



## **Hinton Rockies Minor Baseball Association**

### **Articles & Bylaws**

#### **Article 1**

This organization shall be known as the Hinton Rockies Minor Baseball Association (hereafter known as "the association" or "HRMBA")

#### **Article 2**

The association is a member of Baseball Alberta, in affiliation with Baseball Canada. The association will comply with all Baseball Alberta rules and regulations, with the exception of any changes made in the association bylaws as deemed imposed and surpassing Baseball Alberta rules.

#### **Article 3 – Changes in Bylaws:**

3.1 Subject to compliance with the requirements of the Societies Act (Section 1 (d)) of the Province of Alberta, the bylaws of the association shall not be altered except by a special resolution of the members, at an annual general meeting, or special meeting, called for that purpose. Special Resolution is as defined in Section 1 (d) of the Societies Act:

*(d) "special resolution" means*

*(i) a resolution passed*

*(A) at a general meeting or special meeting of which not less than 21 days' notice specifying the intention to propose the resolution has been duly given, and*

*(B) by the vote of not less than 75% of these members who, if entitled to do so vote in person or by proxy*

*(ii)a resolution proposed and passed as a special resolution at a general meeting or special meeting of which less than 21 days' notice has been given, if all the members entitled to attend and vote at the general meeting or special meeting so agree, or*

*(iii)a resolution consented to in writing by all members who would have been entitled at a general or special meeting vote on the resolution in person or, where proxies are permitted, by proxy.*

3.2 Any change in the bylaws which has been adopted, amended, or revised the manner herein set forth, shall not be negated by reason of any error or omission may occur in the periodic printing of the bylaws of the association.

## **Bylaw 1 – Membership**

### **1.1 Definitions of Members:**

1.1.0 Membership is subject to approval of the HRMBA. Such approvals will be evidenced by the Registrar upon acceptance of the appropriate online registration and complete payment of the registration fees for player(s)

1.1.1 Parents and/or guardians of such registered baseball players

1.1.2 Executive members as defined in bylaw 3

1.1.3 Volunteer members (coaches, etc) shall be deemed as such on their acceptance by the executive as a contributor to the program, HRMBA

### **1.2 Duties and Privileges of Members**

1.2.0 All members shall be privileged to attend the annual general meeting and any special meeting that may arise, make suggestions and recommendations to the executives, and assist in the operation of the baseball program in any manner approved by the executive

1.2.1 All members shall be subject to the rules and regulations as may be formulated by the association in the best interest of the baseball program as a whole

1.2.2 All members 18 years and older present shall have voting rights at general and special meetings. There will be no proxy votes by any members at any meetings

1.2.3 No members shall be allowed to participate in any way until any outstanding monies are paid in full

1.2.4 No member shall receive remuneration

### **1.3 Suspension and Expulsion of Members**

1.3.0 Any violation of the bylaws of the association, by decision of the executive members, by any member of the association shall render such member liable to suspension, by a two-thirds vote of the

executive members until the next annual or special meeting of the association and to expulsion by a majority vote of all members at such meeting

1.3.1 A member may be expelled by an extraordinary resolution of the association, for any reason which may be determined by the association to be detrimental to its well being. Thirty days prior notice in writing of the intention to place such an extraordinary resolution before the general or special meeting must be given to the member involved and to all other members to a maximum of one per household by posting by ordinary mail to the last known address

1.3.2 All complaints must be filed in writing with the secretary and must be dealt with at the next monthly meeting of executives. The member in question must be notified within 24 hours of filing, to be given the time and date of the meeting so that they may be present at the meeting

#### 1.4 Resignations

1.4.0 An executive member may resign from office upon giving notice thereof in writing to the board

1.4.1 The resignation of an executive member shall be effective upon acceptance of the board

1.4.2 Any member wishing to withdraw from membership to the HRMBA may do so upon written notice to the executive. The effective date of the withdraw shall be the date on which the president, registrar or secretary of the HRMBA received the notice of withdraw

#### 1.5 Voting

1.5.0 At every general or special meeting, every motion shall be decided by a simple majority of the votes, in the first instance by show of hands, unless before the show of hands, a secret ballot is demanded by at least two (2) members personally present

1.5.1 A declaration by the president that a resolution has been carried or carried by a majority, or defeated, shall be conclusive evidence thereof, without proof of the number or proportion of the votes recorded in favour or against any resolution

1.5.2 If a poll be demanded, it shall be taken at such a time and place and in such a manor as the president may direct, and in result of such poll shall be deemed to be the resolution of the general or special meeting at which the poll was demanded

#### 1.6 Deciding Votes

1.6.0 Every member shall have one vote and all votes shall be given personally at the general or special meeting

1.6.1 All members present at the meeting shall be entitled to vote unless the member has conflict of interest or is not a member in good standing

1.6.2 In case of an equality of votes at any general or special meeting, whether upon a show of hands, secret ballot, or at a poll, the president shall be entitled to a second or casting vote

1.6.3 In case of any dispute as to the admission or rejection of any vote, the president shall determine the same, and such determination made in good faith shall be final and conclusive

## **Bylaw 2 – Registration and Fees**

2.1 Participant members shall be assessed fees to be set by the executive, after a budget presentation by the treasurer to the executive, before the start of the new season

2.2 Participant fees must be paid according to the category the player qualifies in. All fees must be paid in full before any on field activity. This also includes any payment for additional activities set out by HRMBA.

2.3 Refunds will be issued upon the discretion and decision of the executive

2.4 Players must register each season in the division corresponding to their year of birth

2.5 All cheques returned from the bank will be levied an NSF surcharge of \$25.00

## **Bylaw 3 – Executive Board of Directors**

3.1 The management and business of the association shall be conducted by the executive according to the bylaws of the association, however in the event of a dispute, the dispute shall be resolved according to the Roberts Rule of Order

3.2 The executive shall consist of: President, Vice President, Registrar, Secretary, Treasurer, Equipment Manager, Coaching Coordinator(s) and Ump In Chief

3.3 Any executive member having a conflict of interest shall remove themselves from the meeting until the matter is resolved

3.4 The executive shall be elected at the annual general meeting and shall serve a two year term on the board

3.5 No HRMBA member shall receive any remuneration for their volunteer services

## **Bylaw 4 – Duties of the Executive**

### **4.1 President**

4.1.0 Will preside over all meetings and will be an ex-officio member of all committees

4.1.1 Shall have the right to act on behalf of the association where deemed necessary with the wellbeing of the association foremost

4.1.2 Will call meetings of, and upon ratification by the executive, carry out the recommendations of discipline and will inform the executive of all matters brought before the board for discipline

4.1.3 Will not vote except to cast a deciding vote

4.1.4 Shall have signing authority for the association

4.1.5 Ensures that the association dues are paid in full to Baseball Alberta and that they are in good standing

4.1.6 Obtains insurance through Baseball Alberta for the association

4.1.7 Coordinate rental of the diamonds with the Town of Hinton

4.1.8 Responsible for ordering t-shirts, hats and uniforms for the teams as needed

4.1.9 In general terms, supervises and controls all business and affairs of the executive and the association

4.1.10 Acts as and is the authorized signing officer for HRMBA for any contracts or other documents which the board of executive has authorized to be executed

4.1.11 Notify the executive of the time and place of regular executive meetings

4.1.12 Publish notice of the annual meetings 21 days in advance, and shall publish notice of any special meeting 7 days in advance

#### 4.2 Past President

4.2.0 Serves a one year term of office of the incumbent President

4.2.1 Authorized to perform such duties as delegated by the board

4.2.2 Shall, given the extent of his/her experience, provide the executive guidance and support in the control and management of the business of the association

4.2.3 In the absence of the president or in event of the president's inability or refusal to act, the past president shall perform the duties of the president and when so acting, shall have all the power of and be subject to all restrictions upon the president

#### 4.3 Vice President

4.3.0 In the absence of the president or in the event of the president's inability to act, the vice president will have an exercise all the powers and duties of the president

4.3.1 Shall have signing authority for the association

4.3.2 Responsible for the maintenance of the batting cage, as per the contract with the Town of Hinton

#### 4.4 Secretary

4.4.0 Will keep an accurate record of the proceeding of all executive, special, and general meetings

4.4.1 Ensure that a current copy of the bylaws be available for access by all members

4.4.2 Receive proposed amendments to the bylaws from any member and deal with them in accordance to the bylaws

4.4.3 Ensure that a copy of the executive meeting minutes are available for access by all members, after they are approved at the next month's meeting. He/she will retain a signed copy by the president and secretary in his/her possession

4.4.4 Responsible for recording and distributing all correspondence to the appropriate members in a timely manner

4.4.5 Maintain all required paperwork

4.4.6 Shall file any changes to HRMBA's objectives or bylaws along with the special resolution, with Service Alberta Registries. This must be completed within 30 days following the annual general meeting or special meeting in which changes were adopted

#### 4.5 Treasurer

4.5.0 Must keep an accurate record of all general association monies received and disbursed

4.5.1 Present an income statement at the annual general meeting

4.5.2 Shall have signing authority for the association

4.5.3 Receives and deposits all registration and similar fees from the registrar on a timely basis

4.5.4 Ensures payment of expenditures on a timely basis

4.5.5 Presents a report to the executive at the regular executive meetings of the operating results of HRMBA

4.5.6 Shall file the annual return with Service Alberta, on behalf of the association in a timely manner, ensuring not to compromise the associations status

#### 4.6 Registrar

4.6.0 Responsible for organization of the associations registrations, ensure all necessary forms and/or online links are available

4.6.1 Responsible for confirming all players and coaches are registered, including coach qualifications needed such as respect in sports, criminal record check, coaching courses in the RAMP registration system and adequately registered with Baseball Alberta

4.6.2 Keep an updated register of all players and coaches in the association, must provide the accurate report of registrants when requested

4.6.3 Present a report of the years operation at the annual meetings

4.6.4 Present a report to the executive at the regular executive meetings of the current registrants

4.6.5 Must work with coach coordinator to be sure all coaches are registered in RAMP with all requirements, must attend the coaches meeting with coach registration information

#### 4.7 Equipment Manager

4.7.0 Arrange for the handling, storage, repair, inventory, cleaning and disbursement of all association equipment and uniforms

4.7.1 Receive requests from each coach for required equipment and uniforms

4.7.2 Will be authorized to purchase new equipment after approval and with approved budget by the executive

4.7.3 Assigns all equipment to HRMBA teams

4.7.4 Disposes of old, worn, or unnecessary equipment if required

4.7.5 Maintains the equipment room in an organized manner

#### 4.8 Coaching Coordinator

4.8.0 Acts as a liaison between coaches, members and executive

4.8.1 Actively recruits coaches for positions

4.8.2 Chair the team selection committee

4.8.3 Organize and chair coaches meeting held prior to the start of each season

4.8.4 Responsible for contacting coaches for team on behalf of the association

4.8.5 Responsible for forwarding information on baseball tournaments to the appropriate teams as information is received

4.8.6 Responsible to inform coaches of and oversee all coaches have all requirements needed to coach at the level they are coaching, as well as required respect in sports, criminal record check and additional coaching courses, must work with the registrar to insure completion

#### 4.9 Ump in Chief

4.9.0 Responsible for the assigning requests and coordination of all ump requirements of the association, including scheduling and work with treasurer for timely pay

4.9.1 Will, with the aid of clinics, train and supply sufficient umps to satisfy the assignment of the association

4.9.2 Has the authority to dismiss an ump deemed incompetent

4.9.3 Must be a certified ump in good standing, of legal age

4.9.4 Acts as a liaison between umps, coaches, members and executive

### Bylaw 5 – The Executive

#### 5.1 Election of the Executive

5.1.0 Elections will take place at the annual general meeting, held on or before the 30<sup>th</sup> day in March annually on rotation (President, Treasurer, Registrar, Coach Coordinators to be voted in on odd years. Vice President, Secretary, Equipment Manager and Umpire in Chief to be voted in on even years)

5.1.1 Elections will be held by secret ballot, should there be two or more persons nominated for the same position. Two people shall be appointed to hold ballots and tally the results of the election, one current board member and one member in good standing in attendance at the meeting

5.1.2 The newly elected members will take responsibilities of their new positions at the meeting immediately following the annual general meeting

#### 5.2 Resignation of Executives

5.2.0 An executive member may resign from their position upon giving notice thereof in writing to the executive

5.2.1 The resignation of an executive member shall be effective upon acceptance by the board, or at a date agreed upon by the executive member and the board

#### 5.3 Removal of Board Members

5.3.0 The general membership, by resolution passed by a majority of the votes cast at the annual general meeting or special meeting of members, duly called for that purpose, may remove an executive member before expiration of his/her term of office. The members, by a majority of votes cast at that general meeting or special meeting, may elect another person into the vacated position for the remainder of the term of the executive member so removed

5.3.1 The executive may, by two thirds vote, remove an executive member who, in the opinion of the board has been or is being remiss or neglectful of duty by conduct tending to impair his/her usefulness and/or discretion as an executive member

#### 5.4 Boards Authority

5.4.0 Subject only to those rights of appeal as provided for herein and in the bylaws and regulations of Baseball Alberta, all decisions, ruling and interpretations of the executive are final and binding upon the members, teams, players, coaches and executive.

### **Bylaw 6 – Meetings of the Association**

6.0 The annual general meeting will be held on or before the 30<sup>th</sup> day of March annually

6.1 All executive members are required to attend the annual general meeting

6.2 Executive meetings will be held as required to discuss association business and business arising from the general membership

6.3 All meetings other than the annual general meeting shall be called special meetings. At the request of 3 executive members, the president shall call a special meeting

6.4 A quorum for the transaction of business at any executive meeting will be a majority of the executive eligible to vote. A quorum for the annual general meeting, or a special meeting will be a quorum of 3 members at large. If within 30 minutes from the time appointed for the meeting, a quorum is not present, the meeting shall stand adjourned and postponed until a later date until a quorum can be met

6.5 General and special meetings of the general membership of the association will be called at any time by the president

6.6 There will be a coaches meeting held prior to the start of each season and should be attended by all executive members and all coaches

6.7 At least 30 days before every annual general meeting, notice thereof specifying the place, the day and time of the meeting shall be given to the members. Members will be notified through an email via the HRMBA registration website and on the HRMBA Facebook page

6.8 At least 7 days before every special meeting, notice thereof specifying the place, the day, the time and the general nature of such business of the meeting shall be given

### **Bylaw 7 – Record Keeping**

7.0 The fiscal year of the association is October 1 – September 30

7.1 Records of membership will be kept by the registrar

7.2 The minutes of the association's meetings will be kept by the secretary and made available to any member upon request, once approved and signed by the president at the following meeting

7.3 The minute book, which is the Certificate of Incorporation and all pertaining documents, will be the responsibility of the secretary.

7.4 The Treasurer will be responsible for filing the annual return with Service Alberta. The financial statements, books and records of the association will be kept by the treasurer and shall be made available to any member upon request for inspection. A time and place shall be determined by the treasurer and the requesting member, this shall be made possible within 21 days of the member making the request. The financial reports, to date, will be attached to the meeting minutes of the association

7.5 All records of the association are to be kept for a minimum of three (3) years

7.6 A qualified bookkeeper shall be appointed by the board to audit the 'books', accounts and records of the HRMBA each year. The audited financial statement shall be provided to the HRMBA members at the annual general meeting

7.7 All cheques from the association must have 2 signatures of the executive members with signing authority

### **Bylaw 8 – Conduct**

8.0 All volunteers will keep aim and objectives of the association as primary goals

- 8.1 All volunteers will follow the articles and bylaws of the association as well as Baseball Alberta
- 8.2 All team volunteers will be responsible for the conduct of their players during all games, practices and minor ball functions in which they are participating both at home and away
- 8.3 All team volunteers will conduct themselves in a professional manner during all minor ball functions
- 8.4 All players and spectators will conduct themselves in a manner which will not bring embarrassment or complaint to the association
- 8.5 All players will, at all times, show respect and care of equipment of HRMBA and the facilities
- 8.6 Unsportsmanlike conduct will not be tolerated
- 8.7 Social media posts to be made by and/or approved by the executive, all posts will be positive, informative and/or beneficial to the association

#### **Bylaw 9 – Seal of the Society**

9.0 Hinton Rockies Minor Baseball Association has not adopted a Seal of the Society

#### **Bylaw 10 – Borrowing Powers**

10.0 For the purposes of carrying out its objectives, the association may not borrow or secure payment of money. The HRMBA may issue borrowing powers only under the sanction of a special resolution passed at a general or special meeting of the general membership

#### **Bylaw 11 – Dissolution Clause**

11.0 In the event the HRMBA dissolves, after paying all debts and liabilities, any assets remaining will be donated to another charitable organization