

Keizer Youth Sports Association

ARTICLE I - NAME

This organization shall be known as Keizer Youth Sports Association, hereinafter referred to as “KYSA.”

ARTICLE II - OBJECTIVE

SECTION 1

The objective of KYSA is to provide a wholesome environment for youth to participate in baseball and softball activities, and to develop in our youth a sense of good sportsmanship through a competitive spirit. We strive to provide opportunities for personal growth and development of youth athletes while also reinforcing positive influences, self-confidence, and self-esteem.

SECTION 2

All Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. In accordance with Section 501-(c)-(3) of the Federal Internal Revenue Code, KYSA shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball games. No part of the net earnings shall inure to the benefit of any private shareholder or individual; no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE III - MEMBERSHIP

SECTION 1 Eligibility. Any person sincerely interested in active participation to further the objective of KYSA may apply to become a Member.

SECTION 2 Classes. There shall be the following classes of Members:

(a) Player Members. Any player candidate meeting the requirements of *KYSA registration eligibility* shall be eligible for participation. Player Members shall have no rights, duties or obligations in the management or in the property of KYSA.

(b) Regular Members. *Any adult person actively interested in furthering the objectives of KYSA may become a Regular Member upon election and payment of dues as hereinafter provided. The secretary shall maintain the roll of membership to qualify voting members. Only Regular Members in good standing are eligible to vote at General Membership Meetings. All current Officers, Board Members, Committee Members, Managers, Coaches, Volunteer Umpires and other elected or appointed officials must be active Regular Members in good standing. Note: Regular Members of the league automatically include all current Managers, Coaches, Volunteer Umpires, Board Members, Officers of the Board and any other person who is recognized by the Board as a volunteer with KYSA (volunteer application has been approved).*

(c) Honorary Members (Optional). Any person may be elected as Honorary Member by the unanimous vote of all Directors present at any duly held meeting of the Board of Directors but shall have no rights, duties or obligations in the management or in the property of KYSA.

(d) Sustaining Members (Optional). Any person not a Regular Member who makes financial or other contribution to KYSA may by a majority vote of the Board of Directors become a Sustaining Member, but such person shall have no rights, duties or obligations in the management or in the property of KYSA.

(e) As used hereinafter, the word “Member” shall mean a Regular Member unless otherwise stated.

SECTION 3 Other Affiliations.

(a) Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as members of KYSA.

(b) Regular Members should not be actively engaged in the promotion and/or operation of any other *competing* baseball/softball program or organization.

SECTION 4 Suspension or Termination. Membership may be terminated by resignation or action of the Board of Directors as follows.

(a) The Board of Directors, by a two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of KYSA. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

(b) The Board of Directors shall, in case of a Player Member, give notice to the manager of the team for which the player is a Player Member. Said manager shall appear, in the capacity of an adviser, with the player before the Board of Directors or a duly appointed committee of the Board of Directors. The player's parent(s) or legal guardian(s) may also be present. The Board of Directors shall have full power to suspend or revoke such player's right to future participation by two-thirds vote of those present at any duly constituted meeting (quorum is required).

ARTICLE IV - DUES FOR REGULAR MEMBERS (NOT PLAYERS)

SECTION 1

Dues for Regular Members may be fixed at such amounts as the Board of Directors shall determine for a particular fiscal year. (See Article XI, Section 7 for fiscal year of this league.) *Note: Dues for Regular Members are separate from registration fees for Player Members, which are determined annually by the Board of Directors in accordance with Regulation XIII (c). If no dues for Regular Membership are collected, Section 2 below does not apply.*

SECTION 2

Regular Members who fail to pay their fixed dues within 10 day(s) of application to become a member may, by majority vote of the Board present at a Board meeting, be dropped from the rolls and shall forfeit all rights and privileges of membership.

ARTICLE V - GENERAL MEMBERSHIP MEETINGS

SECTION 1 Definition. A General Membership Meeting is any meeting of the membership of the league (including Special General Membership Meetings, Section 7). A minimum of one per year (Annual Meeting, see Section 6) is required.

SECTION 2 Notice of Meeting. Notice of each General Membership Meeting shall be delivered personally, electronically or by mail to each Member at the last recorded address at least *seven (7)* days in advance of the meeting, setting forth the place, time and purpose of the meeting. In lieu of the above methods, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened General Membership Meeting.

SECTION 3 Quorum. At any General Membership Meeting, the presence in person or representation by absentee ballot of *one fifth (20 percent)* of the members (as defined in Article III - Membership) shall be necessary to constitute a quorum. If a quorum is not present, no business shall be conducted.

SECTION 4 Voting. Only Regular Members shall be entitled to make motions and vote at General Membership Meetings. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General Membership Meetings. (Those eligible to take part at meetings of the Board of Directors are described in Article VI, Section 4.)

SECTION 5 Absentee Ballot. For the expressed purpose of accommodating a Regular Member in good standing who cannot be in attendance at the Annual Meeting, or any General Membership Meeting at which new Board members will be elected, an absentee ballot may be requested and obtained from the Secretary of the League by any individual who is a member, as defined in Article III - Membership. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Election Chairman (appointed at the meeting) on the date of the meeting, prior to the voting portion of the election process.

SECTION 6 Annual Meeting of the Members. The Annual Meeting of the Members of KYSA shall be held *in June* each year for the purpose of, electing the Board of Directors, receiving reports, reviewing the Constitution, appointing committees, and for the transaction of such business as may properly come before the meeting.

(a) The Membership shall receive at the Annual Meeting of the Members of KYSA a report, verified by the President and Treasurer, or by a majority of the Directors, showing:

(1) The condition of KYSA, to be presented by the President or his/her designate;

(2) A general summary of funds received and expended by KYSA for the previous year, the amount of funds currently in possession of KYSA, and the name of the financial institution in which such funds are maintained;

(3) The whole amount of real and personal property owned by KYSA, where located, and where and how invested;

(4) For the year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated or expended, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made;

(5) The names of the persons who have been admitted to regular membership in KYSA during such year. This report shall be filed with the records of KYSA and entered in the minutes of the proceedings of the Annual Meeting.

(b) At the Annual Meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect such number of Directors. The number of Directors elected shall be not less than six (6).

(c) After the Board of Directors is elected, the Board shall meet to elect the officers. After the election, the Board of Directors shall assume the performance of its duties on OCTOBER 1ST. The Board's term of office shall continue *through September 30 of the following year or until its successors are elected and qualified under this section, whichever is later.*

(d) The Officers of the Board of Directors shall include, at a minimum, the President, one or more Vice Presidents, Treasurer, Secretary *and* one or more Player Agents. The Board shall also include a minimum of one manager and one volunteer umpire. Only volunteer umpires may be elected to the Board.

SECTION 7 Special General Membership Meetings. Special General Membership Meetings of the Members may be called by the Board of Directors or by the Secretary or President at their discretion. Upon the written request of *ten (10)* Members, the President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such Special General Membership Meeting shall be scheduled to take place not less than *seven (7)* days after the request is received by the President or Secretary.

SECTION 8 Rules of Order for General Membership Meetings. Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except where same conflicts with this Constitution of KYSA.

ARTICLE VI - BOARD OF DIRECTORS

SECTION 1 Authority. The management of the property and affairs of KYSA shall be vested in the Board of Directors.

SECTION 2 Increase in number. The number of Board of Directors so fixed at the Annual Meeting may be *adjusted* at any General Membership Meeting or Special Meeting of the Members. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Directors shall be by majority vote of all Regular Members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

SECTION 3 Vacancies. If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, it may be filled *upon appointment by the President and* by a majority vote of the remaining Directors at any regular Board meeting or at any Special Board Meeting called for that purpose.

SECTION 4 Board Meetings, Notice and Quorum. Regular meetings of the Board of Directors shall be held immediately following the Annual Meeting and on such days thereafter as shall be determined by the Board.

(a) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of SEVEN (7) Directors, issue a call for a Special Board Meeting. In the case of Special Board Meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.

(b) Notice of each Board meeting shall be given by the Secretary personally, electronically or by mail to each Director at least FIVE (5) day(s) before the time appointed for the meeting to the last recorded address of each Director.

(c) *A majority of the elected* members of the Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.

(d) Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during Board meetings.

SECTION 5 Duties and Powers. The Board of Directors shall have the power to appoint such standing committees as it shall determine appropriate and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate. The Board may adopt such rules and regulations for the conduct of its meetings and the management of KYSA as it may deem proper, provided such rules and regulations do not conflict with this Constitution. The Board shall have the power by a two-thirds vote of those present at any regular Board or Special Board Meeting to discipline, suspend or remove any Director or Officer or Committee Member of KYSA in accordance with the procedure set forth in Article III, Section 4 (a,b).

SECTION 6 Rules of Order for Board Meetings. Robert's Rules of Order shall govern the proceedings of all Board of Directors meetings, except where same conflicts with this Constitution of KYSA.

ARTICLE VII - DUTIES AND POWERS OF THE BOARD

SECTION 1 Appointments. The Board of Directors may appoint such other officers or agents as it may deem necessary or desirable,

and may prescribe the powers and duties of each. Appointed officers or agents shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board.

SECTION 2 President.

The President shall:

- (a) Conduct the affairs of *KYSA* and execute the policies established by the Board of Directors.
- (b) Present a report of the condition of *KYSA* at the Annual Meeting.
- (c) Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of *KYSA*.
- (d) Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of *KYSA* such contracts and leases they may receive and which have had prior approval of the Board.
- (e) Investigate complaints, irregularities and conditions detrimental to *KYSA* and report thereon to the Board or Executive Committee as circumstances warrant.
- (f) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.
- (g) With the assistance of the Player Agent, examine the application and support proof-of age documents of every player candidate and certify to residence and age eligibility before the player may be accepted for tryouts and selection.

SECTION 3 Vice President(s).

The Vice President *while acting in a dual role in one of the specific Board of Directors capacity* shall:

- (a) Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President(s) shall have all the powers of that office.
- (b) Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

SECTION 4 Secretary.

The Secretary shall:

- (a) Be responsible for recording the activities of *KYSA* and maintain appropriate files, mailing lists and necessary records.
- (b) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.
- (c) Maintain a list of all Regular, Sustaining and Honorary Members, Directors and committee members and give notice of all meetings of *KYSA*, the Board of Directors and Committees.
- (d) Issue membership cards to Regular Members, if approved by the Board of Directors.
- (e) Keep the minutes of the meetings of the Members, the Board of Directors and the Executive Committee, and cause them to be recorded in a book kept for that purpose.
- (f) Conduct all correspondence not otherwise specifically delegated in connection with said meeting and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed.
- (g) Notify Members, Directors, Officers and committee members of their election or appointment.

SECTION 5 Treasurer.

The Treasurer shall:

- (a) Perform such duties as are herein set forth and such other duties as are customarily incident to the Office of Treasurer or may be assigned by the Board of Directors.
- (b) Receive all monies and securities, and deposit same in a depository approved by the Board of Directors.
- (c) Keep records for the receipt and disbursement of all monies and securities of *KYSA*, including the Auxiliary, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Board of

Directors. All disbursements by check must have dual signatures.

(d) Prepare an annual budget, under the direction of the President, for submission to the Board of Directors at the Annual Meeting.

(e) Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the Annual Meeting.

SECTION 6 Player Agents (2).

The Player Agents shall:

(a) Record all player transactions and maintain an accurate and up-to-date record thereof.

(b) Receive and review applications for player candidates and assist the President in verifying residence and age eligibility.

(c) Conduct the tryouts, the player draft and all other player transaction or selection meetings.

(d) Prepare the Player Agent's list.

SECTION 7 Other Elected of Director Capacities

Baseball Program Director

Coaching Director

Community Outreach Director

Concessions Director

Facilities Director

Purchasing Director

Scheduling Director

Softball Program Director

Tournament Director

Umpire Director

ARTICLE VIII - EXECUTIVE COMMITTEE

SECTION 1

The Board of Directors may appoint an Executive Committee which shall consist of not less than three (3) nor more than five (5) Directors, one of whom shall be the President of KYSA.

SECTION 2

The Executive Committee shall advise with and assist the Officers of KYSA in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by the Board, but in no event will the Executive Committee have authority over the Board of Directors.

SECTION 3

At any meeting of the Executive Committee, a majority of the total number of members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee.

ARTICLE IX - APPOINTED COMMITTEES/ NONVOTING DIRECTOR/COORDINATOR POSITIONS

SECTION I Director/Coordinator Positions.

JBO Program Coordinator

AAA/Majors/14U Program Coordinator

AA/Teeball Program Coordinator

Baseball Coaching Director

Softball Coaching Director

Sponsorship Coordinator

Sponsorship Coordinator Assistant(s)

Fiscal Year Fundraising Coordinator

Capital Improvements Fundraising Coordinator

Special Events Coordinator

Public Relations Coordinator

Groundskeeper(s)

Facility Project Manager(s)

Player Agent Assistant(s)

Baseball Equipment Coordinator

Softball Equipment Coordinator

Uniform Procurement Coordinator
Webmaster
ASA Program Coordinator
AA/Teeball Program Coordinator
JBO Tournament Coordinator
ASA Tournament Coordinator
Baseball UIC
Softball UIC

SECTION 2 Committee Positions.

Fundraising
Capital Improvements
Division Planning
Local Rules Review
Coaching Selection & Training
Concessions
Strategic Planning
Other Committees as needed

ARTICLE X - AFFILIATION

SECTION 1 Local Rules, Ground Rules and/or Bylaws. The local rules, ground rules and/or bylaws of KYSA shall be adopted by the Board of Directors at meeting to be held not less than one month previous to the first scheduled game of the season. The local rules, ground rules and/or bylaws of KYSA shall expire at the end of each fiscal year, and are considered a part of this Constitution. (See Article XI, Section 7 for fiscal year of KYSA.)

ARTICLE XI – FINANCIAL AND ACCOUNTING

SECTION 1 Authority. The Board of Directors shall decide all matters pertaining to the finances of KYSA and it shall place all income including Auxiliary funds, in a common league treasury, directing the expenditure of funds in such manner as will give no individual or team an advantage over those in competition with such individual or team.

SECTION 2 Contributions. The Board shall not permit the contribution of funds or property to individual teams but shall solicit funds for the common treasury of KYSA, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of KYSA.

SECTION 3 Solicitations. The Board shall not permit the solicitation of funds in the name of Keizer Youth Sports Association unless all of the funds so raised be placed in KYSA treasury.

SECTION 4 Disbursement of Funds. The Board shall not permit the disbursement of KYSA funds for other than the conduct of Keizer Youth Sports Association activities in accordance with the rules, regulations and policies of Keizer Youth Sports Association. All disbursements shall be made by check. All checks shall be signed by KYSA Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine.

SECTION 5 Compensation. No Director, Officer or Member of KYSA shall receive, directly or indirectly any salary, compensation or emolument from KYSA for services rendered as Director, Officer or Member.

SECTION 6 Deposits. All monies received, including Auxiliary Funds, shall be deposited to the credit of KYSA.

SECTION 7 Fiscal year. The fiscal year of KYSA shall begin on October 1 and shall end on September 30 *of the following year.*

SECTION 8 Distribution of Property upon Dissolution. Upon dissolution of KYSA and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of KYSA to a State or Federally Incorporated entity which maintains the same objectives as set forth in Article II of this Constitution, which are or may be entitled to exemption under Section 501-(c)-(3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE XII - AMENDMENTS

This Constitution may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the Members provided notice of the proposed change is included in the notice of such meeting.

This Constitution was approved by the Keizer Youth Sports Association.

Membership on JUNE 10, 2008

President's Name CARY SCHNEIDER President's Signature Date
Federal ID No. 51-0256096 State ID No. 0809061-0

