

**Madison County Parks and Recreation Authority
Madison Youth Baseball
By-Laws**

ARTICLE I: NAME

The organization shall be known as Madison Youth Baseball. (Hereafter referred to as “MYB”)

ARTICLE II: PURPOSE

The purpose of MYB is to provide a recreational baseball program with major emphasis upon fun and enjoyment for children interested in playing and learning the skills of baseball. The program will always promote safety first play by encouraging only programs with strict control over age, weight, and equipment. The program will promote the people behaviors of participants, adults, coaches and spectators.

Major emphasis of this League is to:

- 1) Provide children an opportunity for fun and enjoyment through a baseball program.
2. Teach children baseball skills and techniques.
3. Practice good sportsmanship and physical fitness.

ARTICLE III: MEMBERSHIP

Members of MYB are: a member of the Committee of Directors, coaches, players, parent(s) or legal guardian(s) of players and volunteers. Membership is conveyed only to those currently active in any of these capacities.

ARTICLE IV: COMMITTEE OF DIRECTORS

Section 1—Organization:

The business affairs of MYB shall be managed and controlled by a committee of up to 12 directors. The exact number shall be fixed by the Committee of Directors, but no increase or decrease shall have the effect of shortening the term of the incumbent directors. The Committee of Directors may exercise all such powers of the organization as are permitted by law or these Bylaws. Any member of the Committee of Directors may resign at any time by delivering written notice to the commissioner of the organization. Such resignation shall specify the date to be effective.

Section 2—Election:

The Committee of Directors shall be elected by open voting by the members of MYB. All open positions are two year terms. The MYB Committee of Directors will commit to a two year term with the understanding that there will be some natural attrition. Thereafter, on an annual basis during the January monthly meeting, open positions will be filled by new Directors voted in by members during the election process. The election process will be run by the Commissioner.

Section 3—Quorum and Voting:

Fifty-one percent minus one of the elected, qualified and acting Committee of Directors shall constitute a quorum for the transaction of business. If at any meeting of the Committee of Directors there shall be less than a quorum present, a majority of the Directors present may organize a meeting at a time and place as decided by the majority of the Committee of Directors present. Notice of such adjournment shall be given in accordance with these bylaws. If a quorum is present, adjournment may be taken from day to day or to such other times and places as may be decided on by the majority of the Directors present and no notice of such adjournment need be given. When a quorum exists, action may be taken by a majority vote of the Directors present. Directors may be present by teleconference if said technology is available

Section 4—Vacancies:

If a position on the Committee of Directors becomes vacant due to death, resignation, felony conviction or by an increase in the number of Directors, or from any other cause, the vacancy shall be filled without undue delay by a majority vote of the remaining Committee of Directors through no less than a quorum. The person will fill the vacancy for the remainder of the term of the Director whom they succeed. During the existence of any vacancy, the remaining Committee of Directors possesses and may exercise all the powers vested of the Committee of Directors. Any position to be filled by reason of any increase in the number of Directors shall be filled by election per Article IV, Section 2 or by special meeting of members called for that purpose.

Section 5—Removal:

Any Director may be removed from office, either with or without cause, by a majority vote of all Committee Directors. If the Director is removed, a new Director may be elected at the same meeting, or at a later special meeting to be determined by the existing Committee of Directors. Directors may be removed, with or without cause, including by not limited to the following reasoning: 1) not fulfilling duties of the Director's position; 2) low or no attendance at Committee Meetings (having two unexcused meetings a year); and 3) nor following or accepting the Bylaws and rules and policies of this organization.

Section 6—Compensation

Directors shall receive no salaries or other compensation for their services. However, they may be reimbursed for their expenses incurred in the performance of their duties, given they provide receipts.

ARTICLE V: OFFICERS

Section 1—Enumeration

The officers of the organization shall consist of a Commissioner, Vice President, Treasurer, and Secretary

Section 2—Election:

The newly elected Committee of Directors shall elect the officers from membership at the monthly MYB meeting. The outgoing Commissioner or his/her designee will facilitate the election. If the outgoing Commissioner is running for a second term or the office of Commissioner, the election will be facilitated by the next outgoing officer, who is not running for election to the office. Nominations for Commissioner will be taken from the floor and voting will be done aloud. The outgoing Commissioner, or next outgoing officer, will count the ballots.

Section 3—Duties of the Officers

The **Commissioner** shall preside at all meetings of the organization and the Committee of Directors and shall have general charge of the business of the organization. He/She or a designee will be required to attend any Madison County Parks and Recreation Authority meetings as the organization representative, directly oversee activities of all committee members and all volunteers and act as a liaison with members and the Madison community. The Commissioner shall sign all binding legal documents authorized by the Committee of Directors. The Commissioner will be responsible for preparing a financial budget each year. The Commissioner will not serve as a head coach without approval from the Committee of Directors.

The **Vice President** shall preside at all meetings of the members and the Committee of Directors in the absence of the Commissioner and shall have all the powers and authority of the absent Commissioner. He/She will be required to be a substitute for any meetings as the organization representative in case the Commissioner is not able to attend. The Vice President shall also have such powers and shall perform duties as shall be assigned to him/her by the Committee of Directors.

The **Treasurer** shall have the custody of the organization funds and shall keep full and accurate accounts of receipts and disbursements in books belonging to the organization. The Treasurer shall deposit all moneys and other valuables in the name of the organization and to its credit in such depositories as may be designated by the Madison County Parks and Recreation Authority. The Treasurer shall disburse the funds of the organization as may be ordered by the Committee of Directors, taking proper vouchers for such disbursements. He/she shall render to the Commissioner and Committee of Directors at the regular meetings or whenever they may request it, an account of the transactions as Treasurer and of the financial conditions of the organization in a timely manner. At the expiration of his/her term of office, he/she shall turn over to his/her successor all property of the organization under such Treasurer's control and supervision. The Treasurer shall also be subject to help with other committee duties as necessary.

The **Secretary** shall give or cause to be given notice of all meetings and other notifications as stated in these Bylaws of by law. In case of neglect or absence of the Secretary, notice may be given or directed by any other member of the Committee of Directors. The Secretary shall keep a record of all proceedings in a notebook specifically designated for this purpose. The Secretary shall perform any other duties appointed to him/her by the Commission or the Committee of Directors. The Secretary shall also be subject to help with any other committee duties as necessary.

Section 4—Special Appointment:

The Committee of Directors may appoint other officers, assistant officers, agents, and administrators, as it shall be necessary or desirable. Such personnel being appointed shall hold their offices for such terms and shall have such authority and perform such duties as shall be determined by the Committee of Directors.

Section 5—Operational Committees

The Committee of Directors may, from time to time, appoint committees for such purposes as designated by the Committee of Directors. Each committee must have no less than one Director in its composition. Each committee shall have such powers and perform such duties as may be delegated and assigned to the committee from time to time by the Committee of Directors. However, all matters transacted by the committee in the name of the organization shall be submitted to and ratified by the Committee of Directors at its next regular or special meeting.

ARTICLE VI: MEETINGS

Section 1—Special Meetings

Special Meetings of the Committee of Directors may be called by the Commissioner, or any two Directors, at any time upon two days' notice given orally, by telephone, or by written notice e-mailed to each Director's email address. Only the Committee of Directors shall be allowed to attend Special Meetings.

A Special Meeting for the purpose of selection of coaches will be held annually. Only Directors, Commissioner, Vice President and any outside consultant approved by the Committee of Directors, shall be allowed to attend.

All grievance matters concerning Coaches or Directors will be addressed in a Special Meeting. Only Directors will be allowed to attend unless otherwise agreed upon by the Committee of Directors.

Section 2—Monthly Meetings

Any members who wish to participate will be expected to attend monthly meetings. A date and time will be selected by the Committee of Directors and stated in the notice of the meetings. A meeting notice shall be sent by the Secretary, or their designee, to all Directors and members at least seven days prior to the meeting. All Directors are required to attend the monthly meetings as part of their duties.

Section 3—Rules of Procedure

In all cases not otherwise provided for by the Bylaws, this organization shall be governed by the Roberts Rules of Order.

ARTICLE VII: FISCAL YEAR

For the purpose of the requirements of the Internal Revenue Code relating to non-profit organizations, the business of MYB shall be conducted on a fiscal year basis and such fiscal year shall expire on June 30 of the calendar year.

ARTICLE VIII: FINANCIAL POLICY

The MYB program is a subsidiary of Madison County Parks and Recreation and is governed by the Madison County Parks and Recreation Authority (MCPRA). All finances should follow the guidelines set forth by MCPRA. The Committee of Directors shall decide all matters pertaining to the finances of MYB and it shall be a permanent policy to place all incomes in the Madison County Parks and Recreation Treasury

Madison Youth Baseball will be responsible for maintaining an accurate account that will be reported at monthly meetings by the Treasurer. Purchases over \$500 must obtain approval by the committee of Directors. Purchases over \$2500 must follow County Purchasing Procedures, and are approved by MCPRA. All funds of MYB shall be deposited to Madison County Parks and Recreation. The Commissioner shall be responsible for the preparation of an annual budget. Annual budget will be presented no later than the monthly MYB Committee Meeting for approval. If a team dissolves that has been running finances through Madison County Parks and Recreation, the finances stay with Madison County Parks and Recreation.

ARTICLE IX: CONFLICTS OF INTEREST

In an attempt to protect MYB, any Director will not be allowed to vote on a matter in which the Director may have a direct financial interest. If a conflict may occur, the Director shall disclose this conflict immediately in order to be removed from voting.

ARTICLE X: AMENDMENTS

These Bylaws may be adopted, altered, amended or repealed, in whole or part, at any regular monthly or special meeting called by the committee of Directors at which there is a quorum of voting members in attendance. If an amendment is approved by two-thirds of the members present at such meeting, and approved by MCPRA, it shall be declared effective. The notice must be communicated, via mail or e-mail, at least 10 days prior to the date of the meeting to the membership at large.

ARTICLE XI: RULES AND PROCEDURES OF MADISON YOUTH BASEBALL

Madison Youth Baseball has a separate document that describes our rules and procedures related to coaching, registration, team formation, draft procedures and grievances not contained in this document. The rules and procedures for coaching, team formation, and draft procedures are available to any member or Director.

ARTICLE XII: DISTRIBUTION OR DISSOLUTION

In the event of dissolution of this organization, no member shall be entitled to any distribution or division of the remaining property or its proceeds, and the balance of money or other property received by the organization from any source after the payment of all debts and obligations of the organization, shall be used or distributed to the member organization.

ARTICLE XIII: SIGNATURES

(Signed copies are on file with the Madison Parks and Recreation and Commissioner)

Becky Hurt, Commissioner Date

Matt Clark, Vice President Date

Samantha Fincham, Secretary Date

Gail Helmick, Treasurer Date

Brooks Aylor, Director Date

Mitch Dickey, Director Date

Jeff Dobyons, Director Date

Mike Fox, Director Date

Richard Hodgkinson, Director Date

Rex Hurt, Director Date

Kenny Souder, Director Date