

Conewago Baseball Association

Bylaws

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Article 1 Organizational Name

This organization is and shall remain officially recognized as the Conewago Baseball Association. The Association is in Conewago Township of Dauphin County in the State of Pennsylvania and has been established as an unregistered, unincorporated non-profit athletic club. Herein known as CBA, it is an organization, which provides membership to all individuals without regard to race, color, religion, sex, national origin or any other characteristic protected by law. The organization shall be governed by these constitutional bylaws, and remain volunteer and non-profit in nature.

Article 2 Mission Statement

CBA is wholly dedicated to providing area youth with supervised, fundamental learning experiences in baseball and softball, by maintaining an active, participating membership in the youth programs as administered by LDBL, the Amateur Softball Association and their successors. CBA is to conduct its activities so that the physical and moral welfare of the young people, for whose benefit it is organized, shall remain paramount and all matters of policy shall be determined on that basis.

Article 3 Financial Policy

3.1 Sponsorship Policy

In order to secure suitable and adequate financial backing to carry out the purpose of CBA, it shall be the policy of CBA to permit only such sponsorship as is consistent with the purpose for which CBA is organized and to select sponsors who are interested in CBA solely or principally as a means of contributing to the welfare of young people. It shall be the policy of CBA to prohibit any direct advertising of alcoholic beverages or tobacco products in connection with CBA or any of its programs. Lower Dauphin School District owns the CBA playing fields on Conewago Elementary School property. No sponsor advertising is permitted on any school property.

3.2 Financial and Disbursement Policy

All moneys received shall be deposited to the credit of CBA in a depository (bank) selected by the Board of Directors and all disbursements shall be made by check. The CBA Treasurer and the President must both sign all checks as the Board of Directors determines. The fiscal year shall begin on the first day of September and shall end on the last day of August.

3.3 Solicitation Policy

CBA shall not permit the solicitation of funds in the name of CBA unless all of the funds so raised are placed in the CBA treasury.

3.4 Dissolution of Property

Upon dissolution of CBA and after all outstanding debts and claims have been satisfied, the members shall direct the remaining property of CBA to another seceding entity which maintains the same objectives as set forth herein, which are or may be entitled to exemption under Section 501(c)(3) of the Internal Revenue Code.

Article 4 Membership

4.1 Participants

Any responsible adult of at least 18 years of age, of good moral character, and interested in developing, providing, and maintaining a youth baseball and softball program in our community, shall be eligible for membership. All members shall adhere to the constitutional bylaws, rules and regulations of the organization. The Secretary shall maintain the roll of membership to qualify voting members.

Only voting members (those members in good standing that have attended at least half of the regular meetings in the last 12 months) are eligible to vote at special meetings and for motions to amend the bylaws of CBA. Eligible member benefits also include one voting privilege at any officer election.

Managers, coaches, parents, officers, and legal guardians of youth participants and other interested persons shall be considered members and are hereby solicited to actively participate in organizational functions and adhere to the constitutional bylaws of the organization.

4.2 Coaches

All individuals interested in coaching a team shall advise the President by the tryout date. Coach selection is made by the executive Committee. Parents may be consulted, when needed, to help make a coaching choice.

The selection of team coaches is done on an annual basis. Any responsible adult member may voluntarily participate as a coach, provided that the member is at least 21 years of age, 18 years of age for an assistant coach, and that the member is in good standing with CBA.

In the event that more than one individual is interested as head coach of a team, the Executive Committee will choose the coach.

4.3 Players

Little League Baseball, LDBL Baseball, Amateur Softball Association, Suburban Softball and any successor's rules, which shall be adhered to and administered by CBA, define the eligibility standards for youth participants in baseball and softball.

4.4 Participant Registration

Registration fees for all participants shall be determined by the organization on an annual basis. Registration fees for each player must be paid in full before the first regular league game. Participant registrants, that are financially distressed, may apply for a waiver of registration fees with the President of CBA.

Registration fees for all participants shall be equal in amounts. Families registering more than one youth participant may be given a pro-rated discount that shall be determined by the organization on an annual basis.

No registration refunds will be issued after April 1st, unless approved by the Board of Directors.

4.5 Uniforms

Players' pants are not included with registration fees. Pants will be provided for a small fee, when **requested**. Upon completion of each season, each participant must return any other issued equipment to CBA. Participants failing to return CBA issued equipment will be responsible to pay CBA for the replacement costs of the same.

Article 5 Disciplinary Actions

5.1 Authority

The Executive Committee shall have the authority to suspend, discharge or otherwise discipline any member or participant. Upon evidence of any misconduct by a member or participant, the Executive Committee shall notify that member, participant, or that participant's manager and parent/guardian of the allegations in writing within twenty-four hours of the transgression. That member, participant, or the participant's manager and parent/guardian shall appear before the executive committee at a special meeting to hear the matter. If that member or the participant is found in violation of organizational bylaws or of ethical misconduct, the officers, by a majority vote, shall have full power to suspend or revoke the members or the participants' right to future participation in any organizational functions or programs.

Enforcement of playing rules at League games shall be the sole responsibility of the umpire(s) who have been assigned to the game. Enforcement of additional League conduct rules shall be the joint responsibility of the Division Coordinators, umpires assigned to that game, any Committee members present at the game and any other League officials who have been given authority by the Committee. For any incidents regarding a player, the Division Coordinator shall inform and consult with Player Agent.

5.2 Violations

Violations of conduct rules for coaches and players include (but are not limited to) the following:

Fighting;
Foul and abusive language;
Derogatory remarks made to umpires, coaches or League officials;
Improper decorum in the dugouts or on the fields;
Cheating or fraud of any kind;
Destruction of league or city property;
Continued use of improper equipment or wearing of an improper uniform after being warned;
Malicious conduct of any kind;
Violation of guidelines of General Conduct;

5.3 Game Ejections

If a coach, player, parent or fan is ejected from a game for any of the violations in 5.2, he/she must leave the playing field immediately and the park within 10 minutes of the ejection. (A coach, parent or fan can only return to the park to pick up a player once the game is completed.) Failure to act accordingly will result in the forfeiture of the game, if supported by league rules, and if a CBA member, suspension from the association, league and post-season play for the rest of the season. Additionally, the association and league may pursue criminal trespass charges if the police are required to remove someone from the park.

5.4 Penalties for Violations

In addition to the ejection from the game, the coach, player, parent and/or fan will receive the following suspension and penalties:

1st offense: suspension for the next team game.
2nd offense: suspension for remainder of season and all coaching privileges suspended in CBA.
3rd offense: permanent lifetime suspension from CBA for the offending individual.

5.5 Suspension Carryover

If the offense occurs in the last game of the season, the proscribed suspension will be effective for the next CBA season, in which the violator participates.

5.6 Appeals

These penalties are automatic and do not require a ruling by an association official or a vote by the Executive Committee. The coach, parent, or player may appeal to the CBA Executive Committee for review. After investigating the facts and circumstances surrounding the misconduct, the Executive Committee may overrule the proscribed suspension or continue with the proscribed penalty. To alter the ruling, a majority vote must be obtained by the Executive Committee. All Executive Committee members with an "interest" in the matter under appeal will recuse themselves. Tie votes on appeal matters will be referred to the Board of Directors.

Article 6 Organizational Structures and Functions

The organizational components of CBA and shall officially remain as the Executive Committee, Board of Directors, Standing Committees, Ad Hoc Committees and the General Membership. All committees and members shall adhere to the constitutional bylaws and follow official Standing Rules of Procedure and the Rules and Procedures as published and approved by the organization.

6.1 Executive Committee

6.1.1 Duties, Election and Governance

The Executive Committee consists of an elected President, Vice President, Secretary, and Treasurer.

Executive Officers who also are a head coach may designate a representative to vote on behalf of his team, but only in matters of policy and bylaw revision.

6.1.2 Officer Elections

Executive Committee officials are elected as volunteers by the general membership in August at an open general meeting, proceeding each fiscal year. Candidates for each office shall be nominated from the floor during a duly constituted meeting no later than August and their names placed on the ballot. Voting will be done by secret ballot for contested offices. A voice vote or show of hands is acceptable for uncontested offices. The candidates with the highest number of votes will be elected officers for the next year. Ties will be resolved by a new ballot.

To be considered an eligible member voter in the annual Executive Committee election one must attend at least 3 meetings in the last 12 months. The acting Executive Secretary will record attendance at all open meetings and this record alone will serve in determining official voting eligibility.

All officers will serve a term of 1 year, or until their successors are elected. No term limitations shall apply. Interim replacement or appointments to any office shall serve out the remaining term. The Vice President will assume the office of President, upon his resignation or removal.

6.1.3 Executive Committee Member Removal Procedure

The Board of Directors, in its discretion, may remove any officer or board member who is found in violation of organizational bylaws or of ethical misconduct, upon the affirmative vote of two-thirds of the Board sitting at the time such issue is brought before them for vote. For purposes of removing a Committee member, the quorum required to conduct such business shall be increased from fifty-one percent (51%) to sixty-six and two-thirds (66.66%). An accused member may not vote on the issue of his own removal.

6.1.4 Resignation

An officer may resign at any time, in writing, delivered to the Secretary.

6.1.5 Filling Vacancies

Executive Committee vacancies may be filled at any meeting by a majority vote of the Board of Directors.

At its first meeting following the annual membership meeting, the Board of Directors shall vote on standing committee chairpersons. Volunteers for these positions will be solicited and recorded at the annual general meeting after CBA Officers are elected.

6.1.6 Meetings

Regular meetings of the association shall be on the first Sunday of the month, **unless otherwise ordered by the executive board, for any single event, normally not to be more than 1 meeting.** If this day falls on a holiday the meeting shall be on the following Sunday. Any other meeting will be termed a special meeting and must meet the requirements, as such. **Membership notification for all rescheduled and special meetings is required and may be made by letter, telephone or email. If notification is not accomplished the meeting may not be held. If held any actions taken at said meeting are to be considered null and void.**

Special meetings of the association may be called by the President. All members shall be notified of any special meeting. A minimum of 3 days notice is required for special meetings. A quorum of the Board of Directors is required to do business at special meetings

The Association shall normally meet monthly, excluding October and November, or as often as needed to handle league business. The hour and place for such meetings shall be determined by the President and shall be made known to all members of the Board upon at least 5-day's notice, oral, telephonic, email or written.

Each notice of a meeting shall include an agenda retailing items scheduled for discussion and possible vote.

All members present shall constitute a quorum for business. In all transactions as not otherwise directed, a majority of eligible voters present shall govern.

Any interested party may attend any open CBA meeting; however, membership participation shall be at the discretion of the Board of Directors. Furthermore, the Board may convene in executive session to discuss or resolve such matters, which the Board, in its discretion, believes, should be handled confidentially.

6.1.7 Proxy Votes

Board of Director Members may carry signed and written proxies, which clearly state the subject of the vote, for non-attending members, except for officer elections.

6.2 Board of Directors

The Board of Directors will consist of the Executive Officers and the head coach of each CBA team. The Board will be responsible for the development of policy and operational planning of the association, subject to membership approval. **Head coaches will remain as board members until coaching selections are made for the following year.**

6.2.1 Powers and Authority

The President and the Board of Directors shall control and direct all undertakings and all sales, purchases and transfer of real estate and personal property of the association. They may make

such rules and regulations as are necessary for the transaction of the business of the association and consistent with these By Laws and the laws of the Commonwealth.

In matters of policy change not covered by bylaws, standard practice or documented precedence, the matter shall be referred to membership for vote. All questions of policy change must be presented at regular meetings.

The Board shall have full authority and discretion to set budgets, and implement the on-going business of the League consistent with the bylaws. Without limiting the generality of the foregoing, the Board shall have the power to:

Purchase or otherwise acquire any property, right or privilege which the Association is authorized to acquire, by the price of consideration and upon such terms as the Board may deem appropriate;

Appoint, remove or suspend subordinate agents or volunteers and to determine their duties and fix their salaries, if any;

Determine the composition of a sub-committee to deal with the particulars of the CBA teams, if any;

Determine who shall be authorized on behalf of the Association to sign bills, notices, receipts, acceptances, endorsements, checks, releases, contracts, and any other instruments. Without any further action by the Board, the President and Treasurer are so authorized, as in Article 3.2;

Delegate any of the powers of the Officers to any agent of the Association with any powers as the Board of Directors may see fit to grant;

Suspend, discharge, bar or otherwise discipline any member, manager, coach, player, parent, league official, umpire as well as other related people as needed without refund whose conduct is considered detrimental to the best interests of CBA and the respective League (see Disciplinary Guidelines).

Voting board members are not permitted a vote in matters of their own discipline or matters regarding an immediate family member;

Set registration fees and generally do all such lawful acts and take actions as may be necessary and proper.

6.3 President

The President shall call for, preside over, and maintain order within regularly scheduled and special meetings, and ensure that all motions are made proper and put to vote or tabled as necessary. The President shall nominate or solicit members and oversee election of chairpersons to committee, and temporarily appoint an Executive Committee member to fill a vacant office until a replacement is appointed to fill that vacancy. The President shall oversee all operations of CBA, executing duties as detailed in Youth Baseball and Softball Rules and Procedures documents and ensure CBA is run in an orderly and efficient manner, pursuant to the CBA mission and in compliance with all bylaws, rules and regulations.

The President will cast the deciding vote on all questions when equally divided when not operating under relaxed rules of procedure as detailed in the CBA Standing Rules of Procedure document, except in the case of election of officers.

6.4 Vice President

The Vice President shall preside over matters as directed by the President. In the absence or resignation of the President, the Vice-President shall preside and perform the duties of the President.

6.5 Secretary

The Secretary shall give notice of all scheduled meetings, nominations and elections, officially record and report meeting minutes, and maintain all official organizational documents, membership lists, meeting

attendance records and voting eligibility. The Secretary is responsible for all organizational correspondence. In the absence of both the President and Vice President, the Secretary shall preside and perform the duties of the President.

6.6 Treasurer

The Treasurer shall keep timely and accurate records of all organizational finances, receipts and expenditures. The Treasurer shall maintain all institutional accounts and membership registration lists, prepare financial statements and reports, and oversee the planning and implementation of all fund raising activities. All organizational disbursements require the signature approval of the Treasurer and the President. The Treasurer and President may not be related or be legal or non-legal partners.

6.7 Baseball League Representative

The baseball representative shall be appointed by the Board of Directors from a list of volunteers. The baseball league representative is required to attend all scheduled league meetings and subsequently submit a report, either written or oral, to CBA. If unable to attend league meetings, the League Representative must appoint another member of CBA to attend on his or her behalf. In this capacity, the representative is responsible for supplying and reporting any pertinent CBA organizational matters and/or information to the league, and for supplying and reporting all league matters and/or information to CBA. Additional duties shall be as defined by the league in which the teams participate.

6.8 Softball Representative

The softball representative shall be appointed by the Board of Directors, from a list of volunteers. The softball representative shall attend all league meetings and subsequently submit a report, either written or oral, to CBA. If unable to attend league meetings, the League Representative must appoint another member of CBA to attend on his or her behalf. In this capacity, the representative is responsible for supplying and reporting any pertinent CBA organizational matters and/or information to the league, and for supplying and reporting all league matters and/or information to CBA. Additional duties shall be as defined by the league in which the teams participate.

6.9 Standing Committees

Permanent standing committees may be established and shall remain intact and function throughout the fiscal year. Establishment of new committees or dissolution of committees deemed, as "no longer necessary" will be determined by the Board of Directors. Chairpersons shall be nominated and appointed by the Board of Directors during the first meeting following the annual meeting. Committee members shall be volunteers. The committee chairperson is responsible for the overall function and operation of the committee, and for reporting committee activities to CBA.

A committee shall not commit or involve the organization and shall not incur debt unless given the authority to do so by the Board of Directors.

6.10 Special Committees

Special "ad hoc" committees shall be established on a per diem basis and function for as long as deemed necessary. Chairpersons shall be appointed as volunteers. The committee chairperson is responsible for the overall function and operation of the committee, and for reporting committee activities to CBA.

Article 7 Rules and Procedures

7.1 Rules and Procedures

An official guideline of CBA Youth Baseball Rules and Procedures is established and approved as a separate document. These rules, regulations and procedures shall be observed by the President, Board of Directors and all official representatives in the administration of CBA youth baseball. This document shall also govern all coaches, players and parents and spectators. CBA may also establish a similar document of rules and procedures to govern CBA Youth Softball.

7.2 Publishing and Review of Rules and Procedures

The CBA Playing Rules and Procedures for youth baseball and softball shall be published by CBA and reviewed annually. They will not be considered as part of the Bylaws. Proposed changes to the Rules and Procedures may be submitted by any member. The changes must be read aloud at any regular meeting at least one meeting before a vote to approve. The rules and procedures must be modified by majority vote of the eligible voting membership at any regular meeting open to the membership.

7.3 Registration

The President shall annually appoint a registration committee to plan and execute registration of players. The Executive Committee shall set registration fees. Registration fees will be returned only if a player moves out of town, or is ill or injured and unable to participate in accordance with Article 4.4.4.

7.4 Player Evaluations

The CBA Official Youth Baseball Rules and Procedures document provides guidelines for player evaluations and placement in Pony and Midget Baseball teams.

7.5 Definition of Regulations and Procedures

That which is not governed by the bylaws and cannot be classified as a rule is a regulation or procedure.

7.6 Definition of Rule

That, which is not governed by the By Laws, and which, if passed, can be isolated as to affect one level of play. Board members may not vote on matters that directly affect and are isolated to the team, or teams, with whom they are involved.

Article 8 Exclusions

Any encountered item or issue not included or addressed in these bylaws or other official administrative documents, shall be referred to and ultimately decided upon by a majority vote of the Board of Directors.

Article 9 Indemnification

Officers, Directors, employees, and agents of CBA shall be indemnified for any costs, expenses or liabilities necessarily incurred in connection with the defense of any action, suit or proceeding in which they are made a part by reason of being or having been a member serving in an elected or an appointed capacity. No member or employee shall be indemnified when adjudged in the action or suit to be liable for negligence or misconduct in the performance of duty.

Article 10 Parliamentary Authority

The rules contained in the most current edition of "Roberts Rules of Order" shall govern CBA meetings and meetings of the Board of Directors and Committees in all cases in which they are applicable and not inconsistent with these Bylaws, the CBA Standing Rules of Procedure, the approved CBA Rules and Procedures and any special rules of order CBA shall adopt.

Article 11 Amendments

These bylaws shall be amended only by a majority vote of the membership present at any said annual, regular or special meeting. No such amendment shall be voted upon unless it has been properly

presented, announced and read to the voting membership at any two previous and consecutive meetings occurring within no less than a seventy-two hour period. Properly proposed amendments shall be submitted in writing to the secretary 10 days prior to its first presentational meeting in order to be included on the meeting agenda and shall contain the signatures of the proposing member(s). The proposed amendment shall then be announced and read at the next two consecutive meetings for voting membership consideration, and a voting membership vote shall be taken at the third consecutive meeting.

Members must attend at least half of the regular meetings of the previous 12 months to be eligible to vote on any proposed amendments to these bylaws. An approved amendment shall be incorporated into these bylaws and effective immediately.

Certification statement

These bylaws are approved and adopted at the regular meeting of Conewago Baseball Association on;

Date

President

Secretary

DRAFT

Conewago Baseball Association

Standing Rules of Procedure

The following Standing Rules of Procedure shall govern the proceedings of the regular sessions of the CBA membership, unless suspended in a particular case by a two-thirds vote of attending members or by unanimous consent. Members must meet attendance requirements to be qualified to vote. Exceptions are in the case of a rule protecting a minority of less than one third of those voting. Any rule protecting the right of absent members or a basic right of an individual can't be suspended.

Where applicable, the Relaxed Rules of Procedure may be used by the Board of Directors and committees.

Relaxed Rules of Procedure will **normally** be in effect in meetings, at the discretion of the Board of Directors. These rules are;

- Members are not required to obtain the floor and may make motions or speak while seated **without formal recognition**,
- Motions need not be seconded,
- There is no limit to the number of times a member may speak to a question, and motions to close or limit debate generally should not be entertained (unless the group has adopted a rule to the contrary),
- **Members may discuss topics without a motion being on the floor**
- The President need not rise while putting questions to vote,
- The President may speak in discussion without rising or leaving the chair and
- The President may make motions and may vote on all questions. Tie votes will require a revote.

If a particular issue is hotly contested or likely to subject the board to publicity or a lawsuit, formal parliamentary procedure should be instituted. This can help ensure that procedural safeguards have been observed. **In this instance, the help of a professional parliamentarian or attorney may be required.**

1. Order of Business

The presiding officer having called the meeting to order, the order of business at the Annual Session shall be:

Report by the Secretary
Standing and Special Rules of the Meeting
Special Orders, including time for elections
Roll call and member voting eligibility
Reading and approval of minutes

Report of Officers
President
Vice-president
Secretary
Treasurer

Report of Committees
Registration

Equipment
Opening Day
Uniforms
Field Maintenance
Opening Day
Sponsors
Fields
Fundraising
Website
Boys Baseball
Softball
Bylaws and Rules

Report of Special Committees

Unfinished Business

New Business

Election and installation of Officers

Adjournment

2. Committees

2.1 The membership of the Committees shall be approved annually by the Association in accordance with the provisions of Article 6 of the Bylaws, and shall continue and have the power to act through the CBA BYLAWS, STANDING RULES OF PROCEDURE AND STANDING ORDERS, or until their successors are appointed. Each committee shall have jurisdiction, respectively, over the subject matters falling within the customary area its name implies. Each committee shall also take jurisdiction over matters referred to it by the Board of Directors.

3. Nomination and Elections

3.1 Nominations for all positions shall be open from the floor in the July meeting.

3.2 The order of names on the ballot shall be determined by a random drawing.

3.3 Elections of officers will be by a single secret ballot at the August meeting. The Secretary will prepare the ballots and the results will be tabulated and announced at the meeting by the Executive Committee. Uncontested positions may be approved by a hand or voice vote.

4. Debate-Special Rule of Order

After a member has spoken in debate, the member may not immediately move the Previous Question (end debate and vote) without first yielding the floor.

5. Amendments to Rules of Procedure

These Rules of Procedure are adopted and may be amended by previous notice and a two thirds vote. If no prior notice is given, then they can be adopted by the vote of the majority of the entire membership of the organization.

As Amended January xx, 2008

President

Secretary