

Carlsbad Youth Baseball By-Laws

ARTICLE I MEETINGS AND VOTING

Section 1 Annual Meeting

The membership of Carlsbad Youth Baseball Association (the "League" aka CYB) shall hold an annual meeting at a place and time to be determined by the Board of Directors. Notice of the time and place of the annual meeting shall be made known to the membership of the League through publication and/or individual mailings, not less than ten (10) days prior to the date of any such meeting.

Section 2 Special Meetings

There are three (3) ways to call a special meeting, listed as follows:

1. The President may call special meetings of the League;
2. A majority of the Executive Board may call a special meeting of the League or
3. A special meeting may be called upon the written request to the Secretary of the League by not less than fifteen (15) League Members.

As used in these By-Laws the term "Member" shall mean any person who is the parent or guardian of one or more players in the League. Notice of the time and place of special meetings shall be made known to the Members of the League not less than five (5) days prior to the date of any such meeting.

Section 3 Monthly Meetings

The Executive Board shall meet as frequently as the President shall deem necessary to properly attend to the business of the League, but in no event less frequently than one (1) time per month. The President shall determine the day, time and place of the meeting.

For the purposes of addressing issues of an emergency or time-critical nature, the President may convene a Virtual Meeting of the Executive Board. Such Virtual meetings may be conducted using telephone, email or similar communication methods. Any actions taken as a result of a Virtual Meeting must be ratified by 2/3 vote at the next regularly scheduled monthly meeting.

Section 4 Voting

At each annual or special meeting of the League all eligible Members present shall be entitled to vote. There shall be no proxy voting. A majority vote of the eligible members present shall be required for the election of officers and the passage of any other motion brought to a vote.

At each monthly board meeting only the Executive Board is entitled to vote. A majority vote of the members present shall be required for the passage of any motion brought to a vote. There shall be no proxy voting.

In virtual meetings, a 100% vote shall be required for the passage of any motion.

Section 5 Quorum

The presence of not less than ten (10) members eligible to vote shall be required to constitute a quorum for the transaction of business at any special or annual meeting of the League.

The presence of not less than the majority of the Executive Board members shall be required to constitute a quorum at monthly meetings. For the purpose of establishing a quorum, Executive

Board members may attend all or a portion of a meeting by telephone.

For Virtual Meetings, 100% of Executive Board Members shall be required to vote.

ARTICLE II ELECTION OF OFFICERS

Section 1 Nominating Committee

Prior to any annual or other meeting of the League where League officers are to be elected, a Nominating Committee shall be appointed by the President for the purpose of presenting a slate of candidates at the League meeting. The Nominating Committee shall consist of two (2) members of the Board, and two (2) general members of the League.

Section 2 Term of Office

The term of office for all officers of the League shall be twelve (12) months, commencing on the first day of August of each year.

Section 3 Re-Election

All officers shall be eligible for reelection. The number of terms per office allowed shall not exceed three consecutive terms.

Section 4 Interim Appointments

In the event of the death, resignation or inability for any reason of a League officer to perform his or her duties as an officer of the League the Board shall, by majority vote of the entire Board, select a replacement who shall serve until the next annual League meeting or special meeting convened for the purpose of electing officers.

ARTICLE III BOARD OF DIRECTORS

Section 1 Board Members

The Executive Board shall include the President, Vice President/Operations, Vice President/Administration, Secretary, Treasurer, and Player and Coach Agent.

Section 2 Disciplinary Actions

Consistent with the Rules of Conduct adopted by the League, the Executive Board shall have the sole authority to discharge any person whose conduct, in the considered judgment of the Executive Board, is contrary to the best interests of the League. The Executive Board may delegate the authority to suspend or sanction.

Section 3 Appeal

(a) Adults

Any adult (a person not less than eighteen years of age) who has been discharged, suspended or otherwise sanctioned by the Board or the Board's delegate may appeal such action at a regular or special meeting of the Executive Board.

(b) Minors

No minor shall be dismissed from the League or suspended for more than two (2) games unless:

1. The League Player and Coach Agent shall first have recommended dismissal or additional suspension to the Executive Board, and the League Player and Coach Agent shall have submitted a written statement of the reasons for such recommendation along

with a sufficiently detailed statement of the underlying facts to enable the Executive Board to reach an informed decision;

2. The minor and his/her parent or guardian has been provided the opportunity to present his or her side of the matter to the Player and Coach Agent and the Executive Board at a regular or special meeting noticed and held for such purpose.

ARTICLE IV FINANCIAL POLICY

Section 1 Financial Management

The Executive Board 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 Solicitation of Funds

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 teams shall be discouraged.

Section 3 Budget

The Executive Board, consisting of the President, Vice President/Operations, Vice President Administration, Secretary, Treasurer and Player and Coach Agent shall meet prior to September 15th to prepare a budget for the upcoming year to be submitted to and approved by the Board of Directors. At the completion of the year, (on or around Sept. 15), a member not serving on the Executive Board shall be appointed by the Executive Board to perform a separate overview with the above parameters.

ARTICLE V DUTIES OF OFFICERS

Section 1 President

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. The President shall identify and present candidates for Chief Umpire and Division Commissioner(s) to the board for approval. The President shall have the ability to assign duties not otherwise assigned within the bylaws.

Section 2 Vice President/Operations

The Vice President/Operations shall coordinate, and be ex-officio member of the Rules Committee. The Vice President/Operations shall oversee Field Allocations, Scheduling, Team Equipment, and Field Equipment and Maintenance. The Vice President/Operations shall also oversee the planning and execution of the league's instruction and training program for coaches. The Vice President/Operations shall develop and maintain appropriate policies and procedures as needed to execute the above-mentioned functions. The Vice President/Operations shall report to the Board and will perform his/her duties in a manner consistent with the By-Laws and current Board policy.

Section 3 Vice President/Administration

The Vice President Administration shall coordinate and be an ex-officio member of the Opening Day Committee and Closing Day Committee. The Vice President/Administration shall also oversee Team Uniforms, Snack Bar Operations, Fundraising, Website Administration, Contracts Administration, and Volunteer Administration. The Vice President/Administration shall develop and maintain appropriate policies and procedures as needed to execute the above-mentioned functions. The Vice President Administration will report to the Board and will perform his/her

duties in a manner consistent with the By-Laws and current Board policy.

Section 4 Secretary

The Secretary shall have custody of the Articles of Incorporation and By-Laws, and shall oversee the Management and Retention of other league records. The secretary shall keep an accurate record of the Board of Directors meetings, and shall transmit all records and correspondence to any person elected to succeed him or her in that office. The Secretary shall develop and maintain appropriate policies and procedures as needed to execute the above-mentioned functions. The Secretary will report to the Board and will perform his/her duties in a manner consistent with the By-Laws and current Board policy.

Section 5 Treasurer

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 monthly 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 and shall transmit all financial records to any person elected to succeed him or her in that office. The Treasurer shall develop and maintain appropriate policies and procedures as needed to execute the above-mentioned functions. The Treasurer will report to the Board and will perform his/her duties in a manner consistent with the By-Laws and current Board policy.

Section 6 Player and Coach Agent

The Player and Coach Agent shall supervise the annual registration of player candidates, tryouts and the placement of players among League teams and shall maintain waiting lists of eligible players for the league. The Player and Coach Agent shall also oversee the selection of team Managers and Coaches. The Player and Coach Agent shall coordinate the All Star selection process, and be an ex-officio member of the All Star Committee. The Player and Coach Agent shall develop and maintain appropriate policies and procedures as needed to execute the above-mentioned functions. The Player and Coach Agent will report to the Board and will perform his/her duties in a manner consistent with the By-Laws and current Board policy.

ARTICLE VI ROBERTS RULES

The current edition of ROBERTS RULES OF ORDER shall govern the conduct of all League, Board and Committee meetings unless a rule adopted by the Board shall require otherwise.

ARTICLE VII AMENDMENTS

These By-Laws may only be amended by a majority vote of the Members at the Annual General Meeting (AGM) at which a quorum is present. No special meeting of the Board shall be called for the purpose of amending these by-laws.

EFFECTIVE the 1st day of August 2002.

REVISED June 2008, to incorporate changes to Meetings, Voting and Quorums, Appeal, and Duties of Officers, as a result of approval of proposed changes by a majority of members in the Annual General Meeting held on June 10, 2008 (as recorded in annual meeting minutes).

REVISED June 2009, to incorporate changes to Duties of Officers, as a result of approval of proposed changes by a majority of members in the Annual General Meeting held on June 9, 2009 (as recorded in annual meeting minutes).

ATTESTATION

We, the undersigned, hereby certify that the above stated By-Laws were adopted at a regularly scheduled Annual General Meeting of the Members of CARLSBAD YOUTH BASEBALL ASSOCIATION on the 10th day of June 2008: and that a quorum was present and voted to accept these by-laws.

President, CARLSBAD YOUTH BASEBALL ASSOCIATION

Secretary, CARLSBAD YOUTH BASEBALL ASSOCIATION