

BY-LAWS OF NORTH MACON YOUTH SPORTS ASSOCIATION, INC.**ARTICLE I.****NAME**

The organization shall be known as the North Macon Youth Sports Association, Inc.

ARTICLE II.**OBJECTIVE**

Section 1. The objective of the North Macon Youth Sports Association, Inc. shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority so that they may be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

Section 2. To achieve this objective, the North Macon Youth Sports Association, Inc. will provide a supervised baseball program and a supervised softball program. All directors, officers and members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. In accordance with Section 501 - (C) - (3) of the Federal Internal Revenue Code, the North Macon Youth Sports Association, Inc. shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball games. No part of the net earnings shall inure to the benefit of any private shareholder, or individual: no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE III.**MEMBERSHIP**

Section 1. Eligibility: Any person sincerely interested in active participation to effect the objective of this association may apply to become a member.

Section 2. Classes: There shall be the following classes of members:

- a) **REGULAR MEMBERS:** Any person actively interested in furthering the objective of the association may become a regular member upon (1) having a child or children enrolled in one or more of the association's programs or (2) payment of the sum of One Dollar to the Treasurer and approval by the Board of Directors. Regular members shall be issued a card numbered in sequential order annually. The secretary shall maintain the role of membership to qualify voting members.

All officers, board members, committee members, managers, volunteer umpires and other elected or appointed officials must be active regular members in good standing.

- b) **HONORARY MEMBERS:** Any person maybe elected as honorary member by the unanimous vote of all directors present at any duly field meeting of the Board of Directors, but shall have no rights, duties or obligations in the management of the property of the association.

- c) As used hereinafter, the word "member" shall mean a regular member unless otherwise stated. The Board of Directors shall appoint board members to serve as Officers of the Day during scheduled ball games. The Officers of the Day will see that the ball games are run properly while he/she is on duty. The Officer of the Day can ask any member, guest, player, coach or manager to leave the ball park if that person is behaving improperly. Improper behavior would include but not be limited to being intoxicated; being verbally abusive to players, umpires or fans.

Section 3. Other Affiliations:

- a) Members or players shall not be required to be affiliated with another organization or group to qualify as members of the association.
- b) Regular members should not be actively engaged in the promotion and/or operation of any other baseball or girls' softball program.

Section 4. Suspension or Termination: Membership may be terminated by resignation or action of the Board of Directors.

- a) The Board of Directors by a two-thirds vote of those present at any duly constituted meeting, shall have the authority to discipline, suspend or terminate the membership of any member of any class or office when the conduct of such person is considered detrimental to the best interests of the North Macon Youth Sports Association, Inc.

- b) The member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.
- c) The Board of Directors shall, in the case of a player, give notice to the manager of the team of which the player is a member. Said manager shall appear, in the capacity of an advisor, with the player before a duly appointed committee of the Board of Directors, which shall have full power to suspend or revoke such player's right to future participation.

ARTICLE IV. DUES

Section 1. Dues for regular members may be fixed at such amounts as the Board of Directors shall determine prior to the beginning of any membership period.

Section 2. Members who fail to pay their fixed dues within thirty (30) days from the time same becomes due shall be dropped from the roll and shall forfeit all rights and privileges of membership.

Section 3. A reasonable participation fee may be assessed as a parents' obligation to assure the operational continuity of the North Macon Youth Sports Association, Inc. AT NO TIME SHOULD PAYMENT OF ANY FEE BE A PREREQUISITE FOR PARTICIPATION IN THE ASSOCIATION'S PROGRAMS.

ARTICLE V. MEETINGS

Section 1. Annual Meeting: The annual meeting of the members of the North Macon Youth Sports Association, Inc. shall be held on the second Tuesday of September in each year for the purpose of electing officers, directors, receiving reports and for the transaction of such business as may properly go before the meeting. The meeting shall begin promptly at 7:30 P.M.

Section 2. Notice of Meeting: Notice of each meeting of the members shall be mailed or otherwise delivered to each member at the last recorded address at least ten (10) days in advance thereof setting forth the place, time and purpose of the meeting; or in lieu thereof, notice may be given in such form as may be authorized by the members, from time to time, at a regularly convened meeting.

Section 3. Special Meetings: Special meetings of the members may be called by a majority of the Board of Directors or by the Secretary and President, at their discretion. Upon the written request of ten (10) members, the President shall call a special meeting to consider a specific subject. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the members.

Section 4. Quorum: The presence in person of fifty (50) of the members shall be necessary to constitute a quorum.

Section 5. Voting: Only regular members shall be entitled to vote at any meeting of the North Macon Youth sports Association, Inc.

Section 6. Rules of Order: Roberts rules of Order shall govern the proceedings of all meetings, except where same conflicts with the Constitution or By-Laws of the North Macon Youth Sports Association, Inc.

ARTICLE VI. BOARD OF DIRECTORS

Section 1. Board and Number: The management of the property and affairs of the North Macon Youth Sports Association shall be vested in the Board of Directors. The number of Directors shall be not less than twenty (20) nor more than thirty (30). The directors shall, upon election, enter upon the performance of their duties at the time of the board meeting named in Article VI, Section 5 herein and shall continue in office until their successors shall have been duly elected and qualified.

Section 2. Required Members: The board membership shall include the officers, including the player agents, and a minimum of one manager.

- a) The number of managers elected to the board shall not exceed a minority of the total board members.
- b) The number of softball board membership to be at least one third of the total board members.

Section 3. Annual Election and Term of office: At each annual meeting, the members shall elect twenty (20) directors for the ensuing year, including the following officers: President, First Vice President, Second Vice President and Secretary. The President must have served as a previous board member of the North Macon Youth Sports Association. All elections of directors shall be by a majority vote of all members present at the time of the meeting. The Board of Directors shall have the authority to elect up to ten (10) additional directors. These candidates must be regular members in good standing and receive a majority vote of the directors present.

Section 4. Vacancies If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, it may be filled by a majority vote of the remaining directors at any regular meeting or at any special meeting called for that purpose.

Section 5. Meetings, Notice and Quorum: Regular meeting of the Board of Directors shall be held within two (2) weeks following the annual election and on such days thereafter as shall be determined by the board. The president or the Secretary may, whenever any of them deems it advisable, and the Secretary shall, at the request in writing of five (5) directors, issue a call for a special meeting of the board. Notice of each meeting shall be given by the Secretary to each director either by mail at least three (3) days before the time appointed for the meeting to the last recorded address of each director, or by telephone or telegraphic or personal notice twenty-four (24) hours preceding the meeting.

In the case of special meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.

A majority of members of the Board of Directors shall constitute a quorum for the transaction of business.

Section 6. Duties and Powers: The Board of Directors shall have the power to appoint such standing committees as it shall determine and to delegate such powers to them as the board shall deem advisable and which it may properly delegate.

The board shall have the power by a two-thirds vote of those present at any regular or special meeting to discipline, suspend or remove any director or officer or committee member of the association in accordance with the procedure set forth in Article III, Section 4(a).

The board may adopt such rules and regulations for the conduct of its meetings and the management of the association as it may deem proper.

The board shall receive at the annual meeting of the members of the North Macon Youth Sports Association, Inc. a report verified by the President and Treasurer, or by a majority of the directors, showing the whole amount of real and personal property owned by it, where located, and where and how invested, the amount and nature of the property acquired during the year immediately preceding, the date of the report and the manner of the acquisition; the amount applied, appropriated or expended during the year immediately preceding such date, and the purpose, objectives or persons to or for which such applications, appropriations or expenditures have been made; and the names and places of residence of the persons who have been admitted to membership in the association and an abstract thereof entered in the minutes of the proceedings of the annual meeting.

ARTICLE VII OTHER COMMITTEES

Section 1. Nominating Committee: the Board of Directors may appoint a Nominating Committee consisting of three (3) and a maximum of five (5) directors.

The committee shall investigate and consider eligible candidates and submit at the annual meeting a slate of candidates for the officers and Board of Directors.

The committee shall also submit for consideration by the Board of Directors a slate of candidates for officers and other directors.

Section 2. Membership Committee: The Board of Directors may appoint a Membership Committee to include the Secretary.

The committee shall maintain a list of members of the association.

Section 3. Finance Committee: The Board of Directors may appoint a Finance Committee consisting of not less than three (3) nor more than five (5) directors.

The Treasurer shall be a member of the committee.

The Committee shall investigate ways and means of financing the association, including team sponsorships and submit recommendations.

The Committee shall include sub-committee chairman in charge of ways and means projects and the finance chairman shall be in charge of sponsorship.

Section 4. Grounds Committee: The board of Directors may appoint a Grounds committee which shall be responsible for the care and maintenance of the playing fields, buildings and grounds. It shall operate within the amount appropriated in the approved budget for that purpose.

Section 5. Playing Equipment Committee: The Board of Directors may appoint a Playing Equipment Committee which shall secure needed supplies and equipment.

The committee shall be responsible for the proper issuance of such supplies and equipment and for the repair, cleaning and storage thereof at the close of the season.

Section 6. Managers Committee: The Board of Directors may appoint a Managers Committee consisting of minimum of three (3) and a maximum of five (5) directors.

The committee shall interview and investigate prospective managers and coaches, including those of the Minor league and all other leagues of play, and recommend acceptable candidates to the board.

It shall, during the playing season, observe the conduct of the managers and coaches and reports its findings to the President of the association.

It shall, at the request of the President or the Board of Directors, investigate complaints concerning managers and coaches and make a report thereof to the President or Board of Directors as the case may be.

Section 7. Umpire Committee: The Board of Directors may appoint an Umpire Committee.

The committee shall recruit, interview, and recommend to the board for appointment a staff of umpires, including a chief umpire and replacements.

When appointed, the staff shall be under the personal direction and responsibility of the chairman, assisted by the Chief Umpire who shall train, observe and schedule the staff.

Section 8. District Committee: The Board of Directors may appoint a District committee consisting of the association President as chairman and two (2) other directors for an organized baseball program.

The committee shall assist the District Administrator in interleague district functions and decisions as allowed.

Section 9. Auditing Committee: The Board of Directors shall appoint an Auditing Committee consisting of three (3) directors. The President, Treasurer or signatories of checks are not eligible.

The committee will review the association's books and records annually prior to the Annual Meeting and attach a statement of their findings to the annual financial statement of the President and Treasurer, or may, if directed by the Board of Directors, secure the services of a Certified Public Accountant to accomplish such review.

Section 10. Committee Chairmen: Chairman of all committees shall be restricted to members of the Board of Directors.

Section 11. The President, with the approval of the Board of Directors, shall appoint such other committees as are necessary.

ARTICLE VIII OFFICERS, DUTIES AND POWERS

Section 1. Election: Within two (2) weeks of following the annual meeting, the newly elected officers and directors present, provided there be a quorum, shall meet for the purpose of electing remaining officers and directors and appointing committees for the ensuing year.

Section 2. Officers: The officers of the association shall consist of a President, First and Second Vice-President, a Secretary, a Treasurer and Player Agent or Agents, all of whom shall hold office for the ensuing year or until successors are duly elected.

The Board of Directors may appoint such officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each and may fill any vacancy which may occur in any office.

Section 3. President: The President shall:

- a) Conduct the affairs of the association and execute the policies established by the Board of Directors.
- b) Present a report of the condition of the association at the annual meeting.
- c) Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the association.

- d) Be responsible for the conduct of the association in strict conformity to the policies, principles, Rules and Regulations of the baseball program offered, as agreed to under the conditions of charter or franchise issued the association by that program and conduct the girls, softball program in accordance with rules of the program offered.
- e) Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of the association such contracts and leases as may have received prior approval of the board.
- f) Investigate complaints, irregularities and conditions detrimental to the association and report thereon to the board as circumstances warrant.
- g) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof in conjunction with the Treasurer.

Section 4. Vice-Presidents: In case of the absence or disability of the President, and provided he is authorized by the President or board so to act, the Vice-Presidents shall perform the duties of the President and when so acting, shall have all the powers of that office, and shall have such other duties as from time to time may be assigned by the Board of Directors or by the President.

Section 5. Secretary: The Secretary shall:

- a) Be responsible for recording the activities of the association and maintain appropriate files, mailing lists and necessary records.
- b) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.
- c) Maintain a list of all regular and honorary members, directors and committee members and give notice of all meetings of the association, the Board of Directors and committees.
- d) Keep the minutes of the meeting of the members, the Board of Directors and cause them to be recorded in a book kept for that purpose.
- e) Shall conduct all correspondence not otherwise specifically delegated in connection with said meetings and shall be responsible for carrying out all orders, votes and regulations not otherwise committed.

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- f) Notify members, directors, officers and committee members of their election or appointment.

Section 6. Treasurer: The Treasurer shall:

- a) Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the office of Treasurer or may be assigned by the Board of Directors.
- b) Receive all money and securities, and deposit same in a depository approved by the Board of Directors.
- c) Keep records for the receipt and disbursement of all money and securities of the association, approve all payments from allotted funds and draw checks therefor.
- d) Prepare an annual budget, under the direction of the President, for submission to the Board of Directors at the annual meeting.
- e) Be bonded by a reputable bonding company in an amount set by the Board of Directors..

Section 7. Player Agents: The player agents shall:

- a) Record all player transaction and maintain an accurate and up-to-date record thereof.
- b) Receive and review applications for player candidates and assist the President in checking residence and age eligibility.
- c) Conduct the player auction or draft and all other player transactions or selection meetings.
- d) Prepare the Player Agent's list.
- e) Prepare for the President's signature and submission to appropriate officials, team rosters including players claimed and the tournament team eligibility affidavits.
- f) Notify appropriate officials of any subsequent player replacements or trades.

ARTICLE IX MANAGERS, COACHES AND UMPIRES

Section 1. Team managers and coaches shall be appointed by the President, with the approval of the Board of Directors, and shall be responsible for the selection of their teams and for their actions on the field.

Section 2. Umpires shall be appointed annually by the President, with the approval of the Board of Directors, who shall be responsible for their assignments and for their actions on the field.

Section 3. While holding such office, the President shall not manage in any division. Player Agents should not manage in divisions which they serve.

ARTICLE X AFFILIATION

Section 1. Charter: The association shall annually provide an organized baseball and softball program and shall do all things necessary to maintain such programs.

Section 2. Rules and Regulations: The Official Playing Rules and Regulations of the organized program shall be binding.

Section 3. Local League Rules:

- a) The local rules of North Macon Youth Sports Association shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season.
- b) The local rules for girl's softball shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season.

ARTICLE XI FINANCIAL AND ACCOUNTING

Section 1. The Board of Directors shall decide all matters pertaining to the finances of the association and it shall place all income in a common treasury, directing the expenditure of same in such a manner as will give no individual or team an advantage over those in competition with such individual or team.

Section 2. The board shall not permit the contribution of funds or property to individual teams but shall solicit same for the common treasury of the association, thereby to discourage favoritism among teams and to endeavor to equalize the benefits.

Section 3. The board shall not permit the solicitation of funds in the name of any baseball program unless all of the funds so raised be placed in the local treasury.

Section 4. The board shall not permit the disbursement of funds for other than the conduct of activities in accordance with the rules and policies of the program.

Section 5. No director, officer or member of the association shall receive, directly or indirectly, any salary, compensation or emolument from the association for services rendered as a director, officer or member.

Section 6. All money received shall be deposited to the credit of the association in designated bank accounts and all disbursements shall be made by check. all checks shall be signed by the association Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine.

Section 7. The fiscal year of the association shall begin on the first day of September and shall end on the last day of August.

Section 8. Distribution of Property Upon Dissolution: Upon dissolution of the association and after all outstanding debts and claims have been satisfied, the members shall distribute the property of the association to such other organization or organizations maintaining an objective similar to that set forth herein, which are or may be entitled to exemption under section 501 C) (3) of the Internal Revenue Code or any future corresponding provisions.

ARTICLE III. MEMBERSHIP

This Constitution and By-Laws may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the members provided notice of the Proposed change is included in the notice of such meeting. Notice must be in writing thirty (30) days prior to the date of the meeting.