

TRUSSVILLE BASEBALL ASSOCIATION
CONSTITUTION AND BY-LAWS

ARTICLE I - NAME

This organization shall be known as the Trussville Baseball Association. These by-laws constitute the code of rule adopted by the Trussville Baseball

Association for the regulation and management of its affairs.

ARTICLE II – PURPOSE

The Trussville Baseball Association seeks to instill in the youth of Trussville ideals of good sportsmanship, honesty, loyalty, and citizenship so that they may be stronger and happier youths and grow to be healthy, responsible adults. This objective is to be reached by providing supervised competitive youth baseball. The leaders, parents and participants will conduct themselves in keeping with the understanding that the attainment of exceptional athletic skill or the winning of games is secondary to the molding of future citizens and the enjoyment of the game by all those involved.

intent is to encourage the maximum possible participation and new teams will be formed where possible to accommodate all children desiring to play.

- B. Parents or guardians will have one vote for each child participating in the Trussville Baseball Association during the General Membership Meeting or other special meetings where the general membership is polled. Others, without children participating but paying the annual cost of registration of one child, shall be entitled to vote.
- C. Cases of financial hardship will be referred to the President to obtain financial support on a per case basis.

Trussville Baseball Association is organized exclusively for charitable 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.

ARTICLE IV – AUTHORITY

The Authority of the Trussville Baseball Association rests in the by-laws provided herein, and the authority of the officers and board is limited to the rights specified by the by-laws.

ARTICLE III – MEMBERSHIP

- A. Membership shall consist of all children registered to play in the current season, or for the preceding season when between seasons. Children who played during the immediately preceding season will be given registration preference, others will be accepted on a first come, first serve basis until rosters of available teams are filled. The

ARTICLE V – OFFICERS

- A. The government of this association shall be under the direct supervision of the duly elected Board of Directors.
- B. The Board of Directors shall consist of the following:
 - President
 - First Vice President
 - Secretary
 - Treasurer

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Purchasing Agent
Sponsorship Representative
Park Activity Coordinator
Vice President – Parks
Vice President – Public
Relations
Coach and Player
Coordinator
Director of Commissioners
Commissioners: Champions,
T-Ball (4 year olds), 5,6, 7, 8,
9, 10, 11, 12, 13-14
Facilities Director
**Commissioner/Player
Development (non-voting
and appointed by Hewitt
Trussville High School head
baseball coach.)**

C. The Board of Directors shall be committed to the following duties:

1. The President shall direct the overall baseball program in accordance with the by-laws and decisions of the Board of Directors. The President will have the authority to disburse funds as authorized by the Board. Each year during the month of August, the President will convene a financial audit committee consisting of three parents or guardians who are not Board members to review and audit the financial statements for the previous year.
2. The First Vice President shall serve a 2 year term. To assist the President in

duties as the President sees fit and to prepare the First Vice President for the next years presidency by becoming familiar with By-Laws and Rules and second year as President.

3. The Secretary shall record minutes of all meetings of the Board of Directors and General Membership Meetings. This office shall also be responsible for preparing documents and publications as required by the Board of Directors. The Secretary shall maintain all Association records in an orderly manner and provide duplicate copies of records to the president. This position is a 2 year office term.
4. The Treasurer shall hold and account for all money collected by this Association. The Treasurer may disburse funds as authorized by the Board. The Treasurer will keep and maintain adequate and correct accounts of the Association's properties and funds and will render reports and accounting to the Board and Membership. The Treasurer will provide a statement of income and expenses to the General Membership at the annual General Membership Meeting. Records for the

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- previous year will be submitted to the President at the first of August each year for audit. This office position is a 2 year term.
5. The Purchasing Agent shall be responsible for acquisition of all association equipment. He will obtain competitive bids for purchases and award orders on the basis of low price, except as approved by the Board. He shall have individuals who are issued equipment sign for the equipment. He shall inventory and store equipment at the end of the season. This office position is a 2 year term.
 6. The Sponsorship Representative will solicit sponsorships and provide for recognition of sponsors.
 7. The Park Activity Coordinator shall coordinate efforts of team parents including uniform orders and team photographs. The Park Activity Coordinator will direct all fund raising activities not associated with dues or fees.
 8. The Vice President (Parks) shall coordinate the construction and maintenance of all fields, buildings and other associated areas for which Trussville Baseball Association is responsible.
2 year term
 9. The Vice President (Public Relations) shall be responsible for all communications both within and external to the Trussville Baseball Association. This includes, but is not limited to, newsletters and newspaper articles.
 10. The Director of Commissioners shall direct and coordinate the activities of the Commissioners.
 11. A Commissioner shall represent each separate age division on the Board of Directors. Each Commissioner shall be responsible for coordinating the activities of teams within his Division including team selection, game scheduling, and assisting with the recruitment of coaches.
 12. The Past President shall serve one term immediately after his Presidency to provide continuity for the Board of Directors.
 13. The Facilities Director shall be responsible for overseeing all concession activities for the Trussville Baseball Association.
 14. Coach and Player Coordinator – set up clinics and education

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- seminars to develop
coaches and players and
work with commissioners
during tryouts and drafts
- D. The Board of Directors shall have the right to join or otherwise associate the Trussville Baseball Association with other leagues or associations without specifically amending these by-laws. However, the Board must determine if the rules and regulations of the other organizations are to take precedence, and if so, ensure that the spirit of **Article II** is maintained.
- E. The Board of Directors will establish rules to govern the conduct of games and other activities.
- F. The Board of Directors will be responsible for establishing a player drafting system that provides for all players to be returned to the player pool and redrafted each year. The draft system must be designed to seek to make each team equally competitive in its age division and to play children in their own age division, except for unusual situations when the full Board decided it is in the best interest of the children that an individual player play outside his own age division.
- G. The President shall appoint a replacement to fill any vacancy on the Board of Directors for the remainder of the term subject to approval by a majority of the Board of Directors.
- H. Approval of the Board will require a majority vote of the

Board members present and at least half of the Board members identified in **article v.b** must be present to constitute a quorum.

- I. The President, Treasurer, Sponsorship and Facilities positions must be eligible to be bonded.

**ARTICLE VI – COACH
SELECTION**

- A. All coaches, including assistant coaches, must be approved by the Board of Directors on an annual basis.
- B. The President shall develop an application for prospective coaches to complete. This form shall be made available to all parents during the registration period. The form will provide a basis for evaluating the fitness of the applicant to work with young people and will include a statement that the applicant intends to support the purpose of the Trussville Baseball Association as stated in **Article II**.
- C. **At the completion of registration, the President, Commissioner for the Age Division, and Director of Commissioners will review the applications and submit recommendations for coaching positions to the full board for approval based on; Completion of the coaching application, Applicant must be NYSCA Certified, Seniority and Coaching experience supported by documentation, Support of Article II of the park by laws, and feedback from the**

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Coaching evaluation forms from prior years. These forms will be made available to the full board for review

ARTICLE VII – CONDUCT

- A. All parents, players and coaches must govern their conduct by the guidelines expressed in **Article II** of this constitution. Anyone whose actions bring embarrassment to this organization or whose conduct is contrary to the principles outlined in **Article II** may, upon a majority vote of the Board of Directors, be expelled from the Association.
- B. The use of any alcoholic beverages immediately before, during or immediately after a practice or official game is expressly prohibited. The use of tobacco products on playing or practice fields is prohibited.
- C. To ensure maximum participation, during the regular season all players on each team must be played a minimum of six defensive outs and have at least one bat in each game that played a minimum of six (6) innings.
- D. Absolutely no alcoholic beverages shall be permitted in the park area.
- E. No firearms will be permitted on the premises.
- F. Any members of the Association or family member who deliberately or willfully destroys, defaces, vandalizes or misappropriates any property of the Association shall be expelled from membership by action of the

Board and be held financially responsible for any damage.

- G. No skateboards, bicycles, motor bikes, roller blades or skates will be allowed within the common area of the park on the fields at any time.
- H. The use of tobacco products (cigarettes, cigars, pipe, chew, snuff, etc.) by team managers, coaches, or parents assisting on the field, during any event (games or practices) sanctioned by the Association is strictly forbidden. Failure to comply with this rule will result in suspension
- I. **Any Board Member who is dismissed for any reason due to misconduct or any act that is contradictory to the TBA mission statement and code of conduct will not be allowed to serve on future TBA Boards..**

ARTICLE VIII – FUNDS AND EQUIPMENT

Association funds and equipment will be maintained and accounted for by those members in whose custody they are placed.

Financial statements and accounts of property and equipment will be presented to the membership at the annual meeting and will be available for review by the membership throughout the year.

Fees will be set by the Board of Directors and will be due at a time set by the Board of Directors.

The Board of Directors of the Association may authorize any officer or officers, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority may be general or confined to specific instances.

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ARTICLE IX – MEETINGS

Board meetings will be held monthly or at other times specified by the President. A monthly meeting may be waived at the direction of the President. Board meetings will be publicized and open to the general membership. Minutes will be posted in a location readily available to the membership.

An Annual General Membership meeting will be held in June and preferably on the last day of the regular season at a time and place specified by the Board of Directors.

To run for a Board of Directors position, an applicant should submit the appropriate application to the current board. The persons seeking the Board position should meet the criteria as established by Article III Membership and Article VII Conduct.

The Board of Directors will be elected at the annual General membership meeting and will assume office on July 1 to last day of June..

Special general meetings may be called by the Board, the President or by ten percent (10%) of the General Membership. Meetings requested by the General Membership must be convened within two weeks of the request.

Notice of any meeting shall be given at least three (3) days previously thereto by written notice delivered personally, by telegram or mail, or by a telephone call made and documented by any board member. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

The Board should be allowed to meet and conduct business with fewer than ten (10) present, however, an affirmative vote of six (6) in person or by proxy shall be necessary to take any action.

Each director shall be entitled to vote or to express consent or dissent without a meeting, may do so by proxy; provided, however, that the instrument authorizing such proxy to act shall have been executed in writing by the Director. No proxy shall be valid after the expiration of 7 days from the date of its execution. Unless otherwise stipulated, Robert's Rule of Parliamentary Procedures, revised shall govern the meeting and procedures of the Association.

All board members must be a member in good standing in the Association.

Persons not having a child playing in the program of the Association may serve as a member of the Board so long as they are approved by a vote of the majority from the Board of Directors.

By a vote of 75% of the full board at any regular meeting with proper notice to all board members, it shall have the power to expel or ask for the resignation of any officer for inactivity or conduct unbecoming an officer of the Association.

Inactivity is defined as: Failure to attend a minimum of 75% of all regular monthly board meetings and/or failure to fulfill the duties of the designated board position as outlined in **Article V** of the Association by-laws.

Conduct unbecoming an officer is defined as:

Any failure to follow park rules.

Any illegal activity that would reflect adversely on the Association.

Embezzlement or misappropriation of funds.

Misrepresentation of authority.

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**ARTICLE X – PROHIBITED
ACTIVITIES**

- A. No part of the net earnings of Trussville Baseball Association shall inure of the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in **Article II** hereof.
- B. No part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association 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.
- C. Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on (a) by an association exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

- D. Any use of Association activities or property for private, for-profit business is prohibited unless prior approval is granted by the Board of Directors of the Association.

**ARTICLE XI –
INDEMNIFICATION**

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the Association, or any settlement thereof, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of negligence or misconduct in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approve such settlement and reimbursement as being for the best interest of the Association. The foregoing right to indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

**ARTICLE XII – DISSOLUTION
OF ASSOCIATION**

Upon the dissolution of the association, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue

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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 public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the association is then 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 XIII –
MODIFICATION OF THE BY-
LAWS**

Amendments to the by-laws may be made only through a motion during a General Membership Meeting followed by a majority vote of the members present, or through a Board recommendation followed by a majority vote at the next General Membership meeting.

PRESIDENT-
SECRETARY
TREASURER –
PURCHASING AGENT –
 SPONSORSHIP
Coach and Player
Coordinator
PARK ACTIVITY
COORDINATOR

VICE PRESIDENT
(PARKS) –

VICE PRESIDENT
PUBLIC RELATIONS

DIRECTOR OF
COMMISSIONERS –
 (4) T-BALL
COMMISSIONER
5 Commissioner
6 Commissioner
7 COMMISSIONER –
8 COMMISSIONER
9 COMMISSIONER –
10 COMMISSIONER –
11 COMMISSIONER –
12 COMMISSIONER –
13/14 COMMISSIONER –
15-18 COMMISSIONER –
CHAMPIONS
COMMISSIONER
 Coach and Player
Coordinator

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