

# ST LOUIS AMATEUR BASEBALL ASSOCIATION (SLABA)

## BYLAWS

### **ARTICLE 1. PURPOSE**

Section 1. The purposes for which the corporation is organized are:  
The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section 2. More specifically, the corporate purposes are:

(a) To teach, instruct, and train youth in the St. Louis area in the fundamental techniques, skills, and strategies of baseball by means of conducting practice sessions, competing in league play against other area teams, and conducting and playing in local, regional, and national tournaments,

(b) To promote sportsmanship, good fellowship, and Americanism through the playing of baseball,

(c) To promote the welfare and development of youth through baseball-related activities,

(d) To operate and maintain amateur baseball teams and leagues for youth in the St. Louis area,

(e) To provide St. Louis area youth with maximum exposure against the toughest competition in the respective age brackets by affiliating with an unlimited number of nationally recognized and sanctioned youth baseball programs,

(f) To foster national amateur sports competition and to support and develop amateur athletes for such competitions,

(g) To assist in the elimination of juvenile delinquency by providing to all youth, both members and non-members, the opportunity to participate in the above activities.

### **ARTICLE II. MEMBERSHIP**

Section 1. Team Membership Membership shall be limited to organizations. While organizations fielding multiple teams are preferred, organizations with a single team will be considered for membership. All organizations must agree to play according to SLABA's established Bylaws and Playing Rules.

Section 2. Each organization head or designated representative is a member of the Board and is entitled to one (1) vote at any regular or special league meeting.

Section 3. New organizations must be sponsored by an existing SLABA organization and then apply to the President and/or Executive Committee in writing. Once the written application has been received by the Executive Committee, the new organization will appear before the entire Board for a vote by the membership. New organizations must be approved before the February scheduling meeting to compete during the following summer of league play. New organizations need the approval of a simple majority of existing league organizations in attendance (as long as the quorum for the meeting has been met). New organizations will have a probationary period of one year during which they are not voting members of SLABA.

Section 4. The Executive Committee must receive any proposed change of the head of an organization in writing. The new head of the organization must meet with the Board and receive Board approval before assuming responsibility.

Section 5. All organizations must be fiscally responsible to SLABA and all vendors or suppliers.

Section 6. Probation An organization may be placed on probation at the discretion of the Executive Committee for violating the Bylaws or Playing Rules of this organization after due process.

Section 7. Suspension An individual may be suspended at the discretion of the Executive Committee for violating the Bylaws or Playing Rules of this organization after due process.

### **ARTICLE III. STANDING COMMITTEES, EXECUTIVE COMMITTEE, BOARD MEMBERS, AND ELECTIONS**

Section 1. Elections The following officers shall be elected bi-annually from among active members to serve a term of two years on the Executive Committee: President, Vice President/Treasurer, and Communications Secretary. Elected members of the Executive Committee may be nominated from any league member in good standing.

Section 2. Nominations Officer nominations shall be made at the September meeting (in even numbered years). The elections shall then take place at the November meeting.

Section 3. Replacement In the event that an officer resigns or vacates a position on the Executive Committee, nomination of a replacement will be accomplished prior to the start of the next general meeting and a vote to elect this person will occur at the end of the same meeting. If a general meeting will not occur within 30 days, the President shall call for nominations and mail (or email) a ballot to all

members of the Board to complete and return within seven days. The entire process should not exceed 30 days.

Section 4. Head of Program These individuals represent groups of teams at all age levels from specific organizations. They are voting members of the Board and remain as such until they no longer represent one of the designated organizations.

Section 5. Standing Committees Standing committees may be assigned at the discretion of the President and the Executive Committee.

Section 6. Duties of Officers and Executive Committee Members

**Executive Committee:** The Executive Committee will consist of the three (3) elected officers. These elected officers will provide the leadership to move the league forward and continue the traditions that have established the league as an important program in the community. The Executive Committee will take a leadership role in conducting the scheduled General Meetings in which all facets of baseball operations are discussed.

The Executive Committee will meet monthly to consider important new directions for the league, review problems that need to be addressed quickly, review rosters, review rules violations, or discuss any other matter that must be decided prior to the next regularly scheduled general meeting. While it is recognized that this group needs to be able to act for the league in situations, it should always be the responsibility of this group to keep all members of the Executive Committee and Board aware of these situations.

**Board:** The head of each organization is a member of the Board and is entitled to one (1) vote at any regular or special league meeting.

**President:** The President shall preside over all meetings of the general organization. The President shall have general supervisory control over affairs of the organization and shall act under the direction of the Executive Committee. The President may appoint sub-committees for specific lengths of time to consider any proposal or situation.

**Vice President/Treasurer:** The Vice President, in the absence of the President, will assume all duties and functions of the President. Should the Office of the President become vacant, the Vice President shall assume the Presidency until the next general meeting, in which he will seek nominations to elect all vacated positions. The Vice President will also assume responsibility for financial oversight of the organization. The Vice President shall keep a record of all financial transactions, present monthly reports of income and disbursements, deposit funds, and pay outstanding bills by check, ACH, or debit card.

**Communications Secretary:** The Communications Secretary shall maintain and distribute accurate minutes of all meetings. The Communications Secretary shall be

responsible for all forms that must be issued and completed by league members and/or the league in general. The Communications Secretary will ensure that minutes of all meetings are provided to all members of the Executive Committee and Board. The Communications Secretary is responsible for oversight of the league website and making necessary updates to the platform.

#### **ARTICLE IV. MEETINGS**

Section 1. General League Meetings A regular business meeting shall be held at least five times a year, in September, November, January, February, and May. The Executive Committee shall set the date, time, and place of all meetings and determine which meetings require attendance of the entire Board to vote on pertinent issues facing the association. A quorum for a vote to take place during a regular business meeting shall require a minimum of two-thirds of participating organizations.

Section 2. Special Meetings Heads of organizations, with the approval of the Executive Committee, shall have the power to request a special meeting when they believe business of importance necessitates such a meeting.

Section 3. Governance Robert's Rules of Order shall govern procedure.

Section 4. Attendance To ensure the proper functioning of the business affairs of the organization, all member organizations are required to have representation at all scheduled meetings. Penalties for absences:

First Absence: Warning that further absence results in a fine;

Second Absence: Fine of \$25.00;

Third Absence: Fine of \$50.00;

Fourth Absence: Fine of \$100.00 and suspension from participation as a manager, head coach, or league official for a minimum of one year. All fines must be paid by October 1 in order for the team to participate in any additional league activities. A suspension, but not a fine, may be appealed.

#### **ARTICLE V. AFFILIATIONS**

Section 1. The Association may choose to affiliate with any national organization that receives approval from a majority of the membership.

Section 2. Costs League members must affiliate with all affiliations officially adopted by a majority of league members. The cost of any national affiliations will be equally borne by all participating teams.

#### **ARTICLE VI. COMMITTEES**

Section 1. Temporary Committees Any committee deemed necessary to operate the organization may be appointed by the President with approval of the Executive Committee.

Section 2. The President, with the approval of the Executive Committee, shall make committee Chairpersons and committee membership appointments.

## **ARTICLE VII. DISBANDMENT**

Section 1. Team Withdrawal Any team/organization dropping out of the association shall not be entitled to any refund from the association.

Section 2. Association Termination If at any time the association disbands, the funds in the treasury shall be divided equally amongst the participating organizations.

## **ARTICLE VIII. AMENDMENTS**

Section 1. Bylaws Changes Bylaws may be amended by a two-thirds vote of the membership. Proposed amendments will be read at one meeting and voted upon at the next meeting.

Section 2. Playing Rule Changes Playing Rules may be amended by a majority vote of the membership. Proposed changes will be read at one meeting and voted upon at the next meeting.

Section 3. Changes Bylaws and Playing Rule changes to be effective for any given playing season must be in place prior to April 1 of the playing year. Identical Bylaws and/or Playing Rule proposed changes may not be voted upon more than once during any given calendar year (September through August).

## **ARTICLE IX. LEAGUE REGULATIONS**

Section 1. Structure Since members may belong to more than one affiliation, each league shall be structured by a majority vote of the affiliated members. It shall be desired that all members would belong to at least one common affiliation. Any further structural guidelines will be addressed in the Playing Rules.

Section 2. Playoffs This item shall be addressed separately for the particular affiliation, or for the association in general.

Section 3. Umpires The umpires for all league games shall be the same. An umpire association shall be chosen by the membership. The chosen umpire association shall work out a compatible assignment of umpires. If two-thirds of the membership does not want any particular umpire in the designated association, that umpire shall not be assigned to any member's home games.

Section 4. All-Star Games/Banquet The association shall play one common All-Star Game (at all levels when appropriate) with the guidelines to be drawn up annually. If there are less than six teams in an age group for a given year, the regular season League winner will play as a team against an All-Star team selected from all the other teams. If there are six or more teams in an age group for a given year, then the teams will be divided as equally as possible into a North Division and a South Division and the All-Star teams will be selected from the teams in the respective division. The association shall establish one common set of awards, with the guidelines to be drawn up annually, to be presented during the All-Star Games or at a league-wide banquet.

Section 5. Adopted Regulations As an integral part of the governing structure of this Association, the Executive Committee may need to select and the majority of the Association shall vote to approve clarifications of National rules for various affiliations.

Each affiliated group may need to publish rules and/or playing regulations applicable to said affiliation or league. As long as these rules are not in conflict with the overall structure, guidelines, and rules of the association, such regulations shall be permitted.

Section 6. Association Information The association shall provide each of its managers/head coaches updated information concerning bylaws, playing rules, affiliations, leagues, officers, committee appointments, rosters, birth certificates, playoffs, all-star games, banquet/meetings, awards, umpires, and any other area necessary for smooth governance of the association. This is available through the organization's web site.

## **ARTICLE X. LEAGUE SPONSORSHIP**

Section 1. For the purpose of Varsity competition, the association may establish the following leagues:

- (a) American Amateur Baseball Congress -- Connie Mack
- (b) PONY Baseball, Inc -- Palomino
- (c) National Amateur Baseball Federation – Senior
- (d) Other – as voted by the Executive Committee and membership annually.

Section 2. For the purpose of competition below the Varsity level (cannot be 19 prior to May 1 of any given playing year), all of the Bylaws and Playing Rules herein shall apply.

Junior Varsity teams (17U) shall have an age cap of cannot be 18 prior to May 1 of any given playing year.

Junior teams (16U) shall have an age cap of cannot be 17 prior to May 1 of any given playing year.

Fifteen and under teams (15U) shall have an age cap of cannot be 16 prior to May 1 of any given playing year.

Fourteen and under teams (14U) shall have an age cap of cannot be 15 prior to May 1 of any given playing year.

Thirteen and under teams (13U) shall have an age cap of cannot be 14 prior to May 1 of any given playing year.

Twelve and under teams (12U) shall have an age cap of cannot be 13 prior to May 1 of any given playing year.

#### **ARTICLE XI DISSOLUTION CLAUSE**

Upon the dissolution of the corporation, the Executive Committee shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Committee shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation 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.

Updated 2/26