



BASEBALL REGINA

BYLAWS

October 8, 2024 (Previous date Nov 1, 2010)



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Bylaw I – NAME

The organization's name shall be Baseball Regina Inc., hereinafter referred to as BRI.

Bylaw II – PURPOSE

To promote, govern and enhance minor baseball in the City of Regina for the good of all players in the divisions assigned by Baseball Sask.

To foster community spirit, team participation and sportsmanship among all players, coaches, parents, officials, and sponsors, and increase the interest of the game of baseball in the City of Regina.

To lead the Province of Saskatchewan in the development of players and coaches by providing programs that enable all by providing programs that enable all players to reach their desired potential in an environment of excellence for competitive and recreational baseball programs.

To act as the governing body for divisions assigned by Baseball Sask for Zone 2, as defined under the bylaws of Baseball Sask.

To provide opportunities to develop life skills through baseball experiences.

To provide a league framework for surrounding centers in Southern Saskatchewan.

Bylaw III – MEMBERSHIP

1. Players, parents, or legal guardians shall apply for membership in BRI by completing the required player's registration form as may be specified by the Board of Directors.

Individuals applying for membership must reside within Zone 2 as defined by Baseball Sask or have an approved zone transfer.



2. The Board of Directors may in its absolute discretion, refuse to grant an individual membership and/or determine whether or not a person is in a good standing with the association, regardless of whether the individual has paid all annual fees owing to the association and shall be entitled to terminate membership in the association.
3. Players, parents, or legal guardians listed on the current registration form shall become members of BRI upon the required registration fee being paid, provided the applicant member has not been disqualified because of Bylaw III (2) herein.
4. As a prerequisite to their membership in BRI, all members shall agree to be bound by the terms of the Bylaws and the Rules and Regulations of BRI.
5. Each parent, legal guardian, or player, if over the age of 18, shall be entitled to vote at general and special meetings of BRI upon becoming a member. Each member shall have one (1) vote **per player registered with BRI. Voters must be present;** voting by proxy shall not be allowed.

For clarity, a parent or legal guardian, upon becoming a member of BRI shall be entitled to vote at general and special meetings of BRI. Once player A is registered, either parent or legal guardian of player A is eligible for one (1) vote. When the same family registers second and subsequent players, the parents or legal guardian for additional votes equivalent to the number of players registered.

6. Players under 18 years of age shall be non-voting members of BRI.
7. Board of Directors are voting members of BRI by virtue of their election to the board.
Where a Board member also has a player registered with BRI, they do not qualify for an additional vote for being a Board member.
8. All coaches are voting members of BRI from the date they are appointed as coaches of a BRI team. Membership expires in accordance with Bylaw III (10) herein. **Where a coach**



also has a player registered with BRI, they do not qualify for an additional vote for being a coach.

9. The BRI Board of Directors may add a member to the BRI membership by a 2/3 majority vote of the entire Board of Directors. The BRI Board of Directors may remove a member from the membership by a 2/3 majority vote of the entire Board of Directors for any conduct detrimental to BRI.
10. Membership in BRI shall expire at 12:00 midnight on April 30 in the year following the application for membership unless renewed as defined herein. To be eligible to vote, all BRI members must be active by May of the given year in which the member wishes to vote.

Bylaw – IV – ASSOCIATE MEMBERSHIP

Any community outside of Regina city limits (zone 2 as defined by Baseball Sask) is considered an Associate Member if registered in BRI with a team.

1. The Board of Directors has the right to approve Associate Memberships to BRI for Baseball Associations outside of Regina, allowing their teams to play in the BRI League.
2. Associate Members are non-voting members of BRI. The Associate Membership Agreement covers the terms and conditions of Associate Membership.

Bylaw V – BOARD OF DIRECTORS

1. A board of **9-11** directors, elected at the general meeting **or otherwise appointed by the Board of Directors**, shall administer the affairs of BRI. Except for the first year of these bylaws, half the directors will be elected for two-year terms in even years, and half the directors will be elected for two-year terms in odd years. Half the directors will



be elected for a one-year term in the first year only, and half will be elected for two years.

2. The Directors shall meet following the annual general meeting of BRI to hold an organizational meeting. At this meeting, the Directors will elect or appoint directors to the appropriate positions, including:
 - a. President
 - b. Vice-President
 - c. Director of Finance
 - d. **6-8 Directors of age divisions and 2 members at large. For clarity, the age division Directors shall include girls in the game, JR/SR rally cap, 11U, 13U, 15U, 18U)**
 - e. **Board can add special advisors from time to time as the Board deems appropriate. Special advisors shall not hold a vote at Board meetings.**
3. **When delegated, any two [OR THREE?] of the President, Vice President, Director of Finance, or other Directors shall oversee and manage BRI's day-to-day operations.**
4. Only members of the Board of Directors shall be entitled to vote at Board meetings. The President has the tie-breaking vote only.
5. One-half, plus one, of the voting members shall constitute a quorum for a Board Meeting of the Board of Directors.
6. Members of the Board of Directors shall receive a minimum of 48 hours' notice of any Board or special meetings; however, said notice may be waived in writing by any member of the Board of Directors.
7. The Board of Directors shall meet and regulate their Board meetings as they may determine. Voting by proxy shall not be allowed. Participation and voting by telephone and **video (i.e. Zoom)** shall be permitted.
8. No member of the Board may receive any remuneration for services rendered acting as a Board Member. Reasonable out-of-pocket expenses may be allowed after a



statement of accounts is presented to and approved by the Board of Directors.

Expenses must be for the betterment of BRI. In addition, expenses for a Board of Director member who is expected to attend a function representing BRI shall be covered.

9. The Board of Directors has the authority to remove a member from the Board of Directors by a 2/3 majority vote of the entire Board of Directors.

A member of the Board of Directors who has been removed is entitled to a right of appeal. An appeal must be presented in writing to the BRI office within two business days of notice of removal. Such an appeal must be accompanied by a \$100 deposit, which will be refunded if the appeal committee overturns the removal. **The Board of Directors will appoint an appeal committee of non-board members to review the appeal within a ten-day business day period.**

10. A member of the Board of Directors may be removed from the board for missing three consecutive meetings. **The President or Vice President may waive any Board member's removal for any reasonable absence.** Board members are expected to attend all meetings.

11. Where there is a vacancy on the Board of Directors and:

- a. 2/3 directors are remaining, the remaining directors may:
 - i. Exercise the power of Directors
 - ii. Leave the vacancy open until the next annual general meeting
 - iii. Appoint someone to fill the vacancy until the next annual general meeting
- b. If 2/3 of the Directors are not remaining, the remaining Directors shall call a general meeting to elect members to fill any vacancies.
- c. If no Directors are remaining, any 10 BRI members may, in writing, appoint Directors solely to call a general meeting to elect members to fill the vacant Directorships.



Bylaw VI – DUTIES and POWERS

1. The Board of Directors has the authority to add, delete, and/or revise the assigned Board of Directors positions and duties as required throughout the year.
2. The Board of Directors is responsible for all BRI assets and meeting BRI's objectives.
3. The President:
 - a. Shall preside as chairperson at general, annual general and extraordinary general meetings.
 - b. Shall ensure that minutes of all meetings are recorded and retained.
 - c. Shall ensure that minute items involving significant program changes are published on the BRI website promptly.
 - d. Shall be an ex-officio member of all committees established by BRI.
 - e. Shall report to each annual meeting of BRI concerning its operations.
 - f. Shall represent BRI at public or official functions.
 - g. Shall represent BRI in all Baseball Sask matters.
 - h. Shall perform such other duties as may from time to time be determined by the Board of Directors or at a general meeting.
 - i. Shall ensure that the Board of Directors facilitates an annual retreat to review the strategic direction of BRI.
 - j. Shall ensure that the Board of Directors facilitates all associate members' involvement with BRI annually.
 - k. The President does not have voting privileges except where there is a tie, and the President shall be the determining vote.
 - l. **May delegate the duties and functions of BRI to other individuals where appropriate.**



4. The Vice-President:

- a. Shall have all the powers and perform all the duties of the President in the absence or disability of the President, together with such duties as may be from time to time assigned to him/her by the Board of Directors.
- b. Shall oversee and ensure that all evaluations, coach selection and team selections are conducted in accordance with BRI guidelines for all divisions.
- c. Shall oversee the annual registration process.
- d. **Shall be the supervisor of the Executive Director, who shall report directly to the Vice President.**
- e. **May delegate the duties and functions of the Vice-President to other individuals where appropriate.**

5. Director of Finance

- a. Shall have all the powers and perform all the duties of the President in the absence of the President and Vice-President, together with such other duties as may be assigned to him/her from time to time by the Board of Directors.
- b. Shall ensure the development of budgets, financial statements, annual reports, etc.
- c. **Shall** present the financial report to BRI members at the annual general meeting.
- d. Shall provide an interim financial report to the Board of Directors monthly.
- e. Shall carry out all financial responsibilities of BRI.
- f. **May delegate the duties and functions of the Director of Finance to other individuals where appropriate.**

6. Other Directors

- a. **Division Directors shall include the following:**
 - i. **SR/JR Rally Cap Director**



- ii. 11U Director
- iii. 13U Director
- iv. 15U Director
- v. 18U Director
- vi. Girls in the Game Director

All Division Directors shall have a vote on the Board of Directors. Division Directors may not be appointed as Directors of a Division in which they are coaching, intend to coach or have a child playing during the term of their Directorship.

- b. Division Directors are responsible for:
 - i. Recruiting and selecting qualified coaches.
 - ii. Evaluations and assembly of team rosters in accordance with the BRI program direction.
 - iii. Ensuring/Instructing that all teams in the division, including all Associate Member Teams, play, operate, and manage within BRI's rules and regulations.
 - iv. Ensuring/instructing all teams in their respective divisions to play, operate, and manage within the Rules and Regulations of BRI, including all Associate Member teams.
 - v. Collectively forming the Associate Member Teams Committee and be responsible for the meeting with one (1) member from each Associate Member team each year.
- c. Directors at Large are responsible for:
 - i. All duties are as assigned by the President, Vice President, or their designate.

Directors at Large shall have a vote on the Board of Directors.



7. Conflicts of Interest

Board members must declare any conflict of interest and recuse themselves from voting on the issue in conflict and where applicable.

Bylaw VII – Annual General Meeting

1. The fiscal reporting period for BRI shall be October 1 – September 30.
2. The annual general meeting of BRI shall be held on a date to be determined by the Board of Directors **within 75 days of the fiscal year-end.**
3. The President may call a special general meeting as and when he/she considers necessary. The President shall call special meetings when requested in writing by at least **25%** of the voting members of BRI. **Members requesting any such meeting shall submit their request in writing, with the names of the voting members supporting the request.**
4. **Public notice of the BRI annual general meeting shall be posted on the BRI website at least 15 days before the meeting.**
5. Ten (10) registered voting members shall constitute a quorum at any annual general or special meeting.
6. Subject to Bylaw XIV (3) herein, all regular business conducted at any general meeting shall require a simple majority to pass a resolution.
7. The President shall ensure the presentation of the **association's annual financial statements** (audited or unaudited, as decided by the Board of Directors) at the annual general meeting, and members of the Board of Directors shall respond to all questions as may be brought forward by the members relative to such statements.
8. Any member may submit to the Board of Directors of BRI notice of any written matter that he/she proposes to raise and discuss at the annual general meeting. The Board of Directors, after determining the proposal meets the conditions outlined in the *Non-Profit Corporations Act*, shall give notice of the proposal to



the members insofar as the same is possible, with the notice of the next annual general meeting.

9. Where not explicitly determined by BRI otherwise, the conduct of meetings shall be governed by Robert's Rule of Order.

Bylaw VIII – Election of Board Members

1. The number of vacancies and the term will be posted on the BRI website **at least 15 days** before the annual general meeting.
2. Candidates for all vacant positions shall be nominated openly at the Annual General Meeting or in writing at least five (5) business days prior to the Annual General Meeting of BRI, and the nominee must agree to all such nominations.
3. Candidates for all vacant positions shall be elected by secret ballot, **and no candidate who does not receive the support of the majority of ballots cast shall be declared elected.**
4. If the number of persons nominated to serve as Directors does not exceed the number required to be elected as provided by Bylaw V (1) herein, then the President, or the chairman of the meeting, shall declare the persons so nominated duly elected.
5. At all BRI annual general meetings, each registered voting member shall have one vote; subject to Bylaw XIV (3) herein, a majority of registered voting members present shall decide all questions.
6. For the purpose of electing the directors necessary each year under Bylaw V (1) herein or to elect directors to fill any vacancy on the Board of Directors, each registered voting member shall write the name of the candidate or candidates he or she desires to vote for on the ballot paper.
7. For the purpose of taking the ballot and declaring the result of the annual election, a number of duly qualified members who are not candidates shall be selected by the Chairman to act as scrutineers. –



Bylaw IX – Committees

1. The Board of Directors shall appoint such committees and individuals as it deems desirable to perform duties. These persons need not be members of BRI but will become members upon their appointment. They shall exercise such duties and powers as may be delegated to them by order of the Board of Directors.
2. An organizational meeting will be held following the annual general meeting. At this meeting, the Board of Directors will appoint or elect, if required, the President, Vice-President, Director of Finance, Age Division Directors and Directors at Large.
3. The power to discipline members shall rest exclusively with the Board of Directors. However, the Board of Directors may delegate the authority to any appropriate body or individual.

Bylaw X – Discipline of Members

1. The Board of Directors shall have the right to discipline any members as provided herein and in the Rules and Regulations.
2. All complaints regarding discipline matters, save those for which a specific suspension is provided in the Rules and Regulations, shall be made in writing to the **appropriate Age Division Director for the relevant age division or by contacting the BRI office by email where such matters fall outside a specific age division matter.**
3. **Within ten (10) days of receipt of a complaint in writing, the President shall establish an Investigating and Hearing Committee.**
4. Upon being informed of possible disciplinary action against a member for breach of the Bylaws or **Operating** Rules, the Chair of the investigating and hearing committee shall investigate such breach, hold such meetings as necessary, and rule on the disciplinary action against such member.



5. After a decision of the Investigating and Hearing Committee, **the aggrieved** party has a right of appeal. An appeal must be presented in writing to the BRI office **within five (5) business days of notice of discipline**. Such an appeal must be accompanied by a \$100.00 deposit, which is refundable if the Appeal Committee overturns the discipline.
6. BRI will act on the appeal within ten (10) business days of receipt. Members of the Investigating and Hearing Committee shall not be eligible to sit on the Appeal Committee.

Bylaw XI - Rules and Regulations

1. The Board of Directors shall establish the rules and regulations of BRI in accordance with the rules of the game, **Baseball Sask**, and Baseball Canada.
2. The Rules and Regulations shall deal generally and specifically with the conditions **for which members** play baseball or conduct themselves.
3. Changes to BRI's Rules and Regulations can be proposed in writing to the Board of Directors for consideration.

Bylaw XII – Remunerated Positions

1. The Board of Directors may hire an Executive Director whose main duties are:
 - a. Shall attend all Board of Directors and Executive Committee meetings.
 - b. Shall record the minutes of all Board of Directors meetings.
 - c. Shall be responsible for the administration and operation of the office in accordance with the BRI policies and guidelines.
 - d. Shall be responsible for the registration and administration of all BRI players.
 - e. The Executive Director shall not have a vote at any meeting of BRI other than when the Board of Directors appoints him/her to a Committee where he/she will have a vote.
 - f. Shall report to the Vice-President or designate.



- g. Shall perform any duty as required by the resolution of the Board of Directors

Bylaw XIII – Liquidation and Dissolution

1. The remaining property of BRI shall, in the course of liquidation and dissolution, be distributed to whatever minor baseball association succeeds BRI in the City of Regina.

Bylaw XIV – Amendments

1. The Board of Directors may, by majority vote, amend, repeal or add to these bylaws, provided that every such amendment, repeal or addition is ratified at the next annual general meeting of the members where proper notification has been given (no less than 15 days and no more than 50 days). No amendment, addition or repeal of these bylaws shall be enforced or acted upon until the members' approval has been obtained. Any member wishing to bring a motion to the floor of the annual general meeting to amend the BRI bylaws must do so in writing. The BRI office must receive the motion before 12:00 midnight, 15 days before the annual general meeting.
2. There may be a bylaw amendment, repeal, or addition proposed at the annual general meeting of members, where notice or insufficient notice has been given provided that there is a quorum at the meeting and there is unanimous consent to hear the matter. If there is unanimous consent to hear the matter, Bylaw XIV (3) herein applies to the vote on the ratification.
3. A 2/3 majority of members voting at the annual general meeting is required for bylaw amendment ratification.