**CONSTITUTION AND BYLAWS**

**DUNDAS MINOR BASEBALL**

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1. ***- Head Office***

The Head Office of the Corporation shall be in the Town of Dundas, Province of Ontario and at such place therein as the directors may from time to time determine.

 – Seal

The Seal, and impression whereof is stamped in the margin thereof shall be the seal of the Corporation.

 Name and Membership

1. *– Name and Colours*

The Organization shall be known as the Dundas Minor Baseball Association (hereinafter referred to as the Association) with Navy Blue, Orange and Gray as the official Association colours.

 - Affiliations

The Association shall maintain membership in the Hamilton District Baseball Association (HDBA) and/or any other Baseball Ontario Affiliate Association as conforms to Baseball Ontario current policies regarding boundaries of the Affiliate Associations. Through such membership Dundas Minor Baseball shall maintain membership in Baseball Ontario (Ontario Baseball Association)

 - Membership

All players who have attained the age of 18 who are properly registered and in good standing with the Association, all parents of players below the age of 18 who are properly registered and in good standing with the Association, all Coaches and other serving volunteers and such other individuals, partnerships and corporations as are admitted by the Board of Directors are eligible for membership in the Association.

 – Honourary Members

Honourary Membership status may be granted by the Association Board of Directors at any time for any individual who does not meet normal membership criteria but who are deemed by the Board of Directors to be worthy of membership. Honourary Memberships shall remain in force indefinitely unless and until revoked by the Board of Directors. Honourary Members shall have all rights and privileges of Members.

 – Life Members

Any individual who has maintained membership in good standing for 10 consecutive and continuous years or longer may be nominated for Life Membership. Life Members must be elected by a majority vote at an Annual General Meeting. Life Members shall have all rights and privileges of Members.

 – Good Standing

To maintain membership in good standing for purposes of voting at an Annual General Meeting, members must be paid in full for all dues, registration fees or other monies payable to the Association.

 – Expulsion from Membership

Any member may be expelled from membership upon recommendation from the Discipline Committee once such recommendation is upheld by the Board of Directors by majority vote.

 – Resignation

Any member who resigns from his or her commitment to the Association, either as a player, a player’s parent, or as a Volunteer, shall be considered to have resigned their membership in the Association.

 – Members Agree to Abide

All members shall agree to abide by the Constitution and Bylaws of the Association, as well as the Rules and Regulations of the Association.

 Aims and Objectives 

1. ***–***The Aims and Objectives of the Association are :
   1. to establish, maintain, foster and promote the game of Baseball within the territorial boundaries assigned to the Association by the Affiliate Association
   2. to promote and encourage sportsmanship, fair play, community spirit and teamwork
   3. to provide baseball programs at competitive (Rep) and recreational (House League) levels wherever possible in order to satisfy the diverse needs of the players and to arrange matches and competitions and to offer, grant and contribute towards awards and distinctions.
   4. To acquire, establish, construct, operate, equip and maintain facilities for the game of baseball and incidental thereto to accept gifts, bequests, donations, legacies and sponsorships

 Directors

1. *– Composition*

There shall be 5 members of the Board of Directors. These directors will elect from amongst themselves three Executive positions:

1. President
2. Vice-President
3. Treasurer

 ***– Eligibility***

A Director may hold only one of the Executive position at any given time. In order to be nominated for a Board position, the individual must have been a Member of the Association for a minimum of two consecutive and continuous years.

 – Appointment

If a position on the Board of Directors is vacant as the result of a resignation or lack of a nominated person at the Annual General Meeting, the remaining Directors may appoint a person to the Board. For purposes of appointment, the individual need not meet the requirement of two previous years of membership. A Member who is appointed to the Board of Directors may be nominated for re-election whether he or she has been a member for two years or not.

 – Resignation

A Director may resign his or her position on the Board at any time by submitting a letter of resignation to the Secretary. Should the resigning member continue to qualify for membership by virtue of other volunteer activities or by virtue of having a child properly registered, the resigning member’s membership will remain in good standing.

 – Term of Office

Directors will be elected annually at the Annual General Meeting and those elected shall serve on the Board until the next Annual General Meeting or until their successors are elected.

 – Election of Directors

Directors will be elected annually at the Annual General Meeting. All members in good standing in attendance at the Annual General Meeting are eligible to vote. Voting shall be by secret ballot, and the winner shall be the nominee who receives the highest number of votes, whether by majority or not. In the event of a tie vote, the remaining Directors will appoint one of the nominees tied by majority vote.

 Meetings

1. *– Annual General Meeting*

An Annual General Meeting of the Membership will be held once each year no later than November 30. Notice of the Annual General Meeting shall be posted at any facilities of the Association, or advertised in the local newspaper, or communicated to the membership by telephone at least 40 days prior to the scheduled date of the meeting. The Annual General Meeting (AGM) will be chaired by the President and the agenda will be restricted to the following items in order:

1. President’s Remarks
2. Vice-President’s Report
3. Treasurer’s Report and Financial Review of the Year’s Operations
4. Secretary’s Report
5. Registrar’s Report
6. Reports of Appointed Convenors and/or Committees
7. Consideration of Amendments to the Constitution and Bylaws
8. Election of Directors
9. Closing Remarks of the Standing President, and, if applicable, the newly elected President
10. Adjournment

 – Board Meetings

Meetings of the Board of Directors are at the call of the President but must be held at least once every two months. Convenors, Committee Members or other 3rd parties may be invited to attend meetings of the Board of Directors, but only the Directors shall have a vote on any motion put forward to the Board. Minutes of the Meetings of the Board of Directors shall be a matter of public record and must be provided to any person requesting such in a timely manner. Robert’s Rules of Order shall be followed in governing all meetings of the Board of Directors. At least a majority of Directors must be in attendance in order to be considered quorum. Each Director including the President will have one vote for each motion presented. In the event of a tie vote, the President will cast one more deciding vote.

 – Special General Meetings

The President may at any time call a Special Meeting of the General Membership in order to solicit opinions of the membership or to provide information to the membership. Any resolution passed at such a meeting has no effect, but may be used by the Board of Directors to gauge the will of the Membership.

 – Special Board Meetings

Any two Directors may call a Special Meeting of the Board of Directors if such request is submitted to the Secretary in writing under the signatures of both Directors. In such case, the President must call a meeting to be held within one week of the Secretary receiving such notice. Such Special Meeting shall be considered to be a regular meeting of the Board, and any motions presented and voted upon in a such meeting will have full force.

 Amendments to the Constitution and Bylaws

1. *– Proposed Amendments*

Any Member may submit a Proposal for Amendment to the Constitution and Bylaws in writing to the Secretary. In order to be considered such proposal must be submitted in writing to the Secretary at least 30 days in advance of the Annual General Meeting, and must be moved and seconded at the Annual General Meeting. 

 – Requirement to Pass

Any motion to amend the Constitution must be approved by at least 2/3 majority vote at the Annual General Meeting, and also at least a majority of the Directors at a Directors meeting in order to be passed.

 – Annual General Meeting

Motions to amend the Constitution will be only be considered at the Annual General Meeting.

**BYLAWS**

 Duties of the Executive

1. The duties of the President are :
   1. To co-ordinate and/or supervise all Association activities
   2. To act as the Representative of the the Association with all government, community, regulatory and public bodies.
   3. To call and chair all meetings of the Board and General Membership
   4. To appoint members of all Committees of the Board
   5. To nominate any persons required to fill Director’s positions which are vacant due to resignation or lack of nomination
   6. To act as, or appoint another individual or individuals to act as voting members in any organization in which the Association maintains membership status
   7. To act as a signing authority for the Association’s bank account or accounts
   8. To act as the signing authority for any contractual arrangements made by the Association
   9. To directly supervise the positions of Vice-President, Secretary, Registrar and Treasurer, as well as the Committee Chairpersons for the Discipline Committee.

1. The duties of the Vice-President are :
   1. To act as President in the absence of the President
   2. To act as a signing authority for the Association’s bank account or accounts
   3. To co-ordinate and supervise all baseball activities including Park Maintenance and diamond allocation, purchasing of Equipment and Uniforms, and nomination of Coaches
   4. To represent the Association in all matters of interest to the Association regarding game protests or disciplinary hearings involving members of the Association
   5. To supervise the Convenors of Rep Baseball and House League Baseball, and the Tournament Convenor

1. The duties of the Treasurer are :
   1. To act as a signing authority for the Association’s bank account or accounts
   2. To maintain accurate records of revenues and expenses of the Association
   3. To ensure that all monies owed by the Association are paid in a timely manner
   4. To sign and issue all Purchase Orders
   5. To supervise the Sponsorship Convenor
   6. To prepare Financial Statements for all Board Meetings and the Annual General Meeting
   7. To recommend a budget for the upcoming season by January 30 of each year

1. The duties of the Secretary are :
   1. To record the minutes of all meetings of the Board and the Annual General Meeting, and to distribute such minutes to the Directors within 1 week of the meeting
   2. To provide copies of the minutes of meetings to the public in a timely manner upon request
   3. To maintain all records other than Financial and Registration records of the Association
   4. To maintain copies of all correspondence sent by, received by or received from any member pertaining to the operation of the Association
   5. To prepare the Agenda for all Board meetings
   6. To prepare the Agenda including written proposals for Constitutional Amendments for the Annual General Meeting
   7. To arrange for notice of the date of the Annual General Meeting to be posted in the local newspaper at least 30 days prior to the meeting

1. The duties of the Registrar are :
   1. To keep accurate records of the names, addresses and phone numbers of all players and volunteer members of the Association
   2. To maintain a file copy of the Birth Certificate of all players registered with the Association
   3. To submit the required team rosters to the Affiliate Registrar in the a format acceptable to the Affiliate Registrar prior to the deadline date set by Baseball Ontario and/or the Affiliate Association
   4. To attend any meetings called by the Affiliate Association or Baseball Ontario pertinent to the duties of the Registrar

 Convenors and Other Appointed Positions

1. The President may appoint the following Convenors :
   1. Rep Convenor
   2. House League Convenor
   3. Sponsorship Convenor
   4. Tournament Convenor

1. The President may appoint the Chair and members of the following Committees:
   1. Discipline Committee
   2. Coaching Committee (Chair to be the Vice-President)
   3. Such other Committees as the Board may from time to time establish

 Duties of Convenors

1. The duties of the Rep Convenor are :
   1. To help arrange for try-outs for Rep teams
   2. To help Rep Coaches with any administrative duties
   3. To act as Parent Liaison for all Rep teams
   4. To evaluate the performance of Rep Coaches at the conclusion of each season
   5. To help arrange the tournaments Rep teams will enter
   6. To arrange for call-up players from a lower division Rep team or from the House League, and to ensure the player being called up is eligible under the rules of the Association, the Affiliate, and Baseball Ontario
   7. To act as a member of the Coaching Committee in nominating Rep Coaches
2. The duties of the House League Convenor are :
   1. To help House League Coaches with any administrative duties
   2. To act as Parent Liaison for all House League teams
   3. To represent the Association on the HDBA House League Committee
   4. To evaluate the performance of House League Coaches at the conclusion of each season
   5. To help the Rep Convenor in selection of House League players to be called up to a Rep team
   6. To act as a member of the Coaching Committee in nominating House League Coaches
   7. To supervise any Select team activity
3. The duties of the Sponsorship Convenor are :
   1. To raise funds for the league through Team Sponsorship
   2. To co-ordinate the activities of Members in raising funds for Team Sponsorships
   3. To co-ordinate any other fund-raising activities carried out on behalf of the Association
   4. To ensure that any funds raised by any member in the name of the Association or its teams are properly deposited in the Association’s bank account or accounts
4. The duties of the Tournament Convenor are :
   1. To administer all tournaments hosted by the Association, whether Rep, House League or Select
   2. To act as liaison for teams entering tournaments hosted by the Association
   3. To ensure that all Baseball Ontario rules are followed regarding hosting of OBA tournaments

 Duties of Committees

1. Discipline Committee
   1. The Discipline Committee will be convened on direction of the President to review the circumstances of any incident which the President feels requires review for possible disciplinary action
   2. The Discipline Committee will hear the complaint, and then invite the Member who has been complained about to present a defense of their actions. The Discipline Committee may then ask questions of any individual they deem may have knowledge of the situation which would help in their determinations
   3. The Discipline Committee must submit a written report of their findings to the Board.
   4. If the Discipline Committee recommends suspension or expulsion of the Member, such action must be approved by a majority of the Board
   5. If, in the President’s judgement, the nature of the complaint justifies it, the President may suspend the Member indefinitely prior to the Discipline Committee hearing, pending the outcome of the hearing
2. Coaching Committee
   1. The Coaching Committee will meet prior to Registration to select applicants for Coaching positions who will be nominated to the Board
   2. The Board of Directors must approve the nominated Coaches prior to their appointment
   3. In the event that the Board does not approve a nominated Coach by majority decision, the Coaching Committee will nominate another applicant
   4. The Coaching Committee will also be responsible for encouraging and helping Coaches within the Association to attain their Coaching Certification. It is the goal of the Association that all Rep Coaches acquire full Level 2 NCCP Certification, and that all House League Coaches acquire Level 2 OCCP Certification