roster availability and will be assigned to teams at the discretion of the selection committee.
 - e. No more than 2 players placed on a roster may be players that reside outside the WCSD boundaries, subject to board approval as noted in Section 4.1.2 with the exception of teams in the 14u and 16u age divisions. Teams in those age divisions may have more than 2 players on the roster that reside outside the WCSD boundaries, subject to board approval as noted in Section 4.1.2.
3. Divisions
- a. Each age level may have teams in the following divisions:
 - i. Class A - teams considered to be the highest level competitive team within the club. These teams are normally in contention to win each tournament and beat the “better” teams at the local and state levels. Class A teams may travel outside the DSM metro and state.
 - ii. Class B - teams considered to be an above average level team within the club. These teams are occasionally in contention to win tournaments and are competitive with most teams in this division, and have solid but not overwhelming pitching. This class is generally more accommodating to the multi-sport athlete.
 - iii. Class C - teams that typically play in a local league and two (2) to three (3) tournaments a season. A Class C team is any team formed within WAC considered to be an entry level or new travel team with kids new to competitive softball, and lacks the experience and number of skilled players and pitchers to compete.
4. Tryout Process
- a. Within the limits of a volunteer organization, WAC strives to make the tryout process as fair as possible.
 - b. During tryouts, evaluators judge each player’s skill level in various areas.
 - c. Ideally, evaluators should not have any connection to specific players which they are evaluating.
 - d. However, the WAC Board reserves the right to use any evaluator available to keep the tryout process on schedule.
 - e. No adjustments to the tryout tests or procedures are to be made once the tryout begins.
5. Tryout attendance
- a. Players are required to attend the full tryout process.
 - b. Illness, injury, or extraordinary personal circumstances may cause players to request an exemption from tryouts.
 - c. Requests must be made prior to the start of tryouts unless an injury or illness occurs during the tryouts.

- d. The WAC Board will review the request for exemption and determine the appropriate course of action based on the best interest of the program.
- e. Anyone unable or choosing not to participate in tryouts will be placed on rosters at the discretion of the WAC Board and the best interests of the program.

Section 7.4 ROSTER VACANCIES

1. Coaches are required to immediately notify their respective Age Director upon knowledge that a player is not going to complete the season.
2. The coach should not discuss with other WAC coaches, players, or parents the potential need for filling this vacancy as the WAC board will facilitate this process.
3. If necessary, the respective Age Director should reach out to the parent (s) of the player who has decided not to complete the season and discuss any concerns, resolutions, and/or the possibility of finishing out the season
4. If, after these initial discussions, a void remains and the respective team is left with an insufficient number of players (8 or fewer as noted in WAC Bylaws Section 7.2 “Roster Sizes”) the Age Director is to notify the WAC Board members to discuss the need for a replacement player.
5. To ensure ALL players within the respective age group have been considered equally and objectively the WAC board members will refer to and consider the following points and process when deciding on a replacement player.
 - a. Competitiveness / talent level of the team that needs a replacement player
 - b. Recommendation by the Age Director
 - c. The final selection process will be subject to approval of the full board.

ARTICLE VIII

CONFLICT MANAGEMENT

1. WAC coaches are volunteers. They are not expected to tolerate disruptive or disrespectful behavior by players or parents. Profanity, verbal abuse, or physical abuse will not be tolerated. Discipline for detrimental behavior conducted during any WAC sponsored event, or events where WAC is a participant, is the responsibility of the head coach.
2. If a player does not respond to a coach’s verbal warning(s), the WAC Board of Directors grants its coaches the right to dismiss a player from practice or a game for conduct deemed detrimental to the team. The interpretation as to what constitutes insubordinate or otherwise inappropriate behavior at the time of the incident will rest on the judgment of the coach.
 1. First Offense – Suspension from current practice or game. The coach shall inform the player’s parents of the incident and the player will return to the next scheduled practice or game, but must first meet with the coach prior to the start of the next practice or game.

2. Second Offense – Suspension from practice or game. A mandatory telephone conference or meeting between the coach, the player and her parent(s) must take place before the player can resume participation with the team.
3. Third Offense – The player is automatically suspended from further participation until a mandatory meeting can be scheduled with the player, the player’s parents, coach, and WAC age group Director.
3. The coach may recommend disciplinary action above and beyond these guidelines to the WAC President and appropriate age group Director, if the severity of the situation warrants. Any deviation from the recommendations stated above is subject to the approval of the WAC Board of Directors. In all cases, notice of suspensions will be communicated to the player’s parent(s), the age group Director, and the WAC President.
4. A player, parent, coach, manager, or WAC board member who violates any federal, state, local statute, code, ordinance, regulation or guideline during any WAC sponsored event or events in which WAC is a participant, may be temporarily suspended by the Board from further participation and will not be reinstated until being heard before the WAC Board of Directors and may face additional sanctions as deemed appropriate by the Board.

ARTICLE IX

GRIEVANCE PROCEDURES

1. While WAC works diligently to address issues before they become problems, we recognize that parents and players need to know how to proceed should they wish to seek resolution to an unresolved problem. If there is a complaint, the following steps may be taken:
 - a. The parents and players are encouraged to work with coaches to resolve their differences. Parents and players should wait to address their concerns until they can approach the coach in a private setting where other parents and players are not around.
 - b. If the problem remains unresolved after discussing the matter with the coach, contact the appropriate age group Director. The Director will facilitate an informal meeting between the parents and/or player, the coach, the age group Director and one at-large Board member. At this meeting, the participants will discuss possible resolutions of the problem short of a formal complaint to the Board. If a resolution is reached which is satisfactory to both parties, a summary of the outcome will be presented to the Board for approval, if deemed necessary by any Board member present at the meeting.
 - c. If the matter is not resolved at the informal meeting and someone wishes to pursue the matter further, a written complaint or question should be directed to the attention of the WAC President.
 - i. The letter must be signed, contain a return address and a phone number. The coach or other individual(s) involved will be given an opportunity to respond, in writing, to the statement.

- ii. The complaint and response will then be brought before the WAC Board of Directors as soon as possible.
 - iii. If deemed necessary by the Board, the parties involved request to appear before the Board to answer questions.
 - iv. Written correspondence stating the final decision and action taken by the Board of Directors, if any, will be mailed to both parties within 30 days.
2. It is anticipated that the majority of problems should be resolved without Board involvement. Submitting a concern to the Board of Directors should only be considered when all other means of resolving the complaint or issue have failed.

Article X

Other Matters

Section 10.1 Prohibition Against Private Inurement and Benefit.

1. No part of the net earnings of WAC shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that WAC shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes set forth herein.
2. No substantial part of the activities of WAC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and WAC shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or opposition to any candidate for public office.
3. Notwithstanding any other provision of these articles, WAC 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 Code or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Code.

Section 10.2 Dissolution

1. Upon the dissolution of WAC, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.
2. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.