

HAYS YOUTH BASEBALL/SOFTBALL ASSOCIATION CONSTITUTION AND BYLAWS

Constitution

Article I-Name

The league (organization or corporation) shall be known as: **Hays Youth Baseball/Softball Association** hereinafter referred to as the "League" a member of PONY Baseball, Inc. a non-profit Pennsylvania corporation. The principal office is 100 Hays Youth Trail, Buda, TX 78610.

Article II-Statement Of Policy

Section 1 - It shall be the policy of the League 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.

Section 2 - No person who is a member of or who is employed by or who is in any way connected with the League shall receive any personal financial benefit beyond the reasonable value of the services in carrying out the purpose for which the League has been organized. Employees of the League shall be public record. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 3 - In order to secure suitable and adequate financial backing to carry out the purpose of the League, it shall be the policy of the League to permit only such sponsorship as is consistent with the purpose for which the League is organized and to select sponsors who are interested in the League solely or principally as a means of contributing to the welfare of young people.

Section 4 - It shall be the policy of the League to prohibit any direct advertising of alcoholic beverages or tobacco products in connection with the League or any of its programs.

Article III-Purpose

Section 1 - The purpose of the League shall be to organize and supervise the playing of baseball

and softball under specialized rules and regulations, to secure suitable and adequate financial backing for these purposes, and to own, lease or otherwise provide suitable playing facilities and equipment for these purposes.

The league is organized and operated exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

Upon the dissolution of the league, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue code of 1986, as amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is 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.

Article IV-Membership

Section 1 - Members of the League shall be parents or guardians of players, managers, coaches, officers, board members, team sponsors and other adult contributors who donate a minimum fee per year that is set by the Board of Directors.

The League reserves the right to more specifically define those that are eligible for membership.

Article V-Board Of Directors

Section 1 - The officers of Board of Directors shall be those persons elected by the members of the League at the annual meeting for the terms and/or in the manner provided for in the Bylaws of the League.

Section 2 - In recognition of the general powers of the Board of Directors exercised by virtue of their office, they shall have the power: to purchase or otherwise acquire for the League any property, right or privilege which the League is authorized to acquire by the League membership, at such price or consideration and upon such terms as the Board of Directors may

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deem expedient and as is approved by vote of the league membership; to appoint or remove or suspend subordinate agents or volunteers and to determine their duties and fix their salaries; to determine who shall be authorized, on behalf of the League, to sign bills, notices, receipts, acceptances, endorsements, checks, releases, contracts, and any other instruments; to delegate any of the powers of the Board of Directors to any standing committee, special committee or any officer or agent of the League, with any powers as the Board of Directors may see fit to grant and to generally do all such lawful acts and take actions as may be necessary and proper.

Article VI-Officers

Section 1 - The officers of the League shall consist of a President, Vice President, Secretary, Treasurer and League Commissioners.

Article VII-Government

Section 1 -The government of the League shall be under the direct supervision of the officers and the Board of Directors.

Section 2-All rules governing the playing of baseball and softball, the legality of players and related questions shall be in accordance with the Rules and Regulations of PONY Baseball, Inc., with such modifications adopted by the Board of Directors of the League and approved by PONY Baseball, Inc.

Article VIII-Bylaws

Section 1-Any Bylaws, not consistent with this Constitution, embodying additional provisions for the government of the League, shall be adopted and may be amended by the membership of the League.

Article IX-Amendments

Section 1-This Constitution may be amended only by a majority vote of the League membership at an annual meeting of the League membership, or a special meeting of the League membership called for that purpose.

Bylaws

Article I -Meetings And Voting

Section 1 - The membership of the League shall hold an annual meeting at such place and time as shall be determined by the Board of Directors.

The Annual Meeting will be held each year on the last Thursday in May.

Notice of time and place of such annual meeting shall be made known to the membership of the League through publication and/or individual mailings not less than 10 days prior to the date of the meeting.

Section 2 - Special meetings of the League membership may be called by the President, or by majority vote of the Board of Directors, or upon written request to the Secretary by not less than 30 members of the League. Notice of time and place of special meetings of the League membership shall be made known to the membership of the League not less than five days prior to the date of the meeting.

Section 3-At each annual or special meeting of the League every eligible member present shall be entitled to vote. One vote per mailing address. For example, if two players are from the same family at the same address that family gets one vote. There shall be no proxy voting. An election of officers and/or any items brought to a vote require a majority of those present and eligible to vote. New elected board members will take office at August monthly meeting.

Section 4 -The presence of not less than 30 members eligible to vote shall be required to constitute a quorum for the transaction of business at any special meeting or annual meeting of the League.

Section 5 – If a quorum of the League membership is not met at any special meeting of the League or annual meeting of the League, said business that was to be voted on by the League membership shall be voted on under the rules and membership of the current Board of Directors.

Article II -Election Of Officers

Section 1 -At the meeting prior to the annual meeting, a Nominating Committee shall be appointed by the President, consisting of two members of the Board of Directors and two members of the general membership, to obtain

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and nominate officers for the following year.

Section 2 -The term of office for all officers shall be one year beginning the day following the annual meeting.

Section 3 -All officers shall be eligible for re-election.

Section 4-In the event of the death, resignation, or inability to perform the duties of office for any reason, of any officer, the Board of Directors, by majority vote of the entire board, shall be empowered to select a replacement for such officer who shall serve until the following annual or special meeting.

Article III – Election of Board Of Directors

Section 1 -The Board of Directors shall include the President, Vice President, Secretary, Treasurer and the league commissioners. The board officers will elect the chairman of each standing committee.

Section 2 -The Board of Directors shall meet on a monthly basis at such time and place determined by the President. Special meetings of the Board may be called by the President, or by the Secretary, upon receipt of the written request of at least three members of the Board of Directors.

Section 3-The Board of Directors shall have the authority to suspend, discharge or otherwise discipline any member, manager, coach, player, league official, umpire or other person whose conduct is considered detrimental to the best interests of the League.

Section 4 -Any adult (persons 18 years of age or older) who is suspended, removed or otherwise disciplined by the Board of Directors shall have the right to appeal such action before a majority of the members of the Board of Directors at a regular or special meeting called for that purpose.

Section 5-The President shall, upon evidence of misconduct of any player, notify the manager of the team of which the player is a member and the parents or guardians of any such player who is less than 18 years of age, within 48 hours of notification of the league president. The manager shall appear with the player and the player's parents or guardian before the appropriate league commissioner and league president or designee for consideration of

appropriate action.

Article IV -Financial Policy

Section 1 -The Board of Directors shall decide all matters pertaining to the finances of the league, bearing the responsibility to conduct the financial affairs of the league in a sound business-like manner.

Section 2-To equalize the benefits of the League for all participating teams, solicitation of funds shall be for the treasury of the League and contributions to individuals or regular season teams shall be discouraged. All-Star teams open teams or post-season teams can solicit donations.

Section 3-The Board of Directors shall institute policy relative to the preparation and acceptance of an annual budget, and periodic and annual presentation of financial reports, and an annual audit of the books of the League. A CPA shall audit the League books every year.

Article V - Auxiliary

Section 1 -An Auxiliary organization may be formed for the purpose of assisting the Board of Directors.

Section 2-All activities of the Auxiliary are subject to the approval of the Board of Directors.

Section 3-The Chairman of each Auxiliary shall attend the meetings of the Board of Directors each month and deliver a report of the actions in their committee that month.

Article VI -Duties Of Officers

Section 1 -The President shall preside at all meetings of the League membership and at all meetings of the Board of Directors; shall serve as the Chief Executive Officer of the League; shall be an ex-officio member of all standing and special committees and shall perform such other duties as are normally associated with the office of President.

Section 2-The Vice President shall perform such duties as may be assigned by the President; shall otherwise assist the President in the performance of the President's duties and shall preside at meetings in the absence of the President.

Section 3-The Secretary shall have custody of the Constitution and Bylaws, and all other

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records of the League; shall keep an accurate record of the meetings and other activities of the League and of the Board of Directors; shall be responsible for all correspondence on behalf of the League and shall transmit all records and correspondence to any person elected to succeed him or her in that office.

Section 4-The Treasurer shall receive and disburse all funds with the approval of the Board of Directors; shall keep an accurate account of all funds received and disbursed for the League; shall submit a financial report at all regular meetings and at such other times as may be requested by the President; shall compile an annual report of League finances; shall provide the books of the League and such other documentation as requested for the annual audit and shall transmit all financial records to any person elected to succeed him or her in that office.

Section 5-League Commissioners shall supervise the annual registration of player candidates, tryout sessions and distribution of players among League teams and shall maintain any listing of eligible players not assigned to teams who may be available as replacement players. League Commissioners shall be responsible for the maintenance and upkeep of their respective fields. He/She will also be responsible for any scheduling of field times not covered by the scheduling committee chairmen.

Article VII - Standing Committees

The board of directors may create any standing committees that may include but not limited to:

Section 1-The Finance Committee shall, in cooperation with the Treasurer, prepare an annual budget for the League; shall be charged with preparing an annual audit of League financial activities; shall supervise fundraising activity and securing of sponsors on behalf of the league and, at the request of the Treasurer, shall assist with the collection and handling of League monies.

Section 2 -The Field and Facilities Committee shall be charged with the general preparation, maintenance, development and improvement of all playing facilities owned, leased or used by the League and shall make recommendations to the Finance Committee (or to the board) for suggested or needed expenditures in this area of operation.

Section 3-The Equipment Committee shall be charged with the responsibility of ordering and purchasing playing equipment for the League, the distribution of equipment among the League teams, the collection, inventory and storage of equipment during the off-season and preparation of such reports and suggestions as needed by the Finance Committee (or to the board) for budgetary action.

Section 4-The Umpire Committee shall be charged with obtaining and scheduling suitable umpires for the league as directed by the Board of Directors, shall consider all complaints relative to umpires and make suitable recommendations to the Board of Directors. The committee shall make every effort to register all umpires with PONY.

Section 5 -The Publicity Committee shall be responsible for news media relations and the general publicizing of league activities and special events. And shall serve as PIO under direction of the league president.

Section 6 – The Concession Committee shall be responsible for establishment of concession menu and pricing, purchasing and selling of concession related items, maintenance and upkeep of concession facilities and equipment, accounting for concession funds and shall submit a monthly report to the Board. The committee shall also be responsible for the scheduling of volunteer workers as needed.

Section 7 – The Team Mom/Fundraising committee shall be responsible for the coordination of team moms, the liaison between the board and the team moms, research and provide fundraising options, including but not limited to team/individual photos, player decals, or any other fundraising activity deemed necessary by the Board. The committee shall also order all sponsorship and/or coaches' "thank you" plaques at the time of team photos.

Section 8 – The Uniform committee shall be responsible for soliciting, collecting, and evaluating competitive bids on league uniforms for all seasons sanctioned by the league. Upon Board approval, the committee shall be responsible for the purchase and distribution of uniforms.

Section 9 – The Sponsorship committee shall be responsible for the solicitation and acquisition of

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all league sponsors and collection of all sponsorship funds. The committee shall be responsible for acquisition, placement, and removal of all sponsorship signage and/or advertisement. The committee will coordinate with the uniform committee for the proper placement of sponsorships on league uniforms. The committee will also be responsible for distribution of "thank you" plaques to each sponsor.

Section 10 – The Scheduling committee shall be responsible for coordination, scheduling and posting of all league-sanctioned games. The committee shall coordinate with field commissioners, umpire committee and concession committee regarding all posted league-sanction games and any rainouts or makeup games so that those games are properly posted.

Section 11 – The Web Site committee shall be responsible for establishment; maintenance and content of the official league web site.

Article VIII -Special Committees

Section 1 -Special Committees may be appointed by the President for such special purposes as deemed necessary. Committee duties and responsibilities are to be outlined at the time of the appointment and such committees shall be dissolved after their duties are completed or may be dissolved by the president as deemed necessary.

Article IX -Roberts Rules

Section 1 -The rules contained in the most current edition of "Roberts Rules of Order" shall govern League meetings and meetings of the Board of Directors and League Committees in all cases in which they are applicable and not inconsistent with these Bylaws and any special rules of order the League shall adopt.

(While Roberts Rules are a recognized format for settling procedural matters, they can require interpretation by a knowledgeable person, and, in general, are written for a more formal type of meeting than that usually associated with this type of organization. It is suggested that meetings not be bogged down with constant references to Roberts Rules where no serious challenge to procedure is made).

Article X -Amendments

Section 1 -These Bylaws may be amended by majority vote of the League membership at the annual meeting or a special meeting called for that purpose provided notification for special meetings for this purpose provided to the membership at least 10 days in advance of the date of such meeting.