

Big Lake Baseball Association Bylaws

ARTICLE I. NAME AND PURPOSE

Section 1: The name of this nonprofit corporation shall be BIG LAKE BASEBALL ASSOCIATION (BLBA). It shall be a nonprofit organization incorporated under the laws of the State of Minnesota.

Section 2: Purpose: The BLBA is organized exclusively for charitable, scientific, and education 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.

The purpose of this corporation is:

- To provide the opportunity for youth to participate in baseball learning skills and teamwork.
- The only programs to benefit from the money earned or equipment purchased are youth baseball teams. These teams include Independent School District 727 school teams, Big Lake Community Education Summer Recreation teams, American Legion sponsored youth teams and any other teams that may be established to teach and to play baseball in Big Lake for any Big Lake youth.

ARTICLE II. MEMBERSHIP

Section 1: Eligibility for Membership: residents of Big Lake School District boundary, open enrollment from neighboring communities, and members of staff of Big Lake Schools athletic programs.

Section 2: Rights of Members: Each member shall be eligible to one vote for elections of the Board of Directors who will be responsible for the management of this BLBA.

Section 3: Termination: A member can have their membership terminated by a majority vote of the board.

Section 4: Property Rights of Members: No member shall have any property rights to the property of the BLBA. The property of the BLBA, both real and personal, shall be under the management of the Board of Directors.

ARTICLE VI. BOARD OF DIRECTORS MEETINGS

Section 1: Regular Meetings: Regular meetings shall be set by the Board of Directors. Notice of meetings will be given one (1) week in advance prior to the meeting, stating time and place. Notice of meetings will be published on the website.

Section 2: Special Meetings: A special meeting can be called by five (5) members of the Board of Directors, or ten (10) members of the BLBA. Notice shall be given at least two (2) days in advance prior to the meeting, published on the website.

Section 3: Order of Business: The suggested order of business, as far as possible, shall be:

1. Call to order.
2. Approval of minutes from the previous meeting.
3. Open Forum.
4. Reports of officers and committees.
5. Old business.
6. New business.
7. Adjournment.

Section 4: Quorum: Meetings shall require at least 75% of the Board of Directors be present for business transactions to take place and motions to pass.

Section 5: Voting: Each BLBA member shall be entitled to one (1) vote at board of directors elections only. Each member must be present to vote unless previously approved by both the president and vice president to be present virtually. The Board of Directors are the only members allowed to vote on management issues of this BLBA. Members shall not be permitted to vote by proxy. Cumulative voting shall not be permitted. In case of dispute, the right to vote shall be determined by the Board of Directors, and in such case no vote may be cast until a final determination is proven by the member.

ARTICLE X. BOARD OF DIRECTORS

Section 1: Board role, size, and compensation: The Board of Directors is responsible for overall policy and direction of the BLBA, and can delegate responsibility of day-to-day operations to committees if necessary. The board shall consist of at least five (5) members and shall receive no compensation other than reimbursement for reasonable and documented expenses. The varsity baseball coach (or any baseball coach on the Varsity Coaching staff, decided upon by the Head Varsity Coach) will always be a permanent sitting member on the board (Associate Director) and does not come up for re-election.

Section 2: *Terms*: All board members are to serve a two (2) year term with the exception of the Associate Director which is a one year term. There are no term limits. Terms begin in August.

The following is the alternating election years of the Board of Directors:

- PRESIDENT AND TREASURER IN EVEN NUMBERED YEARS
- VICE-PRESIDENT AND SECRETARY IN ODD NUMBERED YEARS
- 2 MEMBERS AT LARGE IN ODD NUMBERED YEARS
- 2 MEMBERS AT LARGE IN EVEN NUMBERED YEARS

Section 3: *Nomination and Elections*: Nominations for elected positions will be conducted in July. Elections will occur in August. The President shall appoint a nominating committee of not less than three (3) and not more than five (5) at least thirty (30) days prior to the annual election. Said committee shall nominate two (2) qualified members for each position of the board that is up for election which is expiring at the end of their term and report the same to the President within ten (10) days after appointment. Voting for new terms of office shall be conducted at a regular meeting by secret ballot. Board of Directors will be allowed to run for any other Board position up for election if they choose - thus vacating their previous position for the balance of their term. The vacated position would then be filled by another elected member for the remainder of the vacated position's term.

Section 4: *Officers and Duties*: The officers shall consist of President, Vice-President, Secretary, and Treasurer. Their duties are as follows:

PRESIDENT

Shall convene regularly scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: vice-chair, secretary, treasurer.

VICE-PRESIDENT

Shall work alongside the president to ensure the smooth operation of the board and organization. When the president is unavailable, the vice president takes over their responsibilities, including presiding over meetings and representing the organization.

SECRETARY

Shall keep the minutes and other official records of the BLBA, handle correspondence and perform such other duties as may be assigned to her/him by the Board of Directors.

TREASURER

Shall manage the organization's finances, including budgeting, accounting, and reporting.

Section 5: Vacancies: When a vacancy on the board exists, the Board of Directors shall fill the remaining term by appointment and board of director's vote and approval.

Section 6: Resignation, termination, and absences: Resignation from the board must be in writing and received by the President/Vice/Secretary. A board member shall be terminated from the board due to any conduct in violation of the bylaws or conduct that is improper or prejudicial to the interests of the BLBA.

ARTICLE XVI. POWERS OF DIRECTORS

The Board of Directors shall have the following specific powers.

1. To appoint delegates to the different Associations of which the BLBA may be a member, or for the purpose of conferring with any association of similar corporation respecting any matter in which the BLBA may be concerned.
3. To make rules for the conduct of the members of the BLBA and for their use of the BLBA property.
4. To fix and enforce penalties for the violation of the Bylaws and rules.

ARTICLE XIII. COMMITTEES

The standing committees shall consist of the Nominating Committee having not less than three (3) and not more than five (5) members, and such other standing committees as may be established from time to time by the President, with the advice and approval of the Board of Directors. Special committees may be appointed at any time by the President, by the Board of Directors, or by the membership assembled in a meeting. Every committee shall have the power of investigation, report and recommendation. The Board of Directors or the membership may grant a committee authority to act.

A committee shall meet upon the call of the Chairman thereof, or of the President of the BLBA. The President and Secretary shall be ex officio members of all committees but shall be without power to vote on action within the committee.

ARTICLE XVII. DISSOLUTION OF BLBA

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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 a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the country in which the principal office of the organization 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 or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. The destination preferred upon dissolution of the Big Lake Baseball Association shall be the Big Lake High School Baseball program.