

**BYLAWS OF
THE CABOT YOUTH BASEBALL ASSOCIATION**

Article 1: Name.

The name of this organization shall be the Cabot Youth Baseball Association, Inc.

Article II: Objective and Scope.

Section 1: The objective of this Association shall be to organize and operate one or more non-profit baseball programs.

Section 2: The scope of this organization shall be the operation of amateur baseball programs and related activities for the area served by the Cabot School District, or for the areas allotted by the sanctioning bodies of the league or leagues with whom the Cabot Youth Baseball Association has contracted for national or regional affiliation. With respect to the objective of the Association, the scope is not limited as to the activities that may be conducted in its pursuit, nor to the ages of the participants in its programs and activities but rather includes all reasonable means to achieve the objective as determined by the Board of Directors.

Article III: Membership.

Section 1: The membership of the Cabot Youth Baseball Association shall be unlimited in number. Any adult who has an interest in the baseball programs or related activities sponsored by this Association may become a member.

Section 2: There shall be no initiation fee. The annual dues shall be ten dollars. Registration of one or more participants in the baseball program entitles one immediate adult family member to membership in the Association without charge. If two or more participants from the same family are registered, a second adult immediate family member may join for reduced annual dues of five dollars.

Section 3: Membership dues may be waived by a majority vote of the Board of Directors in certain hardship cases.

Section 4: Membership in this Association may be revoked by majority vote of the Board of Directors. Any member whose membership has been revoked is entitled to a full refund of any membership dues paid for the current membership period. Once revoked, membership may not be restored without majority approval of the Board of Directors.

Section 5: No member whose dues are in arrears shall be eligible to vote on any matter brought before the Association, including election of officers, until such dues are paid in full.

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Section 6: Membership in this Association shall not be a pre-requisite for participation in any program or activity sponsored by the Association.

Section 7: *Any member who has a grievance with the Association, a member of the board, other official or coach of an Association sponsored baseball program, or any other aspect of an Association sponsored program may request a hearing of such grievance by the board of directors by furnishing a notice of grievance in writing to the board. The written notice should contain a detailed description of the grievance and what remedy the complainant is seeking, if any. The written notice should be sent to the published mailing address of the Association or delivered to a member of the board of directors. Other means of delivery, such as electronic email systems, may be authorized by the board provided that such means are available to the members of the board.* ⁽³⁾ Changed 6/16/2004

Article IV: Officers.

Section 1: The officers of this Association shall be selected from the elected members of the Board of Directors and shall consist of a President, 1st Vice President for 13 & Older Programs, 2nd Vice President for 12 & Under Programs, Secretary, and Treasurer. ⁽²⁾ Changed 01/14/2004

Section 2: These officers shall be elected by ballot of the Board of Directors at the first board meeting following the Annual Meeting of the membership. These officers shall hold office for a term of one year or until their successors are elected, and their term of office shall begin immediately upon election.

Section 3: These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Association.

Section 4: All financial transactions shall require two signatures. Authorizing signatures shall include the President and Treasurer. In the event that either the President or Treasurer is unable to perform his or her signatory requirement, due to absence or incapacitation, the 1st Vice President shall be authorized to sign in his or her place.

Section 5: The Association may require a bond for authorized signatories, for a sum sufficient to protect the Association from loss. Premiums or fees for such bonds shall be the responsibility of the Association.

Section 6: An officer may be removed from office by majority vote of the Board of Directors.

Section 7: An officer may resign his office by providing notice to the Board of Directors. Upon acceptance of the resignation by majority vote of the Board, the office shall be declared vacant.

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Section 8: An officer who fails to attend a regular meeting of the Board of Directors for three consecutive meetings may be declared to have abandoned his office by majority vote of the Board of Directors. Absence due to temporary posting by an employer to a location that makes regular attendance impractical or due to illness or injury shall not be considered abandonment of office under this section, provided that the officer expects to be able to resume his duties within a reasonable period of time. An office which has been abandoned shall be declared vacant.

Section 9: Vacant offices shall be filled in accordance with Section 1 of this Article by ballot of the Board of Directors. The term of office for an officer elected under this section shall be until the end of the original term, or until a successor is chosen.

Article V: Meetings.

Section 1: The regular meetings of the Association shall be held on the second Wednesday of each month unless otherwise ordered by the Board of Directors.

Section 2: The regular meeting on the second Wednesday in January shall be known as the Annual Meeting and shall be for the purpose of electing members of the Board of Directors, receiving reports of officers and committees and for any other business that may arise. If for any reason the annual meeting cannot be held at the appointed time, the annual meeting shall be held at the time and place designated by the Board of Directors.

Section 3: Special meetings of the membership may be called by the President or by majority vote of the Board of Directors. The purpose of the meeting shall be stated in the call and such business as stated in the call shall be transacted.

Section 4: A quorum of the membership shall consist of those present.

Article V: Board of Directors.

Section 1: The management of the property and affairs of this Association shall be vested in the Board of Directors. The board shall establish the objectives of the Association and determine the policy for the development of such objectives.

Section 2: The Board of Directors shall consist of 12 members of the Association.

Section 3: Three members of the Board of Directors shall be elected each year by majority vote of the membership at the Annual Meeting of the Association. The term of office for each member of the Board of Directors shall be four years, or until a successor has been elected.

Section 4: The Board of Directors of this Association shall serve without compensation. Directors may be reimbursed for authorized expenses incurred on behalf of the Association provided that appropriate documentation is submitted at the time of the request for reimbursement.

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Section 5: The initial board shall be constituted of the current president and three members each from the respective boards of the Cabot Baseball Association and the Cabot Babe Ruth Baseball Association and four members elected from the membership of the Association at an open meeting. For the purpose of determining membership for the open meeting, all current members of either Association shall be admitted and shall have full voting privileges. The respective boards shall determine the method of selection for its allotment of directors. Terms of office of the initial Board of Directors shall be arranged by blind draw so that three positions shall expire each year for the next four years. The terms shall begin immediately upon selection and shall run until the annual meeting following the 2003 baseball season or until successors are elected. Thereafter the terms of office shall be set in accordance with Section 3 of this Article.

Section 6: The meetings of the Board of Directors shall be held on the first Wednesday of each month unless otherwise ordered by the board. Special meetings of the board may be called by the President and shall be called upon written request of three members of the board. Except in cases of emergency, at least three days notice shall be given of a special meeting of the board. When a director has access to such service, notification may be made by use of e-mail and voice mail delivery.

Section 7: A director may be removed from office by majority vote of the Board of Directors.

Section 8: A director may resign his office by providing notice to the Board of Directors. Upon acceptance of the resignation by majority vote of the Board, the office shall be declared vacant.

Section 9: A director who fails to attend a regular meeting of the Board of Directors for three consecutive meetings may be declared to have abandoned his office by majority vote of the Board of Directors. Absence due to temporary posting by an employer to a location that makes regular attendance impractical or due to illness or injury shall not be considered abandonment of office under this section, provided that the director expects to be able to resume attendance within a reasonable period of time. An office that has been abandoned shall be declared vacant.

Section 10: Vacant director positions shall be filled by appointment by the President of the Association. The term of office for a director appointed under this section shall be until the end of the original term, or until a successor is chosen.

Section 11: A quorum of the Board of directors shall consist of a majority of the board.

Section 12: A member of the board of directors who is deemed by the board to have a direct conflict of interest in any matter which is under active consideration by the board shall be required to recuse from deliberations and to abstain from any vote which is taken in regard to the matter in question.⁽¹⁾

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Section 13: *The board of directors shall hear any grievance presented to it by a member of the Association on any matter that is deemed germane to the Association and its programs, provided that the grievance is presented in the manner prescribed in these by-laws. The board shall provide the member with a response to his or her grievance within a reasonable period of time after receiving such notice of grievance.*

⁽³⁾ *Changed 6/16/2004*

Article VI: Committees.

Section 1: Committees, standing or special, shall be appointed by the President, as the Association or the Board of Directors may from time to time deem necessary to carry on the work of the Association. Each committee shall serve for a term designated at the time of its creation. The term of a special committee may be amended by majority vote of the Board of Directors. A standing committee may be terminated by majority vote of the Board of Directors.

Section 2: The president is ex-officio member of all committees.

Section 3: All committees are to make reports to the Board of Directors, as directed by the board, and are to act only on the board's directions.

Section 4: An auditing committee of three members of the Association shall be appointed each year by the president whose duty shall be to audit the Association's financial accounts at the close of the fiscal year. The committee shall be formed no later than three months before their report is due and shall report their findings to the Board of Directors no later than the second month after the close of the current fiscal year. An independent audit of financial records by a public accounting firm may also be authorized by majority vote of the Board of Directors.

Article VII: Program Rules and Regulations.

Section 1: Special rules and regulations, which govern the organization and operation of programs and activities sponsored by the Association, shall be enacted as needed by the Board of Directors.

Section 2: Any rule or regulation enacted by the board may be amended or revoked by majority vote of the Board of Directors.

Section 3: The Association may require a background check for any member who acts in an official capacity on behalf of the Association including but not limited to officers, coaches, sponsors, and other program officials. Any requirement for background checks shall be determined by the Board of Directors as needed.

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Article VII: Parliamentary Authority.

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all instances when they are applicable and not inconsistent with these bylaws and any other special rules the Association may adopt.

Article VIII: Amendment of Bylaws.

These bylaws may be amended by a two-thirds vote of the Board of Directors, after the amendment has been considered at two board meetings, provided the amendment was in the call for the meeting.

**THE CABOT YOUTH BASEBALL ASSOCIATION BY-LAWS WERE
ADOPTED THIS 13TH DAY OF NOVEMBER, 2002.**

(1) AMENDED THIS 7TH DAY OF JANUARY, 2004.

(2) AMENDED THIS 14TH DAY OF JANUARY, 2004

(3) AMENDED THIS 16TH DAY OF JUNE, 2004

**Jack Oaks President
Cabot Youth Baseball Association**