

CONSTITUTION AND BYLAWS

I **Hereby Certify** that **B.C. AMATEUR BASEBALL ASSOCIATION**, has pursuant to the Society Act altered its purposes and that its purposes now are:

2. (a) To foster, promote and coordinate amateur baseball in the Province of B.C.
- (b) To encourage good sportsmanship and citizenship.
- (c) To affiliate with Sports Councils and Associations as deemed advisable, including Canadian Federation of Amateur Baseball (BASEBALL CANADA), Western Canada Baseball Association (W.C.B.A.) and Sport B.C.
- (d) To apply to the Physical Fitness and Amateur Sports Fund of the Government of B.C. for funding on an annual basis.
- (e) To assist member associations in the hosting of provincial, national or international tournaments in all divisions, both financially and promotional as funds permit.
- (f) To assist in the coordination of and in the provision of financial assistance to provincial winners in age divisions 14 years old and higher, towards Western Canada, National and International play-offs and B.C.A.B.A. approved tournaments in accordance with Physical Fitness and Amateur Sports Fund guidelines.
- (g) To assist in the promotion and development of member association coaches, officials and athletes in all age divisions.
- (h) To ensure that the equalization of staff time and effort and association financial assistance be distributed equitably between all age divisions.

BY-LAWS

1. MEMBERSHIP

Membership in the society shall be available to all amateur baseball organizations within the Province of B.C. that are recognized and approved by the Board of Directors of B.C. Amateur Baseball Association. Membership is open to all age groups.

- (a) Membership may be revoked if dues are not paid. Members, whose assessed dues have not been paid, will cease to be in good standing, and may be suspended pending payment of dues or fees.
- (b) Membership will cease if a member association fails to renew membership on an annual basis.
- (c) Membership may be revoked or a member expelled by a majority vote of the voting delegates at a general meeting.
- (d) Membership must comply with the constitution and by-laws of B.C. Amateur Baseball Association and all applicable national or international associations.

2. DUES

The annual membership fees will be established by the association each year at the Annual General Meeting.

Such dues shall accompany the annual application for membership, both of which shall be in the hands of the Secretary or Treasurer on or before June 30th of each year.

3. TRANSITIONAL

At the beginning of the next AGM or Special General Meeting following adoption of this clause and its acceptance by the registrar of companies, the terms of office of all Directors/Executive/Management Team of Baseball BC will end. The first order of business at that meeting will be the election of a new Board of Directors according to the process then in the bylaws.

4. BOARD OF DIRECTORS

- (a) The affairs of the Association shall be managed by a Board of Directors, comprised of a number of persons, which number shall be determined at each AGM but shall not be less than five nor more than twenty-five.
- (b) Terms of office of Directors will be one year. Directors will be elected by members at each AGM, from persons nominated by a member. Except for

the meeting referenced in Clause 3 transitional, terms of Directors will end at the end of the AGM that next follows their election.

- (c) So that all areas of the province may be represented, the Board of Directors will, to the extent members consider practical, include a member from each of the eight (8) B.C. Games Zones.
- (d) The Board will elect from amongst its members, an Executive consisting of a President, first, second and third Vice-Presidents, a Secretary and a Treasurer; the last two offices may be combined.

5. **DUTIES OF OFFICERS**

- (a) The President, where possible, shall preside at all meetings of the Association. He shall exercise a general supervision and control over the Officers and business of the Association. He shall call Executive Meetings, to include the Board of Directors, and any other Special or Ordinary meetings of the Association as deemed necessary during his term of office. He may appoint, as the occasion may arise, Special Committees to consider and report on questions which may be presented from time to time. He may, where it is deemed advisable in the best interests of the Association, and subject of ratification at the following Annual General Meeting, direct the Officers to conduct the business of the Association in a manner to be in the best interests thereof. He shall transact such other business as may be accustomed to this office.
- (b) The First Vice-President shall perform the duties pertaining to his office and shall perform the duties of the President, in the absence of the President, or his inability for any cause to act as such. The second Vice President shall perform his duties pertaining to his office, and shall perform the duties of the President, in the absence of both the President and first Vice-President. The third Vice-President shall perform duties pertaining to his office, and perform duties of President, in the absence of the President and first and second Vice-Presidents.
- (c) Vice-Presidents shall, whenever possible, be chosen to give representation to geographic areas as follows:
 - one from Vancouver Island
 - one from Greater Vancouver
 - one from the interior of British Columbia
- (d) The Secretary shall keep a record of all proceedings of all meetings of the Association. He shall conduct, or be advised, of all correspondence of the Association. He shall be responsible and ensure that all members of the Association concerned, are notified of meetings to be held. He shall be responsible that a record is kept of all business transacted by the Association. He shall be required to have with him at every meeting of the

Association, the proper Minutes and Record Books, and all material necessary which he may have in his possession relative to any business likely to be conducted at any such meeting.

- (e) The Treasurer shall receive and have charge of all monies of the Association. He shall keep a just and true account of all monies received and paid out, in the name of the Association; and of all and any financial transactions of any and every kind whatsoever, including a full and complete statement of the credits and liabilities of the Association. He shall deposit all funds of the Association in a Chartered Bank of the Dominion of Canada, in the name of the Association. He shall submit a report when called on; shall present a Financial Statement at the Annual General Meeting of the Association. He shall be responsible for the collection of team, league, organization, membership fees.
- (f) Zone representatives, hereinafter to be known as "Directors", shall carry out such duties as required by the President and be furthermore responsible to assist the Treasurer in collection of membership dues and in general will be charged with the responsibility of developing increased participation in the sport of baseball at all age levels, within the area concerned, and the Province as a whole. Directors will attend Annual General meetings (and Board of Directors or Special meetings when invited to do so).
- (g) Technical Advisor shall provide advice of a technical nature on all things pertaining to the sport of baseball, and shall assist the members of the Board of Directors as required.
- (h) Umpire-In-Chief shall act as liaison officer in B.C. between various local umpire associations, and shall be charged with the responsibility of working with the Board of Directors to get all active umpires within the Province to become members of the B.C. Umpires Association. Furthermore, he will be charged with the responsibility of cooperating with the B.C.A.B.U.A. in grading all umpires, and will act as a leader in training new umpires and conducting umpire clinics as required.

6. **QUORUMS**

- (a) A quorum at a Board meeting will be the number required such that more than 50% or directors are present.
- (b) A quorum at the Annual General meeting, or Special meeting, shall consist of not less than sixty (60%) of the membership and must be at least three (3) persons.

7. **TERMS OF OFFICE**

Terms of office for the Executive shall be from the election of office up to, and including, the Annual General Meeting covering their term of office.

8. **BORROWING POWERS**

The Board of Directors may, and are hereby authorized, from time to time, to borrow money upon such terms and conditions and in such a manner as they deem expedient, subject to the Societies Act.

9. **ANNUAL GENERAL MEETING**

- (a) The Annual General Meeting of the Society shall be held no later than June 30th in each year, on such a day and at such time as the Board of Directors shall determine.
- (b) Written notice of the Annual General Meeting shall be given to all members at least fourteen (14) days in advance of the meeting.

10. **VOTING**

- (a) At all Annual General meetings and extraordinary meetings, each membership in the Association shall be entitled to have one (1) vote only.
- (b) The method of voting at all meetings shall be decided by the majority of the voting delegates present at such meetings.
- (c) Voting delegates shall be a representative of each member Association.

11. **ORDER OF BUSINESS**

Order of business at the Annual General Meeting shall be:

- . Reading of the minutes of the previous General Meeting and of any Extraordinary meetings held since the last General Meeting.
- . Business arising out of the Minutes.
- . President's Report
- . Financial Report
- . Correspondence
- . Committee reports
- . Director's report
- . Member Organization reports
- . Election of Directors
- . New Business
- . Adjournment

12. **FINANCIAL**

- (a) The fiscal year of the Association shall end March 31st of each year, and immediately following that date, the books and accounts shall be audited and a report prepared for the Annual General Meeting.
- (b) All receipts from Affiliation fees and other dues and assessments and all income from the Association shall be deposited in a Bank account in a Chartered Bank of the Dominion of Canada in the name of the Association. The balance of the bank account of the Association shall be transferred to the incoming Executive as soon as possible after the Annual General meeting by the outgoing Executive in the name of the Association.
- (c) There will be three (3) signing officers of the Association:
 - . The Treasurer
 - . President
 - . A Director designated by the Board

All cheques issued by the Association must be signed by the Treasurer and either one of the two co-signers. No cheque, in any case, will be signed in **blank**.

- (d) The auditor shall be appointed by the President of the Association for each fiscal year.
- (e) The Treasurer shall be under a bond for the sum of \$15,000.00 from an organized Bonding company, in favour of the Society for the faithful performance of his duties.

13. **MISCELLANEOUS**

- (a) The Constitution and By-laws of the Association shall not be altered or repealed until approval by at least seventy-five percent (75%) of the voting members present at the Annual General Meeting. Notice of Motion to make such changes shall first be given to the Secretary and Treasurer, in writing at least thirty (30) days prior to the date of the Annual General Meeting, and all Directors must be notified of all such Notices of Motion, in writing by the Secretary, at least fourteen (14) days prior to said meeting.
- (b) A member of the Board of Directors may be removed from office for any misconduct or behaviour deemed detrimental to the aims and objectives of the Association. Such action must have the approval of the Board of Directors.
- (c) Roberts Rules of Order shall be the Parliamentary authority on all matters not covered by the Constitution and By-Laws of the Association.