

# **Bylaws of the Pocatello American Legion Baseball Association**

## **I. ORGANIZATION**

The organization of Pocatello Post 4 American Legion Baseball shall hereafter be known as the Pocatello American Legion Baseball Association, or the "Association."

Whenever economically feasible, the Association shall field at least three (3) baseball teams consisting of one (1) "AA" team, and two (2) single "A" teams.

The "AA" team shall consist of eligible players who are primarily 17 to 19 years of age. This team shall be known as the Pocatello Runnin' Rebels. The first "A" team shall consist of eligible players who are primarily 14 to 17 years of age. This team shall be called the Pocatello Razorbacks. The second "A" team shall consist of eligible players who are primarily 14 to 16 years of age. This team shall be called the Pocatello Rebels. If economically feasible, a "B" team shall be formed consisting of eligible players 14 to 15 years of age. This team shall be called the Pocatello Rays.

The foregoing age designations are guidelines only and shall not restrict coaches from selecting younger players to participate on the "AA" team or restrict coaches from choosing older players to participate on the "A" teams. Such decisions are left to the discretion of the coaches. However, it is noted that the primary purpose for the "B" team is the development of younger players.

The Executive Committee and Board of Directors, at all times, shall follow the requirements of the National American Legion Baseball Program.

## **II. PLAYER ELIGIBILITY**

A. In order to be eligible for an A or AA team, players must be 13 to 19 years of age and the 19 year-olds must turn 19 on January 1 or later in order to participate in the following season. In order to be eligible for a B team, players must turn 13 before September 1<sup>st</sup> of the current season but cannot turn 16 before September 1<sup>st</sup> of the current season.

B. The Association must have received all required funds prior to a player participating in the first day of practice. Funds include, but are not limited to, player fees, shift guarantee payment and any other fees which have been implemented by the Board of Directors (herein after "Board").

C. All past debts owed to the Association must be paid in full prior to participation in the first day of practice. Debts include, but are not limited to, past player fees from the current player or their sibling(s), past due shift re-imburements or any other fees, debts or obligations deemed to be in arrears by the Board.

### III. GOAL AND OBJECTIVES

The goal of the Association is to promote and support amateur baseball in the cities of Pocatello and Chubbuck for the health and recreation of the young people of Bannock County. This goal is accomplished by pursuit of the following objectives:

- A. Soliciting financial and other support for programs and facilities.
- B. Contributing labor, services and organization for developing baseball facilities.
- C. Providing managerial services for the Pocatello American Legion Baseball Program.
- D. Providing encouragement and support to the Bannock Boys Baseball program and Chubbuck Baseball program to the extent requested and available.
- E. Providing encouragement and support to the Pocatello Parks and Recreation Department's baseball programs to the extent requested and available.
- F. To develop and maintain a baseball program that is separate and distinct from any one of the three (3) Pocatello area high school baseball programs.

### IV. ASSOCIATION MEMBERSHIP

Membership in the Association shall consist of anyone over the age of 18 years who is interested in supporting the goal previously stated in Article III of these Bylaws and: (1) served as a Member of the Association the last previous season; (2) donated goods, services or money to the Association the last previous season; (3) was a former player of Pocatello American Legion Baseball or Highland Legion Baseball, who is no longer eligible to participate as a player; or (4) was a former coach or manager of Pocatello American Legion Baseball or Highland Legion Baseball. Hereinafter those persons meeting the criteria stated above shall be referred to singularly as a "Member" or collectively as "Members."

In addition, in or around February of each year, membership to the Association shall be open to any parent or guardian of any eligible player, who intends to participate as a player (try-out) that current baseball season.

**A. General Association Meetings:** The President of the Board of Directors shall call General Association Meetings where Members are invited to participate in the election of the Board of Directors, the modification of these Bylaws, or for other high level purposes as deemed appropriate by the Board to implement the goals of the organization. In order to be deemed valid, a General Association Meeting requires the attendance of the majority of the Board of Directors and must comply with the notification requirements described immediately below.

**B. Notification for General Association Meetings:** Any General Association Meeting shall be publicly announced either by the local newspaper, or by publication on the Legion program's webpage, or by announcement on pertinent social media websites at least five (5) days prior to the General Association Meeting. The requirement for public notification only pertains to General Association Meetings. The

requirement for public notification shall not pertain to the many routine Board meetings held throughout the year to facilitate the day to day operation of the Association.

**C. Quorum, Voting, and Proxies for General Association Meetings:** A quorum for General Association Meetings shall be the Members in attendance and the majority of the Board of Directors. The business of the Association shall be decided upon by a majority vote of said quorum. Any Members present may vote one (1) proxy for any Member not present. To be valid, a proxy shall be in writing, naming the Member carrying the proxy and shall be signed by the absent Member. All proxies shall be submitted to the President of the Board before the meeting is called to order.

**D. Rules of Order:** All meetings will be governed in conformance with Robert's Rules of Order.

## **V. BOARD OF DIRECTORS**

The Board of Directors shall consist of eleven (11) people elected by the Association Members to serve on the Board of Directors and shall be charged with the duty to conduct the day-to-day affairs of the Association.

The outgoing President of the Board of Directors may continue in an advisory role as an ex-officio non-voting member of the Board of Directors and shall not be counted for the purpose of obtaining a quorum.

In each odd year, five (5) members shall be elected to serve a two year term. In each even year, six (6) members shall be elected to serve a two year term. Should a Board member desire to serve beyond their two year term, each additional year must be approved, one year at a time, by a majority vote of the Members present at a General Association Meeting.

**A. Eligibility:** Anyone over the age of 18 years is eligible to serve on the Board of Directors. Any of the elected Board of Directors can have a child (or children) currently participating as players in the Pocatello American Legion Baseball Program. At least one (1) of the eleven (11) members of the Board of Directors shall have a child who is a player on one of the Pocatello American Legion "A" baseball teams and one (1) member of the Board of Directors shall have a child who is a player on the Pocatello American Legion "AA" baseball team.

**B. Head Coaches:** Head coaches of any of the Association's teams shall not be elected to the Board of Directors. The Head Coach of each team shall sit on the board as a non-voting member and may attend Board meetings, however they will not be counted when determining a quorum. A Head Coach from each team may send an assistant coach to Board meetings in his stead.

**C. Powers of Board:** The operating body of the Association shall be vested in the Board of Directors.

**D. Meetings of the Board of Directors:** Prior to the start of the season and throughout the season, the Board will endeavor to meet regularly at times and places as agreed upon by the Board. Additionally, the President shall call other Board meetings as needed to conduct the business of the Association.

**E. Quorum, Voting, and Proxies for Routine Board Meetings:** A quorum for routine Board meetings held throughout the year to facilitate the day to day operation of the Association shall consist of the President of the Association and the majority of the Board of Directors. The business of the Board shall be decided upon by a majority vote of said quorum. Any Board member present may vote one (1) proxy for any Board member not present. To be valid, a proxy shall be in writing, naming the Board member carrying the proxy and shall be signed by the absent Board member. All proxies shall be submitted to the President before the meeting is called to order.

**F. Team Schedules:** The Board of Directors shall review and approve team schedules and tournaments and make all other decisions, other than the selection of coaches, pertaining to the organization of the Pocatello American Legion Baseball Program.

### **G. Financial Duties**

**1. Profit & Loss Statement:** The Treasurer shall provide American Legion Post 4 officials with financial information in the form of a Profit & Loss statement for the previous year. The Association's accounting is based on a calendar year from January 1st through December 31<sup>st</sup>. The Treasurer must complete and deliver the Profit & Loss statement of the current year no later than February 15th of the following year.

**2. Financial Report:** A "To Date" financial report must be completed and submitted at a fall Board meeting of the current year for the Board's review and consideration.

**3. Audit:** The Board of Directors reserves the right to retain the services of an independent accountant, to conduct an audit of the Association's financial documents, as determined necessary by majority vote of the Board of Directors. The audit will be completed no later than May of the following calendar year, prior to the beginning of the new baseball season.

**H. Written Records:** A written record of the attendance and business transacted at all routine Board meetings as well as any General Association Meetings shall be maintained.

### **I. Officers:**

**1. President:** The Board of Directors shall elect one of its Board members to act as the President of the Association. The President shall have the following responsibilities:

- a) Call for and preside at all meetings of the General Association and its Board of Directors and vote at meetings in the event of a tie vote.
- b) Carry out the direction of the Board of Directors.
- c) Appointment of standing committees and other ad hoc committees as the President, or the Board of Directors sees fit.
- d) Designate persons to temporarily assume and fulfill duties of those who hold office or appointments but who are unable to discharge their duties until permanent replacement can be made by procedures prescribed in the Bylaws.

**2. Vice President:** The Board of Directors shall elect one of its Board members to act as the Vice President of the Association. The Vice President shall assume the duties and responsibilities of the President in the event the President is unavailable for whatever reason.

**3. Secretary:** The Board of Directors shall elect one of its Board members to act as the Secretary of the Association. The Secretary shall have the following responsibilities:

- a) Maintain an accurate record of all General Association meetings of the Members and of the Board of Directors.
- b) Prepare minutes of all meetings.
- c) Perform other duties as appropriate to the office of the Secretary as assigned by the President or Board of Directors.

**4. Treasure and Assistant Treasurer:** The Board of Directors shall elect one of its Board members to act as the Treasurer of the Association and another Board member as Assistant Treasurer. The Treasurer and Assistant shall be elected in different years so the Assistant can become the Treasurer the following year if the current Treasurer leaves the Board. The Treasurer and Assistant shall have the following responsibilities:

- a) Collect and deposit all monies.
- b) Maintain an accurate record of all funds received and expended by the Association.
- c) Pay obligations of the Association that have been approved by the Board of Directors.
- d) Reconcile monthly bank statements.
- e) Perform other duties as appropriate to the office of the Treasurer or as assigned by the President or the Board of Directors.

## **VI. ELECTIONS**

**A. Nominating Committee:** Annually the President shall appoint three Board members to serve as a Nominating Committee. The President shall endeavor to select the Nominating Committee prior to October 1<sup>st</sup>.

**B. Nomination of Board of Directors:** The Nominating Committee shall provide the Board of Directors and any requesting Member the names of at least ten (10) individuals who are agreeable to having their names placed in the nomination as a member of the Board of Directors. The Nominating Committee shall endeavor to provide these names prior to November 1<sup>st</sup>.

**C. Election of Board Members:** At a General Association Meeting held in late winter or early spring, nominations for Board of Directors will be accepted from the floor and elections will be held. The President of the Board of Directors will chair the election.

**D. Vacancy of Board Members Before the Baseball Season:** If a Board member resigns or is no longer able to serve, 30 days or more before the first game of the baseball season the vacancy shall be filled as per the procedure outlined in Section VI (C) above.

**E. Vacancy of Board Members During the Baseball Season:** If a Board member resigns or is no longer able to serve, within the period of time beginning 30 days before the first game of the baseball season and ending with the last game of the season, the vacancy shall be filled by the President with the concurrence of the majority of the Board of Directors. The Members will be notified of the new Director either by publication on the Legion program's webpage, or by announcement on pertinent social media websites (for example Legion's Facebook page). The notification will remain posted for a minimum of fourteen (14) days during which time any objections will be reviewed by the Board.

**F. Impeachment:** If a member of the Board of Directors repeatedly neglects the responsibilities of the position or frequently disrupts the harmony of the Board or the Association, that person may be removed from the Board by a unanimous vote of the remaining members of the Board.

## **VII. FINANCE AND BUDGETS**

At the regular winter meeting of the General Association, the President shall present a draft budget, financing plan, and activities schedule to the Members for consideration. Comments will be received by the President and the Board of Directors for a period of two weeks past the date of the winter meeting. After review of these comments, revisions may be made by the Board of Directors so long as the basic intent of the initial budget, financing plan and activities schedule remains intact.

All bank accounts shall be held in the name of the Association. All accounts shall be accessible to both the President and the Treasurer. All checkbooks, passbooks and any other financial instruments will normally be controlled by the Treasurer. The Treasurer, with the approval of the President, may enable various Board members with electronic payment methods (e.g., debit or credit cards) to enable the procurement of goods and services necessary for the day to day operation of the Association. All checks shall be signed by two (2) people if possible.

## **VIII. EXECUTIVE COMMITTEE**

**A. Structure:** The Executive Committee shall consist of three (3) or more Members not related to any current players or coaches and shall have a first Member that lives within the geographical boundaries of Highland High School, a second Member who resides within the geographical boundaries of Pocatello High School, and a third Member who resides within the geographical boundaries of Century High School, if possible.

**B. Appointment:** Members of the Executive Committee shall be appointed by the Board of Directors for a term of two (2) years. Members of the Executive Committee may choose to serve beyond their two year appointment if approved by a majority vote of the Board. The Board shall endeavor to appoint new members of the Executive Committee in such a way as to provide a year of overlap between outgoing and incoming Executive Committee members. Generally this would be achieved by appointing a new

member (or members) to the Executive Committee every year but this can be done by any alternate method approved by the majority of the Board. The primary responsibility of the Executive Committee will be the hiring and firing of all coaches and the handling of grievances concerning the coaches.

**C. Coaching & Conflict of Interest:** It is a stated objective of the Association to develop and maintain a baseball program that is separate and distinct from any one of the three (3) Pocatello area high school baseball programs. To avoid the appearance of favoritism to any school, individual player or group of players, it is the express intent of the Association to hire coaches who are not currently serving as head high school baseball coaches in any of the three (3) Pocatello area high schools if possible. However, the Board may send the Executive Committee applications of coaches that are currently coaching in a Pocatello area high school baseball program when an individual situation warrants a departure from the stated intent. No parent or guardian of a current player shall be allowed to coach any of the Pocatello American Legion Baseball teams without express permission from the Board of Directors.

**D. Coaching Ethics Code:** The Board of Directors shall review all coaches applications and send the Executive Committee a list of only those applicants that the majority of the Board have deemed to meet the standards described in the *“Coaching Ethics Code”* contained in the most current online version of the *American Legion Baseball Coaches Manual Section I*.

**E. Coach Selection and Retention:** The Executive Committee shall; 1) select coaches they feel are generally qualified to teach and coach the skills of baseball, and 2) select coaches that the majority of the Executive Committee have deemed to meet the standards described in the *“Coaching Ethics Code”* referenced above. Every coach is an at-will employee of the Association, whose employment may be terminated by the majority vote of the Executive Committee. The Executive Committee may choose to re-hire a current coach for the next season thus eliminating the need for the coach to re-apply.

## **IX. AMENDMENTS**

These Bylaws may be amended by the affirmative vote of two-thirds (2/3) of the Members present at any General Association Meeting, provided the attendance and notification requirements of a General Association Meeting as described in Section IV have been met.

## **X. ESTABLISHMENT OF BYLAWS**

These Bylaws of the POCATELLO AMERICAN LEGION BASEBALL ASSOCIATION were presented during a General Association Meeting held at \_\_\_\_\_, on the date of \_\_\_\_\_ in accordance with the stipulations outlined in the prior revision of the Bylaws. The Bylaws as written here were approved and are hereby ratified.

Witnessed by: \_\_\_\_\_ Justin Wilhelm, President - Board of Directors

Attested by: \_\_\_\_\_ Martin Gunderson, Vice President – Board of Directors