



Sask Five Baseball Association Constitution

Last amended: Oct 28 2019

Affirmation

I, as the undersigned, consent to, and hereby do, adopt the foregoing Constitution, consisting of the 10 subsequent pages, as the Constitution of the Sask Five Baseball Association.

ADOPTED AND APPROVED by the Sask Five Baseball Association membership on Oct 28 2019

A handwritten signature in black ink, appearing to read "B. Hubbard", written in a cursive style.

Brian Hubbard , President - Oct 31 2023

Table of Contents

Article 1	Name	page 4
Article 2	Definitions	page 4
Article 3	Principles and Objectives	page 4
Article 4	Membership	page 5
Article 5	Executive Committee	page 6
Article 6	Meetings of the Association	page 8
Article 7	Finances	page 10
Article 8	Protection of Officers	page 11
Article 9	Amendments to this Constitution and Bylaws	page 12
Article 10	Dissolution	page 12
Article 11	Interpretation	page 12

Article 1: Name

This organization shall be known as the *Sask Five Baseball Association*, hereafter referred to as the Association.

Article 2: Definitions

- a. *“Article”* means the article of the Association from time to time in force and effect;
- b. *“Bylaw”* means all Bylaws of the Association from time to time in force and effect;
- c. *“Executive Committee”* means the sum of all officers of the Association;
- d. *“Good Standing”* refers to the status of a member who has paid all Association fees and does not have any current suspensions from the Association or Baseball Sask;
- e. *“Immediate Family Member”* is defined as father, mother (or alternatively stepfather, stepmother, or foster parent), brother, sister, step-sister, step-brother, spouse (including common-law partner) child (including child of common-law partner), stepchild, foster child, grandchild, father-in-law, mother-in-law, daughter-in-law, son-in-law and grandparents;
- f. *“Officers”* means those members from time to time appointed as governing bodies of the Association;
- g. *“Senior Executive”* refers to the following three officers of the Executive Committee: President, Vice President, and Executive Administrator.

Article 3: Principles and Objectives

- a. To foster, improve and perpetuate the game of baseball in the Association;
- b. To foster player skill development at all levels of baseball within the Association;
- c. To foster community spirit, team participation and sportsmanship amongst players, coaches, parents, officials and Executive Committee officers;
- d. To have and exercise general care, supervision and direction over the playing and development interest of players, coaches, officials and teams to promote fair and equitable competition; and
- e. To operate the Association according to the guidelines of Baseball Sask and Baseball Canada.

Article 4: Membership

The membership in the Association shall consist of the following four classes:

- a. **Baseball players and their legal guardians.** A baseball player registered in the Association;
- b. **Executive Committee Officer.** An elected or appointed officer of the Executive Committee;
- c. **Member at Large:** An individual, appointed by the Executive Committee, to perform duties as required and/or prescribed; and
- d. **Team Official:** A team official appointed by the Executive Committee that serves as a coach and/or manager.

Membership Period

Membership in the Association is concurrent to that of Baseball Sask, April 1- Mar 31 with each member registered by the Association. In addition, the Executive Committee officers as elected or appointed, and members at large as appointed by the Executive Committee, continue until such time as their term in office expires.

Termination of Membership

A person shall also cease to be a member of the Association

- a. By delivering his resignation in writing to the President of the Association;
- b. A member may, at the discretion of the Executive Committee, cease to be a member of the Association upon notification from the President for conduct deemed improper, unbecoming or likely to endanger the interest or reputation of the Association, or who willfully commits a breach of the Constitution or Bylaws of the Association.

Article 5: Executive Committee

The governance of the business affairs of the Association shall be carried out by the Executive Committee. The Executive Committee, elected annually for a one-year term, consists of the following officers:

- a. President;
- b. Vice-President;
- c. Executive Administrator;
- d. Equipment Manager;
- e. Scheduler;
- f. Communications, Website and Information Technology Director;
- g. Junior Rally Cap coordinator;
- h. Senior Rally Cap coordinator;
- i. 11U coordinator;
- j. 13U coordinator;
- k. 15U/18U coordinator; and
- l. Umpire Coordinator

An officer may simultaneously hold two positions as deemed necessary by the current Executive Committee; however, no officer shall simultaneously hold more than one position in the Senior Executive. In addition, no two members of the Senior Executive are permitted to be immediate family members of each other.

Powers and Duties of the Executive Committee

The Executive Committee shall have the power to:

- a. Administer all the affairs of the Association, conduct its business and to authorize all expenditures;
- b. Prescribe bylaws and policies as required to permit the efficient business and affairs of the Association;
- c. Prescribe the powers and duties of all officers;
- d. Authorize a member at large and/or committees, as required, and prescribe the duties of such; and
- e. Remove forthwith from office any member of the Executive Committee who has been remiss or neglectful of duty, or displayed conduct that impairs his or her usefulness as a member of the Executive Committee.

- f. Define the geographical area in which an individual shall reside, in order to be eligible as a member in the Association.

Nominations and Elections

Executive Member Eligibility

In order to become a member of the Executive Committee, one has to be a current member of the Association and a minimum of 19 years of age. In addition, no member shall be eligible to become a member of the Executive Committee unless they are in good standing in the Association.

Election

Election of the Executive Committee officers shall take place at the Annual General Meeting (AGM) of the membership. Each eligible voter present at the meeting may nominate an individual for a position on the Executive Committee. The nominee must accept the nomination.

Nominations for President

Nominations for President will not be accepted unless the nominee is a serving member of the outgoing executive. If the criteria cannot be met, written applications/nominations will be accepted up until the next Executive Committee meeting; at which time those applications/nominations will be reviewed by the Executive Committee. If there is only one applicant/nominee, it does not automatically guarantee acclamation of that applicant/nominee. The Executive Committee may choose to extend the timeframe of the application/nomination period time if it deems the applicants/nominees are not satisfactory to fill the President role. If the Executive Committee deems that the applications/nominees are satisfactory, an officer of the Executive Committee shall nominate the said member(s) which is then voted on by the Executive Committee.

Choosing to Stand for Current Position

In the event of an officer choosing to stay on in their current position, their nomination will be automatic, and the chair of the meeting will ask for any further nominations from the floor. In the event that there is only one person nominated for a position they will be elected by acclamation.

Multiple Nominations for Executive Positions

In the event whereas two or more people are in contention for the same position, they will be asked to vacate from the immediate area and a secret ballot vote will take place and the person with the majority votes shall be entitled to serve on the Executive Committee. Two members of

the outgoing Executive Committee shall count the votes. A motion from the floor, seconded and carried, is required to destroy the ballots.

Vacancies

Where a vacancy occurs on the Executive Committee, the Executive Committee may appoint a person to fill a vacated or unfilled position for the remainder of the officers' term.

Deemed Vacancies

An officer of the Executive Committee shall be deemed vacant if:

- a. The officer is no longer a member in good standing;
- b. The officer is convicted of an indictable offence;
- c. The officer resigns in writing;
- d. The officer is absent from two consecutive meetings of the Executive Committee without just explanation and permission granted from the President

Article 6: Meetings of the Association

Annual General Meeting

The AGM of the membership shall be held in person on or before October 31st of each year. Notice of the time and place of such meeting shall be provided to the membership not less than 20 days or more than 35 days before the meeting, through posting on the Association website and email to the members of the Association.

Executive Committee Meetings

All regular meetings of the Executive Committee shall be at the call of the President. The President shall call special meetings of the Executive Committee at the request of not less than three Executive Committee Officers.

At the discretion of the President, meetings of the Executive Committee may take place via electronic means or telephone provided officers have equal opportunity to communicate and can vote as may be required. In addition, any officer not able to attend a meeting of the Executive Committee in person shall be entitled to attend the meeting via telephone.

Special Meetings of the Members

Special meetings of the members shall be called by way of a signed request from 25 members of the Association. Such request, provided to the Executive Administrator, shall indicate each

member's full name and signature whom are submitting the request and the members proposed constitutional amendment(s). The Executive Administrator will provide such request to the President, whom shall call a special meeting within 30 days of receipt of such request. The President shall provide at least 20 days' notice to the membership prescribing the proposed amendments.

Quorum

Quorum for a general meeting of membership of the Association shall consist of at least six eligible voting members; two of which must be Executive Committee officers. Quorum for Executive Committee meetings shall be six members, two of whom must be officers of the Senior Executive. No business shall be transacted at any meeting unless quorum is present.

Votes to Govern

At any meeting of the members, unless a specified majority is thereby prescribed, a motion shall be decided by the majority of votes cast.

- a. Abstentions do not count in tallying the vote negatively or positively; however, the individual counts toward quorum
- b. In the event of a member(s) conflict of interest, the individual shall recuse himself or herself and leave the meeting until such time the subject has been discussed, and if so required, voted on.
- c. The chair can make, second and vote on a motion. In case of an equality of votes either on a show of hands or on a ballot, the chair of the meeting in addition to an original vote shall have a second or casting vote

Resolutions by electronic means, as prescribed by the Executive Committee, may be passed where the President deems it practical. Unless a specified majority is thereby prescribed, a motion shall be decided by a majority of all eligible voting members.

- d. Each officer has the responsibility to vote or abstain. Abstentions do not count in tallying the vote negatively or positively.
- e. The President can make, second and vote on a motion. In case of an equality of votes, the President in addition to an original vote shall have a second or casting vote.
- f. Such resolutions shall be recorded in the minutes of the next Executive Committee meeting

AGM and Special Meetings of the Members

Each member of the Association, in good standing, is entitled to one vote at the AGM or special meetings of the membership regardless of the number of membership classes an individual holds in the Association. If the baseball player is under the age of 18 years, that baseball player's vote shall be exercised by the baseball player's legal guardian.

Executive Committee Meetings

Each officer of the Executive Committee is entitled to one vote at Executive Committee meetings regardless of the number of positions the officer holds.

Article 7: Finances

Financial Responsibility

It is the responsibility of the Executive Committee to provide prudent maintenance of the financial affairs of the Association. The Executive Committee shall have the power to make expenditures for the purpose of furthering the objects of the Association as prescribed in the Finance Committee bylaw. All funds earned by the Association shall be credited to the Association's account.

Disclosing of Financial Information

The Executive Committee shall provide a summary of the Associations financial information including all assets and liabilities of the Association at the AGM.

Signing Authority

Financial signing authorities of the Association are officers of the Senior Executive. Those officers are required to provide signatures at the financial institution of choice for the Association.

Player Registration Fees

Player registration fees in the Association shall be determined from time to time by the Executive Committee.

Refund Policy

The refund policy for player registration fees shall be determined from time to time by the Executive Committee.

Article 8: Protection of Officers

The Executive Committee shall provide and retain record of the following indemnification for each baseball player in the Association.

Indemnification

It is acknowledged and understood by the member and the member's legal guardian that the member is participating voluntarily in all events, activities and programs of the Sask Five Baseball Association and in consideration of that participation the member and the member's parent or legal guardian agrees to waive all claims and release from liability and not to sue members of the Executive Committee of the Sask Five Baseball Association as identified in the Sask Five Baseball Association Constitution/Bylaws for any personal injury, death or property damage or other loss or complaint sustained as a result of participation in Sask Five Baseball Association events, activities and programs. It is further stated that the member is aware of the risks and dangers associated with participation in Sask Five Baseball Association events, activities and programs and is in proper physical condition to participate in Sask Five Baseball Association events, activities and programs.

Signature of member AND if member is less than 18 years of age, member's parent/legal guardian.

_____, 20____.

Date

Member

Parent or Legal Guardian

Article 9: Amendments to this Constitution and Bylaws

Constitution

Amendments to this Constitution shall only be made at the AGM and/or special meeting by a two-thirds vote of eligible voting members present. In order to be considered, written notice of amendments to the Constitution must be provided to the Executive Administrator at a minimum of 30 days prior to the AGM or special meeting where the amendment will be debated. At least 20 days prior to the AGM or special meeting, the Executive Administrator shall:

- i. post the proposed amendments to the Associations website; and
- ii. provide an email to all members of such meeting including the date, time, meeting location and the proposed amendments as posted on the Associations website

Bylaws

Amendments to the Association Bylaws are a function of the Executive Committee and may be made at any Executive Committee meeting by a two-thirds vote of the Executive Committee. The Executive Committee shall post the bylaws to the Association's website, within five days of such amendment(s).

Article 10: Dissolution

Upon dissolution or liquidation of the Association, all the remaining assets of the Association after payment of all debts and liabilities shall be decided by the Executive Committee at its last meeting.

Article 11: Interpretation

In the event of any dispute as to the meaning of any article or bylaw, the interpretation of the Executive Committee shall be final and conclusive.