

Kent Island Youth Baseball & Softball Club

Established 10-25-18

BY-LAWS

ARTICLE I

The name of this club, a voluntary, non-profit organization, shall be the KENT ISLAND BASEBALL & SOFTBALL CLUB, INCORPORATED, hereafter referred to as the "Club". This Club will be incorporated as a non-profit organization for the purpose of playing baseball and/or softball in the Kent Island area.

ARTICLE II

The purpose for which this Club is organized is to develop and operate a baseball/softball program for 4 – 18 year old youths in the Kent Island and surrounding communities of Queen Ann County. The objective of this Club is that, through the medium of a supervised, competitive baseball/softball program, guided and governed by the Club, the Club will seek to implant in the youth of the community ideals of good sportsmanship, honesty, loyalty, courage, and reverence, so that they may be finer, stronger and happier youth who will grow up to be good, clean healthy adults.

ARTICLE III

The principal operation of this Club shall be in the Kent Island, Queen Anne's County Maryland area, but may extend into such areas provided for by the Club.

ARTICLE IV

Section 1. Board Structure

The officers of this club will consist of President, Vice President, Treasurer, Secretary, Director of Baseball, Director of Softball, Director of Travel/Tournament Ball, and Director of Fundraising. Subject to change in accordance with the club by-laws, the Board shall maintain at least five (3) members, and no more than seven (8). The Directors shall upon election immediately enter upon the performance of their duties and shall constitute in office until their successors shall have been duly elected and qualified.

Section 2. Election of Board Positions and Term of Office

At each annual meeting, the Board Positions that are subject to term limit shall be filled through general election. This is to take place at the Clubs annual open meeting in November. The following positions will be filled by November of an even year and will be considered filled for the subsequent two (2) years:

- President
- Secretary
- Director of Baseball Operations
- Treasurer

The following positions will be filled by November of an odd year and will be considered filled for the subsequent two (2) years:

Kent Island Youth Baseball & Softball Club

Established 10-25-08

- Vice President
- Director of Travel/Tournament Ball
- Director of Fundraising
- Director of Softball Operations

New elections will be held by the November meeting and the President will notify all eligible voters of the time and place of the election. In order to be considered for a position, a candidate must be nominated by a current club member. All elections of Directors shall be by majority vote of all members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

Section 3. Club Positions

The Board shall appoint people to Club Positions in order to support the club operations. These positions shall be filled immediately after the annual meeting in November. Appointments are approved by a majority vote of the Board, and are for one (1) year terms. Open positions and newly created positions may be filled at any time with the approval of the Board.

In order to establish the alternating election cycle, the Board of Directors shall make exceptions to the term limits for the initial directors.

Section 4. Vacancies

If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, it may be filled by a majority vote of the remaining Directors at any regular meeting or at any special meeting called for that purpose.

ARTICLE V

Section 1. Committees

The President will establish standing committees every year. Each committee shall consist of a minimum of three (3) representatives; one (1) will be appointed Chairman to support the role of the Club.

The following shall be the standing committees, but not limited to:

- Budget and Finance
- Recruitment
- Rules
- Disciplinary
- Advisory (past Board Officers)

Kent Island Youth Baseball & Softball Club

Established 10-25-08

ARTICLE VI

Section 1. Regular Meeting Rules and Guidelines

Regular meetings of the Board of Directors shall be held immediately following the annual election and on such days thereafter as shall be determined by the Board. At a minimum, one Board meeting is to be held each calendar month.

Section 2. Special Meetings Rules and Guidelines

The President or the Secretary may, whenever they deem it advisable or the Secretary shall at the request in writing (5) Directors issue a call for a special meeting of the Board. Notice of each meeting shall be given by the Secretary to each Director either by mail at least three (3) days before the time appointed for the meeting to the last recorded address of each Director, or by telephone or emails or personal notice at least twenty four hours preceding the meeting. In case of special meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.

Section 3. Official Meeting Defined

Five (3) members of the Board of Directors shall constitute a quorum for the transaction of business. Attendance at regularly scheduled Board of Directors meetings is essential to the efficient and successful operation of the league therefore it is incumbent upon each director to be present at as many meetings as possible. Each director will attend at least half of all regularly scheduled conducted during their 12 month term. Failure to meet these obligations may, with a two-thirds vote of the remaining Board of Directors members result in removal from the Board.

ARTICLE VII

Section 1. Membership Defined

Classes: There shall be the following classes of Members:

(a) **Player Members.** Any player candidate meeting the requirements of the Club and who resides within the authorized boundaries of the Club shall be eligible to compete for participation but shall have no rights, duties or obligations in the management or in the property of the Club.

(b) **Regular Members.** Any person actively interested in furthering the objectives of the Club, who resides within the authorized boundaries of the league, may become a regular member upon election as hereinafter provided. Only regular members in good standing and who maintain an active status are eligible to vote at the annual meeting. The

Kent Island Youth Baseball & Softball Club

Established 10-25-08

Secretary shall maintain a listing of those members eligible to vote. To maintain active status a regular member must:

(1) Serve -in a volunteer capacity in support of the objectives of the Club (i.e. manager, coach, umpire, concessions, fund raisers, team parent, league official, etc.) and attend at least one scheduled Member/Board meeting or other league meeting specific to their function.

OR

(2) Be the parent, guardian, or legal representative of an active club player, and be in good-standing with the Club.

(c) Honorary Members. Any person may be elected as an Honorary Member by the unanimous vote of all Directors present at any duly held meeting of the Board of Directors but shall have no rights, duties or obligations in the management or in the property of the Club.

As used herein after, the word "Member" shall mean an Active Member unless otherwise stated.

Section 2. Suspension and Termination

Membership may be terminated by resignation or action of the Board of Directors.

(a) The Board of Directors, by a two thirds vote of those present at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class when the conduct of such person is considered detrimental to the best interests of the KIYBSC, Inc. The Member involved shall be notified of such meeting, be informed of the general nature of the charges and be given an opportunity to appear at the meeting to answer such charges.

(b) The Board of Directors shall, in case of a Player Member, give notice to the manager of the team of which the player is a member. Said manager shall appear, in the capacity of an adviser, with the player before a duly appointed committee of the Board of Directors, which shall have full power to suspend or revoke such player's right to future participation.

Section 3. Dues

Dues for Members may be fixed at such amounts as the Board of Directors shall determine prior to the beginning of any membership period.

Kent Island Youth Baseball & Softball Club

Established 10-25-08

ARTICLE VIII

Section 1. Charter

The Club shall annually apply for a charter and/or membership from a nationally recognized youth baseball and softball organization, and shall do all things necessary to obtain and maintain such charter. The Club shall devote its entire energies to the activities authorized by such charter until such time the Club determines with a minority vote of its Board that such affiliation is no longer in the best interest of the Club. Any such decision to discontinue affiliation with the current affiliation must be communicated to the general membership in compliance with adopted meeting notice guidelines, and such discussion and vote would need to take place at the Annual Meeting.

Section 2. Rules and Regulations

The Official Playing Rules and regulations as published by established organization shall be binding on this Club.

Section 3. Local League Rule

The local rules of the Local League shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season, but shall in no way conflict with the Rules and Regulations of the established Organization.

ARTICLE IX

This section defines the roles of each member of the Board and support team.

Section 1. Summary of Duties - Board of Directors

President - (2) Year Term

- Chief Executive of the Organization. Presiding officer at all Board of Directors meetings and all General Club meetings.
- Provides Strategic direction of the club
- Represents the Club with all external organizations
- Oversees all club activities
- Oversees and appoints committee members in accordance with the club structure
- Has direct over sight of the following BoD members: Secretary, Treasurer, and Director of Fundraising

Vice President - (2) Year Term

- Assists the President in his/her duties
- Reserves, confirms and provides agendas for club meetings
- Oversees the League Scheduler

Kent Island Youth Baseball & Softball Club

Established 10-25-08

- Oversees the Director of Coaching and is responsible for leading the training and recruiting efforts for coaches.
- Has direct oversight of the following BoD members: Director of Baseball, Director of Softball, and Director of Travel/Tournament Ball

Secretary-(2) Year Term

- Send out notifications and agendas for all meetings
- Keep accurate minutes of all meetings and distributes same prior to the next meeting.
- Document all items for consideration, voting and actions taken by the Club and Committees.
- Keeps and maintains all official Club and League rules, including Club By-laws and Policies.
- Coordinates appropriate legal advice when necessary
- Serves as official Parliamentarian for official meetings and conducts them in accordance with Roberts Rules of Order
- Oversees and approves all official Club communication with the public
- Oversees the webmaster and all web-based content

Treasurer - (2) Year Term

- Prepares the Club's operating budget, based on information provided by various committees and submits to the Board for approval in accordance with the Club deadlines.
- Oversees management of all legal funds including bank accounts and assets.
- Files any and all required annual tax returns
- Maintains Tax-Exempt status in accordance with federal law
- Maintains proper accounting records and promptly deposits all money received and pays bills in accordance with the approved Club P&L budget.

Director of Baseball Operations - (2) Year Term

- Recruits and oversees all Baseball age group commissioners
- Approves selection and placement of all teams
- Recommends Coaches for end of season All Star teams and Tournament teams
- Approves playing rules for rules not established by league and ensures all teams/players/coaches abide by established rules
- Oversees the Umpire Coordinator and ensures that umpires are scheduled in accordance with Club rules

Kent Island Youth Baseball & Softball Club

Established 10-25-08

Director of Softball Operations- (2) Year Term

- Recruits and oversees all Softball age group commissioners
- Approves selection and placement of all teams
- Recommends Coaches for end of season AU Star teams and Tournament teams
- Approves playing rules for rules not established by league and ensures all teams/players/coaches abide by established rules
- Oversees the Umpire Coordinator and ensures that umpires are scheduled in accordance with Club rules

Director of Travel/Tournament Ball- (2) Year Term

- Recruits and oversees all Travel/Tournament ball commissioners
- Approves selection and placement of all coaches with BoD approval
- Ensures that Coaches
- Approves playing rules for rules not established by league and ensures all teams/players/coaches abide by established rules
- Oversees the Umpire Coordinator and ensures that umpires are scheduled in accordance with Club rules

Director of Fundraising- (2) Year Term

- Oversees and directs all fundraising and sponsorship drives
- Works with the President and Treasurer to establish goals for fundraising and sponsorship drives
- If the other 7 BoD positions are filled, this is will be a non-voting BoD position.

Established 10-25-08

ARTICLE X

This section addresses Club Finance and Accounting Matters

Section 1. Board of Directors Authority Over Finances

The Board of Directors shall decide all matters pertaining to the finances of the Club and it shall place all income including Auxiliary funds, in a common Club treasury. Directing the expenditure of same in such manner as will give no individual or team an advantage over those in competition with such individual or team.

Section 2. Solicitation of Funds

The Board shall not permit the solicitation of funds in the name of the Club

Kent Island Youth Baseball & Softball Club

unless all of the funds so raised be placed in the Club Treasury.

Section 3. Disbursement of Funds

The Board shall not permit the disbursement of Club funds for other than the conduct of Club activities in accordance with the Club rules and policies. All disbursements from said accounts are to be made solely by check (electronically or manually). All invoices for payment of materials or services rendered are to be paid within 30 days of receipt unless postponement of payment has been previously authorized by the Board of Directors. All checks shall be signed by the Club Treasurer and such other officer(s) or person(s) as the Board of Directors shall determine.

Section 4. Rule on Compensation of League Officials

No Director, Officer, Member of the Club shall receive, directly or indirectly, any salary, compensation or emolument from the Club for services rendered as Director, Officer or Member.

Section 5. Deposit of Funds

All monies received, including Auxiliary Funds, shall be deposited to the credit of the Club, in one or more financial institutions licensed to conduct business in the State of Maryland.

Section 6. Club Fiscal Year

The fiscal year of the Local League shall begin on the first day of October and shall end on the last day of December.

Section 7. Non-profit 501 (c) (3) Organization

The Club is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Established 10-25-08

Section 8. Distribution of property upon dissolution

Upon the dissolution of the Club (KIYB&SC, Inc.), assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is

Kent Island Youth Baseball & Softball Club

then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI

ROBERTS RULES OF ORDER shall be parliamentary authority on all matters not covered by the Constitution and By-laws of the Club.

ARTICLE XII

The order of all business for Club meetings is as follows:

1. Call to order by the Club President
2. Roll call -by the Secretary
3. Reading of the minutes of the previous meetings by the Secretary
4. Treasurer's report
5. Reports of Committees
6. Club rules
7. OLD BUSINESS
8. NEW BUSINESS
9. Adjournment