**Prince Albert Minor Baseball Association (PAMBA)**

**CONSTITUTION**

**Prince Albert Minor Baseball Constitution**

***Article 1: Name***

1. There shall be an association shall be called the Prince Albert Minor Baseball Association or PAMBA.

***Article 2: Affiliation***

# This Association is affiliated with:

# The Saskatchewan NE Baseball Division

# The Saskatoon Baseball Council Inc.

# The Saskatchewan Baseball Association (SBA)

# Baseball Canada

v. Any other league, division, or association as decided by the Board from time to time.

***Article 3: Jurisdiction***

* 1. The PAMBA shall have jurisdiction for baseball over the City of Prince Albert and any other area designated by the Saskatchewan Baseball Association.

***Article 4: Principles and Objectives***

* 1. The objective of the association is to foster and promote minor baseball in the city of Prince Albert and to ensure all participants receive maximum benefits from the recreational and developmental aspects of minor baseball.
  2. To promote, govern and enhance organized baseball within the PAMBA zone.
  3. To stress teamwork, fair play and skill development involved in the game of baseball at all leagues and all players.
  4. To ensure a positive experience for all players, coaches, managers, and parents with the emphasis on good character, citizenship and sportsmanship.
  5. To ensure there is both enjoyment of, and good competition in, the game of baseball for all players in all leagues regardless of level.
  6. To develop all PAMBA zone players in all leagues of baseball as is practical and economical.
  7. To promote safe play at all levels.

***Article 5: Membership***

* 1. The membership year for the Association shall be from January 1st to December 31st.
  2. All residents of the Prince Albert Minor Baseball Zone (as determined by PAMBA) age 18 and over who are parents or legal guardians of one or more properly registered player(s) in the current membership year or immediately prior membership year are members of the Association. In addition, all registered coaches, board members, and any other persons who have paid the membership fees are considered members.
  3. Each Member shall have one vote at all Annual General Meetings or special meetings (notwithstanding that a Member may be a parent for more than one player, or have status as a Member in more than one circumstance).
  4. The Association may fix a membership fee from time to time, and therefore membership is conditional upon payment of the prescribed fee.

***Article 6: Board***

* 1. All members in good standing of the Prince Albert Minor Baseball Association are eligible for nomination to a Board position. In order for a member to be in good standing they cannot have any fees outstanding and must not have any PAMBA or SBA suspensions in place at the time of nomination.
  2. The Board shall consist of the following members: President, Vice-President, Secretary, Treasurer, Equipment Manager, together with up to a maximum of 6 members at large.
  3. All Board members have an obligation to disclose any conflict of interest, whether personal or professional, to the entire Board once the conflict is known to that member.
  4. Resolutions may be passed by the Board by electronic communication where the Board deems it more expedient to do so. All other aspects of the constitution, bylaws and regulations relating to the Board meetings apply in a similar fashion to any full meetings conducted over electronic communication. AGM’s may not occur over electronic communication. Board members have one vote each in all Board meetings.

***Article 7: Officers and Directors***

1. President

* 1. Shall be responsible for setting meetings dates.
  2. Shall chair meetings in an orderly fashion.
  3. Shall, with the Treasurer and/or Vice-President, be signing officer of the Association.
  4. Shall serve as Chair for the coaching selection committee which is comprised of the entire Board.
  5. Shall co-ordinate and be responsible for establishing a schedule, booking the required facilities, setting up and coordinating in-door training sessions during the winter season.
  6. Shall recruit the appropriately trained instructors.
  7. Shall provide support for zone coaches.
  8. Shall serve as Chair of the Discipline and Appeals Committee.

2. Vice-President

* 1. Shall assume presidential duties in the absence of the President.
  2. Shall, with the President and the Treasurer, be a signing officer of the Association.

3. Treasurer

* 1. Shall present an up-to-date financial statement at each meeting.
  2. Shall supervise all revenues and expenditures.
  3. Shall, with the President and Vice-President, be a signing officer of the Association.

4. Secretary

* 1. Shall record minutes of all meetings.
  2. Shall safe keep the constitution, bylaws, any coaches’ criminal record checks, and coaching evaluations of the Association.
  3. Shall file the appropriate documentation with legal and regulatory agencies as required.
  4. Shall manage the website and maintain policies and procedures on website content and the use of the website by external parties.
  5. Shall inform the Board and general membership of meeting dates as appropriate and make arrangements for the meeting space.

5. Equipment Manager

* 1. Shall be responsible for disbursing, collecting and storing all equipment.
  2. Shall prepare a yearly estimate equipment budget.
  3. Shall be responsible for all equipment purchases and authorization of purchases under $500 as proposed in annual budget. Those purchases over $500 require Board approval.
  4. Shall do an inventory of all equipment at year end which will be passed to the Treasurer for PAMBA financial report.

6. Members at large

* 1. Shall be a maximum of 6 members of large that will have equal voting rights on the Board.
  2. Are responsible for assisting the other Board members in decision making, evaluations, organization and any other capacity such as committees.

***Article 8: Board of Directors - Powers and Duties***

To conduct the business of the Association in its entirety, authorize and establish all registration rates and fees, authorize all major expenditures other than current minor expenditures within prior approved budget limits.

b. To appoint or set up committees within the Association as deemed necessary.

c. To adopt and amend as deemed necessary, rules, regulations, by-laws, and orders for the operation of the Association.

d. To develop, institute and maintain clinic programs for the development of players, coaches, and officials as may be required.

e. To determine and approve the method of league play, including applications to place teams in leagues outside of PAMBA.

f. To make representation and/or approve all agreements entered into with the City of Prince Albert, Parks and Recreation Division on all matters affecting the two groups.

g. To designate, whenever it is deemed necessary, a member to attend any meetings called by an outside group that will affect the operation of PAMBA.

h. To enter into agreements with individuals or organizations as required for the provision of services connected with the operation and programs of PAMBA.

i. To suspend, expel, reprimand or otherwise deal with any team, player, coach, manager, or individual member refusing to obey the rulings of the board, or who, in the opinion of the Board, has been guilty of unfair or unsportsmanlike conduct, or whose conduct has been detrimental to the game of baseball or to the Association.

***Article 9: Board Term of Office***

* 1. All Board terms will be one year in duration.
  2. Board members are eligible for election or re-election at the AGM. If only one member is nominated for a position, they will be acclaimed. If two or more people are nominated for a position, a secret ballot will be taken to elect the position. The Secretary will administer the voting and count ballots and inform the membership at the meeting of the winner other than for the position of Secretary position, in which case it shall be the President handling these duties. A simple majority of eligible voting members present is required for election to any position. In the case of a tie, the person with the least amount of votes will be dropped off the ballot and members will vote again. This process may continue until a winner has been declared. If a tie persists, the sitting President will vote to break the tie. A member cannot vote for a position for which they are nominated.
  3. Should a vacancy occur, the Board has the power to appoint a replacement for the period of time to where that position comes up for election. A replacement will be considered appointed with a simple majority of those Board members in attendance at the nomination in an open show of hands.
  4. A Board member can only be removed, between AGM’s, at a Board meeting with a 2/3rd’s majority of Board members in attendance at the meeting. The Secretary must give notice to all Board members 30 days prior to the meeting. Notice shall constitute placing the motion on the PAMINORBASEBALL.CA website within 30 days of the meeting and by email to all Board members.

***Article 10: Communication***

* + - * 1. Concerns at the player/parent level should be addressed to the following persons, in the following order: Head Coach, then, if necessary, President.
        2. Concerns at the team management level (for example, a need for additional equipment) should be addressed by the Head Coach to the Coordinator, who will then bring the matter to the attention of the appropriate member of the Executive or put the matter to the agenda of the next Executive meeting

***Article 11: Committees***

* + - * 1. Discipline and Appeals Committee

Members shall be the President as Chair, Vice President plus one other member of the Board appointed by the President. If any of these Board positions is either involved in the issue or have a conflict of interest with someone involved with the issue, they must recuse themselves from the committee and make the Board members aware of this. The Board will appoint, by nomination and vote, additional positions to this committee as necessary.

Shall deal with disciplinary matters and receive complaints from the membership.

The 24-hour rule shall be in effect such that any complaint will not be received or entertained until 24 hours has elapsed from the incident complained of. Thereafter, complaints shall be directed to the Chair of the Discipline and Appeals Committee in the usual course.

Coaching Selection Committee

The Head Coach for each team shall be selected by the Board, which shall serve as the Coaching Selection Committee.

The Board will consider formal coaching qualifications and requirements, coaching experience, coaching evaluations from prior years, and where the prospective coach’s children place in evaluations. Coaching assignments for various divisions/teams shall not be made until after the players are placed on the various tiered teams. The Board may also recommend at least one assistant coach who has applied to coach. It will then be up to the Head Coach to select any remaining assistant coaches.

All Head Coaches shall be required to meet certification levels as approved by the Board. In addition, all Head Coaches require a criminal background check to be paid for the by the Association. There should be no more than three years separating criminal record checks for coaches.

Coaches can only be removed with the approval of the Board.

All assistant coaches must be presented and approved by the Board.

***Article12: Administrative***

* 1. All funds earned by the PAMBA , including tournament fees and canteen profits shall be credited to the PAMBA bank account.
  2. All expenditures shall be accompanied by an invoice or appropriately approved voucher. Single expenditures over $500 shall be approved by a Board motion.
  3. Bank signing officers shall be any two of the following: President, Vice-President or Treasurer.
  4. Refund Policy

100% Refund before Evaluations.

50% Refund between Evaluations and Opening Day.

0% after Opening Day.

Refunds for circumstances deemed beyond the control of the player and/or parent may be granted with Board approval.

***Article 13: Meetings***

* 1. There shall be an Annual General Meeting (AGM) in each year which shall be held not later than October 31st of each year. The Agenda for the AGM, irrespective of any other matters that may be raised, shall include the Annual Report of the Board of Directors as presented by the President of the activities of the past year, a Financial Report, amendments to the Constitution (upon due notice as herein provided), election of any Board members and officers for the ensuing year, and to develop a plan for the upcoming year.
  2. At least 4 Board meetings are required during the year. Additional meetings may be called by the President as required throughout the year.
  3. A quorum for Board meetings shall be five (5) members, two of whom must be from the group made up of the President, Vice-President, Secretary, Treasurer, or Equipment Manager.
  4. A quorum for AGM’s shall be 6 eligible voting Members, 2 of which must be Board members in accordance with Article 5c.
  5. Only eligible voting Members in attendance at any meeting shall be allowed to vote. Each Board member is entitled to only one vote regardless of the number of positions held. Subject to Article 5 (f), a motion will only pass with the approval of the majority of eligible voting members present at the meeting.
  6. For motions amending the constitution and bylaws at AGM’s, the approval of at least two-thirds of the eligible voting membership in attendance is required.

***Article 14: Amendments made to the Constitution and Bylaws***

* 1. Amendments to the constitution and bylaws shall only be made at the Annual General Meeting.
  2. Written notice of proposed amendments to the constitution and bylaws must be given to the Secretary at least 30 day prior to the Annual General Meeting. The Secretary will ensure that the proposed amendments are available to the entire membership for viewing on the website at least 30 days prior to the AGM.

***Article 15: Business***

1. The business and affairs of the Prince Albert Minor Baseball shall be conducted in conformance with the Constitution and Bylaws of the organization.

In addition to the foregoing, the Association shall be governed by the provisions of the *Non Profit Corporations Act.* In the event of any conflict between this Constitution and the Act, or in the absence of any provision in the Constitution that is addressed in the Act, the Act shall prevail.