

CONSTITUTION AND BY-LAWS

CHESTERFIELD BASEBALL CLUBS, INC.

CHESTERFIELD COUNTY, VIRGINIA

ARTICLE I

Name and Objective

- Section I. This organization shall be known as “Chesterfield Baseball Clubs, Inc.” (the “CBC”) and will be operated in accordance with the policies established by the Board of Governors with changes there of or the establishment of new policies.
- Section II. The objective of this organization shall be to promote the general welfare of eligible youth in Chesterfield County as provided for by the governing body.
- Section III. CBC shall strive to promote efficiency and direction by establishing rules and policies through cooperation with area associations, and by other lawful means.
- Section IV. CBC does not advocate the infringement on any recreation program of any fraternal or civic club in Chesterfield County, does not discriminate with regard to teams or conditions of membership because of race, sex, color, creed, or national origins, and is not subject to corrupt influences or influences opposed to basic democratic principles.

ARTICLE II

Membership

- Section I. Membership is available to athletic associations in Chesterfield County who are incorporated either according to Chapter 2 of Title 13.1 Code of Virginia or Federal Charter and approved by the Board of Governors of CBC, providing the Association fields at least one team in a minimum of three of the following leagues - Tee Ball, Pinto, Mustang, Bronco, Pony or Colt, or equal age group as set forth under playing rules. Members shall have an equal share in all assets of CBC. Associations who forfeit their membership shall also forfeit their share of all assets of CBC.
- Section II. Member association boundaries in CBC shall be the elementary school boundary as established by Chesterfield County Public Schools. As new boundaries are established due to additional elementary schools, these new boundaries will require new athletic associations to form in order to obtain membership in CBC as described in Article II, Section I. If a new school is created and a new association is not formed, the original association boundaries shall remain in effect for the first year. Individuals residing in elementary school boundaries in Chesterfield County that do not have an association and do not wish to remain

with original association within CBC shall be allowed to participate as set forth under Boundary Recruiting and Player Eligibility Rules as set by the Board of Governors.

Section III. Each member shall have full voting rights in corporate matters including the right to elect officers and vote on amendments of the Articles of Incorporation.

Section IV. An individual representative chosen or appointed by each association shall cast the vote of each member. This representative must be certified to CBC in writing by the association president. In the event the representative cannot act in the association's behalf, the President of that association or a designated alternate will represent the association. Any changes in individual representative must be re-certified in writing as above. Any member association shall comply with all Constitution and By-laws of CBC. No member association shall have Constitution and By-Laws that conflict with CBC.

Section V. The Executive Board may recommend the suspension of any association to the Board of Governors. Any association will be suspended for action considered detrimental to CBC, by a two-thirds vote of the Board of Governors. The Board of Governors shall set the duration of the suspension. Suspension is defined to mean: the suspended association is ineligible to participate in all CBC activities and functions during the period of suspension. Membership dues and playing fees are not refundable to suspended members.

Section VI. Any individual will be suspended for action considered detrimental to CBC by a majority vote of the Executive Board. The Executive Board shall set the duration of the suspension. Suspension is defined to mean: the suspended individual is ineligible to participate in all CBC activities and functions during the period of suspension. However, the suspended individual has the right to appeal to the full Board of Governors who could vote to reverse the suspension.

Section VII. Member athletic association Presidents will be notified when their voting rights have been suspended or their assessed fees have become past due. In addition, minutes of the monthly meetings will be forwarded to the association Presidents.

ARTICLE III

Meetings

Section I. The Board of Governors and Executive Board shall have regular meetings to be held once a month as necessary with time and place to be ordered by the President. The President and two (2) other members of the Executive Board shall constitute a quorum of the Executive Board.

Section II. Special meetings may be called by a quorum of the Executive Board. The object for which said meeting is called shall be explicitly stated and no other business shall be transacted.

Section III. In order to conduct any business of CBC that required a vote from the Board of

Governors, a quorum consisting of a majority of the Member Associations must be in attendance. Adoptions, amendments or changes to the Constitution and By-Laws required two-thirds vote of members present.

ARTICLE IV

Board of Governors

- Section I. The Board of Governors shall consist of one member from each athletic association appointed or chosen by the athletic association they represent. Only one vote is allowed each association as indicated in Article II, Section IV.
- Section II. The Board of Governors shall elect the Executive Board and establish guidelines and policies to be implemented by the Executive Board.
- Section III. An athletic association failing to have its representative present at two consecutive, regularly scheduled Board of Governors' Meetings or three in a calendar year will have its voting rights suspended and a \$100.00 fine will be assessed to the association.

Voting rights for the year will be reinstated if the association's voting representative subsequently attends three consecutive meetings.

ARTICLE V

Election of Executive Board

- Section I. A nominating committee, appointed by the Executive Board, shall recommend a slate of officers consisting of a President, 1ST Vice-President, 2ND Vice President, Secretary and Treasurer at least 30 days prior to elections. Nominations may be made from the floor. The Board of Governors shall elect the Executive Board by majority vote prior to December 31st. of each year. If there are no nominations from the floor, the 30-day waiting period shall be waived and vote shall be taken for adoption of officers as presented by the nominating committee. If the voting ends in a tie, voting shall continue until the tie is broken for an office where there is a tie. No association present may serve as a member of the Executive Board.
- Section II. The executive Board shall adopt and maintain rules and regulations necessary for the enforcement of these By-laws and to implement the policies of the Executive Board.

ARTICLE VI

Duties of the Executive Board

- Section I. The President shall preside at meetings.
- Section II. The Executive Board shall decide all questions according to Parliamentary Rules

herein. The President shall have the deciding vote in case of a tie. The Executive Board shall be the sole authority in the interpretation of the Constitution and By-Laws.

- Section III. The President shall enact any authority on matters that he determines detrimental or necessary to CBC. Such decision shall be reported and reviewed by the Executive Board who may reverse, rescind, or modify the decision.
- Section IV. The President shall have responsibility for all duties not assigned.
- Section V. The First Vice-President shall assume the President's duties in his absence. Further, he shall be responsible for enforcing league playing rules and serve as coordinator of any committee so designated by the President.
- Section VI. The Second Vice-President shall be responsible for all-star selections and serve as coordinator of any committee so designated by the Executive Board.
- Section VII. The Secretary shall keep written notes of all meetings, transactions and records and shall be responsible for publication and distribution of all minutes.
- Section VIII. The Treasurer shall keep account of all money collected, pay all accepted bills and, at the end of the year, prepare a detailed financial statement to be circulated among the members. He shall provide a financial statement to the officers and the Board of Governors at their monthly meeting. He shall make all books and financial records available to an auditor at any appropriate time. Another member of the Executive Board must countersign all checks or drafts and the Treasurer must be bonded. The Treasurer shall make sure that the President of each association is notified of any assessed fees not paid within (30) thirty days.
- Section IX. The Executive Board, by majority rule, will be responsible for managing the day-to-day affairs of CBC.
- Section X. The Executive Board, by majority vote, will elect a Commissioner of Baseball. The Board of Governors, by majority vote, must approve the executive Board's election. The Executive Board, by majority vote, will elect the necessary League Commissioners of Baseball. Any individual may serve as a CBC official, as a member or a non-member of any association as approved by the Executive Board.
- Section XI. The Executive Board by majority rule will be responsible for all leagues playing schedules and post-season play.
- Section XII. The Executive Board by majority rule shall appoint committees.

ARTICLE VII

Rules Committee

- Section I. The Rules Committee shall recommend by majority vote to the member

associations in attendance all general rules and playing rules governing league play. Upon adoption of these rules by the Board of Governors, the Executive Board is responsible for the enforcement.

Section II. Each member association shall have full voting rights in matters concerning the Rules committee providing all attendance requirements have been met.

Section III. The Executive Board, Commissioner of Baseball and League Commissioners shall have regular meetings to be held with time and place to be ordered by the President.

ARTICLE VIII

Fees and Dues

Section I. Each active association shall be charged yearly dues at a rate to be determined by the Executive Board. Dues shall be payable annually by the third Sunday in February.

Section II. Association assessments or fees, as set by the Executive Board, are due upon receipt of invoice or statement reflecting a charge. All monies collected belong to CBC. Any unused money collected shall not be returned. These monies may not reflect a credit to the payee as described in Article II, Section I. Any association that has not paid their assessed fees or dues on a current basis to CBC will be subject to being required to pay per team fees in full prior to roster turn in.

Section III. Any association not paying assessed fees by May 1st. shall be suspended until such time that charges are brought current. The suspended associations' membership shall be subject to additional penalties as determined by the Executive Board.

Section IV. It will be the responsibility of the association representative to advise his association in sufficient time when fees are due.

ARTICLE IX

Finance

Section I. Revenue necessary for operation of Chesterfield Baseball Clubs, Inc. may be derived from annual dues, fees, voluntary contributions, special projects, donations or any other means approved by the Executive Board.

Section II. The President is authorized to expend not more than \$1000 per month on his own authority.

Section III. By majority approval of Executive Board, the President may be authorized to expend any funds necessary and available for proper operation of CBC.

Section IV. The fiscal year of CBC shall be January 1st. through December 31st.

ARTICLE X

By-Laws

Section I. These By-Laws shall be in effect on and after their adoption.

Section II. Sufficient copies shall be printed for distribution to all members of the Board of Governors.

Section III. Proposed amendments to these By-Laws shall be submitted in writing to any member of the Executive Board. The Executive Board shall appoint a By-Laws committee to make a recommendation to the Board of Governors. The said amendments shall then be presented to the Board of Governors for final vote. Passage by a two-thirds majority vote of the Board of Governors in attendance shall constitute adoption.

ARTICLE XI

Parliamentary Rules

Section I. The Chairman may save time in deciding certain questions by asking if there are any objections. If none are offered, he shall declare the action adopted.

Section II. The chairman shall not allow any member to speak more than once on the same subject until all members desiring the floor have been heard, and not more than twice and not more than five (5) minutes at any one time, except those making reports.

Section III. When members desire all talk or debate stopped, and a vote taken, they may call for a "Previous Question", when this done, it shall be put to a vote at once (not debatable) in this form. Shall all debate be closed and the main question be voted on? If this is carried by a two-thirds majority vote, the main question shall immediately be put to a vote without further debates.

Section IV. A motion can be amended only twice.

Section V. If a motion has been amended, the amendment must be voted on first. If it has been amended twice, the vote shall be first on each amendment, then on the main question.

Section VI. A question can be reconsidered at the same meeting, a majority vote being sufficient to decide. If reconsidered at the next meeting, a three-fourths vote is required. A motion to reconsider must be made and seconded by members who

voted with the majority.

Section VII. All resolutions must be in writing.

Section VIII. Except as provided above, Roberts Rules of Order shall govern.

ARTICLE XII

Order of Business

1. Reading of minutes of last meeting;
2. Financial Report;
3. Report of Officers and committees;
4. Old Business;
5. New Business: This includes election and installation of officers;
6. Closing

The By-Laws have been approved as amended by the Board of Governors on January 1, 2009 and undersigned by the Executive Board of Chesterfield Baseball Clubs, Inc.

PRESIDENT: _____

1st. VICE-PRESIDENT: _____

2nd. VICE-PRESIDENT: _____

SECRETARY: _____

TREASURER: _____