

2022 Valley Mills Youth Baseball Association

By-Laws

Updated 1/16/2022

ARTICLE I - Name

The name of this organization shall be the Valley Mills Youth Baseball Association (“Association”).

ARTICLE II - Office

The principal offices of the Association shall be in the city of Valley Mills, Texas, at the office of the registered agent of the Association or at the home of any other Board of Directors member, as the Board of Directors may designate at meetings from time to time. The Association shall maintain a mailing address at the local post office to facilitate the business of the Association.

ARTICLE III - Purpose and Objective

The purpose of the Association is to establish a culture of community through a competitive youth baseball program with a primary focus on instilling principles of good sportsmanship, honesty, integrity, respect and building character through teamwork.

The primary objective of this Association will be to provide a supervised program that gives boys and girls (ages 3-18) in the greater Valley Mills community an opportunity to play youth baseball and softball bearing in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance.

In accordance with Section 501(c)(3) of the Internal Revenue Code, The Association shall operate exclusively as a non-profit organization providing a supervised program of youth athletics. No part of the net earnings shall inure to the benefit of any private shareholder or individual; no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE IV - Membership

Any boy or girl attending school or residing within Valley Mills ISD, meeting established requirements as set forth in the Association, local, and district guidelines, shall be eligible to participate. Other players from surrounding areas may be approved to play in the Association activities within the guidelines of the governing body of the youth sponsored programs with whom affiliated on all eligibility and playing rules. The parents or guardians of eligible players registered in good standing shall be considered members of the Association. “Active” shall mean actual participation at any time during the Administrative Year of the Association. Membership shall also be open to sponsors, coaches, and officials under the supervision of the association.

Membership is restricted to those who are at least 18 years of age and excludes anyone who may have been specifically banned from the Association by its Board of Directors. Yearly membership records are to be maintained by the Secretary of the Board. The Association shall not discriminate based upon age, sex, gender, sexual identity, national origin, race or religion.

ARTICLE V – Rights of Membership

All members of the Association will have the following right:

- A. To attend all meetings of the Association, including Membership Meetings and Board of Director Meetings
- B. To voice concerns and suggest recommendations for improvement related to the general operation and function of the Association.
- C. To volunteer for or serve in elected positions within the Association
- D. To vote for elected positions within the Association
- E. To serve on committees within the Association

Valley Mills Youth Baseball Association reserves the right to remove from or refuse to let any person into Association functions. This includes, but is not limited to coaches, parents, fans, and players. Additionally, if the Board of Directors determines that someone's conduct is inappropriate or detrimental to the objective of the Association or its members, they may vote to revoke membership of said person or limit his/her involvement in Association activities for any amount of time.

ARTICLE VI - Meetings of Membership

The Valley Mills Youth Baseball Association shall hold a minimum of one Membership Meeting each year, scheduled in October. Notice of scheduled meetings will be sent to all members on file via electronic means in addition to being posted in the local newspaper and social media outlets at least 7 days in advance of each meeting. Additional Membership Meetings may be scheduled at the request of the Board of Directors with notice being provided as described above. All members are entitled to attend all meetings of the Board of Directors to make comments and/or suggestions.

SECTION 1 - Voting

All Regular Members shall be entitled to make motions and vote at General Membership Meetings. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General Membership Meetings. A Member may not vote by proxy.

SECTION 2 - Board of Directors Elections

The governing body of this organization shall be elected at the Annual Membership Meeting as follows:

- A. The Board of Directors is elected by majority vote of the Membership. The League President shall preside over the nominating process and will conduct the election of

the Board of Directors. The order of election will be President, Vice President, Treasurer, Secretary, Fundraising/Concession Director, Field Maintenance Director, and Technical Director

- B. All terms for the Board of Director positions will be three (3) years.
- C. Nominations for all positions will be solicited from the Membership.
- D. Each member in good standing with the Association will be allowed only one vote.
- E. Voting will take place in-person at the Membership Meeting with all members in attendance who have not yet completed voting being provided ballots to complete.
- F. Absentee - For the expressed purpose of accommodating a Member in good standing who cannot be in attendance, an absentee ballot may be requested and obtained from the Secretary of the Association. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Membership on the date of the meeting, prior to the in-person voting portion of the election process.

ARTICLE VII – Board of Directors

The Board of Directors of the Association will be composed of the elected officers listed below (hereinafter referred to as “Director” or “Directors”. Each Director (with exception of the President) will have a vote in matters/motions presented before the Board of Directors. A quorum of 5 directors, must be present to conduct the business of the Association. Directors may hold meetings and allow attendance at meetings by using a conference telephone or similar communications equipment, or another suitable electronic communications system, including videoconferencing technology or the Internet, or any combination, if the telephone or other equipment or system permits each individual participating in the meeting to communicate with all other individuals participating in the meeting. Voting on business matters may take place in-person or via an electronic means in order to accurately record the outcome of all votes with a majority required to pass. In the event of a tie, the President shall hold the deciding vote. A Director may not vote by proxy.

The Board of Directors may appoint an Executive Committee which shall consist of not less than three (3) nor more than seven (7) Directors, one of whom shall be the President of the Local League.

The Executive Committee shall advise with and assist the Chairpersons of each committee in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by the Board, but in no event will the Executive Committee have authority over the Board of Directors

At any meeting of the Executive Committee, a majority of the total number of members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee.

- A. President
- B. Vice-President
- C. Treasurer
- D. Secretary
- E. Fundraising/Concession Director
- F. Field Maintenance Director
- G. Technical Advisor

The Directors shall meet monthly (January - December) with the schedule of each meeting being posted on the Association website for member reference as described previously.

ARTICLE VIII – Committees

The Directors may form committees to assist in the function of the Association as deemed necessary. These committees will receive objectives from the Directors and may be disbanded at any time upon the recommendation of the Directors. The chairs of these committees will provide regular updates on the work of the said committee to the Directors, may attend Board of Directors meetings, but will not hold a vote in formal Board of Directors business.

ARTICLE IX – Vacancies in Board of Director

Positions

- A. If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, it may be filled by a two-thirds majority vote of the remaining Directors, either present or by electronic or written absentee ballot at any regular Board meeting or at any Special Board Meeting called for that purpose.
- B. If a vacancy occurs in the office of President, the Vice President shall succeed to the office of President and the remaining Directors may fill the Vice-President position as described in ARTICLE IX, A.

ARTICLE X – Suspension/Termination of Members of the Board of Directors

Question of removal of an individual from elected office shall be referred to the Executive Committee.

- A. The Executive Committee shall complete a thorough investigation and formulate a recommendation in the Executive Session after which they will present a formal recommendation for action to be considered by the Board of Directors at a scheduled meeting. If needed, the Board of Directors may enter the Executive Session for further discussion on the matter prior to submitting a formal vote.
- B. Should the investigation involve a member of the Executive Committee or the Board of Directors, that individual should recuse themselves from all matters related to such.
- C. A request for the resignation and/or suspension of any officers whose conduct is considered to be injurious to the welfare of the Association may be made with a

two-thirds vote by written or electronic ballot of the Board of Directors. The decision of the Board of Directors shall be final.

- D. If voluntary resignation is not received within thirty days after notification, in writing, removal shall be automatic. The investigation/discussion of such circumstances may occur in the Executive Session of the Board of Directors.

ARTICLE XI – Duties of the Board of Directors

Directors are responsible for the administrative and financial management of the Association and properties owned by the Association for developing and executing the Association's organizational and operating policies and procedures.

General Director Duties:

- a. Each Director is expected to attend 75% of called and scheduled meetings of the Board of Directors and Membership.
- b. Each Director is expected to communicate timely regarding happenings of the Association.
- c. Should a Director fail to meet the expectations and requirements of his/her office, the Director may choose to resign from the position or may be removed from office via procedures listed in ARTICLE X.
- d. Approve the pay scale for all Association officials, scorekeepers and any other independent contractor contracted by the Association. The Association shall have no employees.
- e. Participate in scheduled rotation for Director on Duty to ensure proper flow of game activities.
- f. Directors are responsible for resolving any problems within the Association between parents, players, umpires, scorekeepers, coaches and fans.
- g. No Director, Officer, or Member of the Association shall receive, directly or indirectly, any salary or other compensation from the Association for services rendered as a Director, Officer, or Member.

Duties of the President:

- a. The President shall be responsible for coordinating and presiding over all meetings of the Association. This includes developing an agenda for each meeting and posting on the Association's website for input from community stakeholders.
- b. The President shall work to maintain relationships with surrounding communities for participation in youth baseball activities.
- c. Attend all baseball district meetings as a representative of the Association to assist in determining season rules, regulations, and schedules.
- d. Investigate complaints, irregularities and conditions detrimental to the Association and report thereon to the Board of Directors as circumstances warrant.

- e. Act as a primary point of contact for all requests for rental of facilities for each respective sport and ensure that Rental Agreements are reviewed and signed prior to the date of rental.

Duties of the Vice-President:

- a. The Vice-President shall assume the duties of the President if the President is absent or incapacitated. In the event of a vacancy in the office of President, the Vice-President shall succeed to the Presidency for the unexpired portion of the term and the office of Vice-President shall be filled according to ARTICLE IX, A of this document.

Duties of the Treasurer:

- a. The Treasurer shall be responsible for administration and dispersion of all Association Funds under the direction of the Board of Directors.
- b. The Treasurer will submit a brief written report at all Board of Director meetings and a written annual summary at the October Membership Meeting.
- c. The Treasurer shall be responsible for filing all appropriate tax documentation, then providing documentation of such to the Secretary for record-keeping.
- d. The Treasurer will have two signatures on each check provided to businesses, etc.

Duties of the Secretary:

- a. The Secretary shall be responsible for keeping the minutes of the proceedings of the meetings of the Membership and Board of Directors.
- b. The Secretary shall be responsible for keeping records of other Association business to include, but not limited to, insurance coverages, tax filings, legal documents, business contracts, and documentation of player eligibility. Maintenance of records includes paper records in addition to appropriate electronic storage of documents.
- c. The Secretary shall be responsible for keeping the Association's public records up-to-date on the Association's website including, but not limited to, Meeting Agendas, Meeting Minutes, and a current listing of Board of Directors.
- d. The Secretary will conduct the general correspondence of the Association as directed by the Board of Directors.
- e. The Secretary will keep records of all eligible voting members of the membership.
- f. The Secretary will hold the league key for all mailing purposes of the league.

Duties of the Fundraising/Concession Director:

- a. The Director shall coordinate fundraising events throughout the administrative year.
- b. The Director shall organize, staff, stock, schedule, and manage the Concessions Committee to achieve effective operations of the concession stand.
- c. The Director shall be responsible for all concessions equipment, including refrigerators, freezers, ice machine, coffee makers, and the proper functioning thereof.
- d. The Director shall ensure that effective inventory and cash control procedures are in place and strictly adhered to in order to protect the Association from loss.

- e. The Director shall ensure that directives from the Directors regarding the proper transactional procedures are fully implemented and enforced.

Duties of the Field Maintenance Director:

- a. The Director shall be responsible for all League facilities (structural and contents), including maintenance, repair, and proposal for purchase.
- b. The Director shall be responsible for coordination and ensuring completion of training with all coaching staff that utilize the Association's fields.
- c. The Director shall be responsible for coordinating completion of all field maintenance duties including, but not limited to, mowing, fertilizing, weed control, cleanliness, and oversight of field prep on game days.
- d. The Director shall maintain appropriate stock of needed tools, equipment, and supplies for field maintenance and field prep activities.

Duties of the Technical Director:

- a. The Technical Director shall maintain digital data retention of all league records.
- b. The Technical Director shall ensure website functionality and perform software updates.
- c. The Technical Director shall ensure domain registration and hosting are current.
- d. The Technical Director shall maintain the Association's online presence through the website and social media.
 - i. Develop and/or update website and social media content.
 - ii. Make adjustments to the website design.
- e. The Technical Director shall prepare and maintain online member registration.
 - i. Provide reporting of membership information to the Secretary for proper recordkeeping.
 - ii. Provide reporting of online registration payments to the Treasurer for proper recordkeeping.
 - iii. Support members with any technical questions that may arise.

ARTICLE XII – Additional Items Regarding Directors

- A. Any Business that any Director is associated with as an owner, director, or employee shall not be allowed to enter into any contractual relationship for recurring services with the Association. Additionally, said business, or Director shall not be allowed to sell any products or supplies to the Association on a recurring basis.
- B. All other reimbursable expenses for Association operating equipment and supplies, in which a Director has used personal funds to purchase, must be specifically approved by the Board of Directors by majority vote and receipts for all items must be presented prior to issuance of reimbursement. The Director seeking reimbursement shall abstain from voting.

ARTICLE XIII – Amendments to By-laws

These By-laws may be amended by the members at any Membership Meeting by a majority vote of the members attending such a meeting. Any member of the Association may propose to amend the By-laws by presenting in writing the proposed amendment to the Board of Directors.

Open discussion, debate, and amendments to presented motions will be allowed during the Membership Meeting following Robert's Rules of Order prior to voting taking place.

ARTICLE XIV - Administrative and Fiscal Year

The administrative year of the Association shall be from October Membership Meeting to the following Membership Meeting. The fiscal year of the Association shall be the calendar year.

ARTICLE XV - Association Coaching Requirements

- A. **Treatment of Players.** Children are to be treated with respect. No degrading remarks will be tolerated. Uncontrollable acts of verbal or physical violence are completely unacceptable. Sexual remarks or actions toward a player are strictly prohibited. Association coaches are representatives of the league and should conduct themselves in a manner to bring credit to our Association and community. The coach is a teacher and a role model for our children.
- B. **Background checks and Board of Directors approval.** All coaches desiring to become volunteer coaches must complete and submit a Youth Volunteer Application and are subject to a full background check, thus must complete Background Check Authorization Form and submit to the Board of Directors. All coaches must be in good standing with the Association. The Board of Directors must approve all coaching candidates and do so in a courteous, confidential, and professional manner.