



Bylaws

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BYLAWS

Bylaw 1 – Name

The name of the organization shall be the Baseball Regina Inc; hereinafter referred to as BRI.

Bylaw II – Purpose

The purpose of BRI is:

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

To foster community spirit, team participation and sportsmanship amongst 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 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 the Saskatchewan Baseball Association for Zone 2 as defined under the bylaws of the Saskatchewan Baseball Association.

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.
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 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 by reason 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 or legal guardian or player, if over the age of 18, upon becoming a member of BRI shall be entitled to vote at general and special meetings of BRI. Each member shall have one (1) vote. Voting by proxy shall not be allowed.



6. Players less than 18 years of age shall be non-voting members of BRI.
7. Members of the Board of Directors are voting members of BRI.
8. All coaches are voting members of BRI from the date they are appointed as a coach of a BRI team and membership expires in accordance with Bylaw III (10) herein.
9. The directors may, by a 2/3 majority vote of the entire Board of Directors, add a member to or remove a member from the membership in BRI.
10. Membership in BRI shall expire at 12:00 Midnight March 31st in the year following application for membership, unless renewed as defined herein.

Bylaw – IV Associate Membership

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 shall be non-voting members of BRI. Terms and conditions of Associate Membership are covered in the Associate Membership Agreement.

Bylaw V – Board of Directors

1. A board of 10-15 directors, elected at a general meeting, 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. In the first year only, half the directors will be elected for a one year term and half the directors will be elected for two year terms.
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 from their own number directors to the appropriate positions. Preference for members with previous experience as a director of BRI should be used when selecting directors of the Executive Committee as identified in Bylaw IX (2) herein.
3. Only members of the Board of Directors shall be entitled to vote at Board Meetings. The President has the tie-breaking vote only.
4. One-half ($\frac{1}{2}$) of the voting members plus one shall constitute a quorum for a meeting of the Board of Directors.
5. Members of the Board of Directors shall receive a minimum of 48 hours notice of any meetings; however said notice may be waived in writing by any member of the Board of Directors.



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6. The Board of Directors shall meet and regulate their meetings as they may determine. Voting by proxy shall not be allowed. Participation and voting by telephone shall be permitted if the affected Director(s) indicates his/her desire to do so.
7. No member of the Executive Board may receive any remuneration for services rendered acting as a Board of Director. Reasonable out of pocket expenses may be allowed after 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.
8. The Board of Directors has the authority to remove a member from the Board of Directors by 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 \$100.00 deposit, which is refundable, if the Appeal committee overturns the removal. An Appeal committee made up of non-Board members will be appointed by the Board of Directors to review the appeal within a ten business day time period.

9. A member of the Board of Directors will automatically be removed for missing three (3) consecutive meetings.
10. Where there is vacancy on the Board of Directors and:
 - a) There are 2/3 Directors remaining, the remaining Directors may:
 - Exercise the power of Directors;
 - Leave the vacancy open until the next annual general meeting;
 - Appoint someone to fill the vacancy until the next annual general meeting.
 - b) There are not 2/3 of Directors remaining, the remaining Directors shall call a general meeting for the purpose of electing members to fill any vacancies.
 - c) There are no Directors remaining, any 10 members may in writing appoint Directors solely for the purpose of calling a general meeting to elect members to fill the vacant Directorships.

Bylaw VI – Duties and Powers

1. Upon election to the Board of Directors the following positions will be filled as elected or appointed by the Board of Directors:
 - (a) President
 - (b) Vice-President
 - (c) Director of Finance
 - (d) 7- 12 directors
2. The Board of Directors has the authority to add, delete and/or revise the assigned Board of Director positions and duties as required.

3. The Board of Directors is charged with the responsibility for all BRI assets and for ensuring that its objectives are met.
4. The President
 - (a) Shall preside as chairperson at general, annual general and extraordinary general meetings. Shall ensure that minutes of all meetings are recorded and retained in a minute book. Shall ensure that minute items involving major program changes are published on the BRI web site in a timely fashion.
 - (b) Shall be an ex-officio member of all committees established by BRI.
 - (c) Shall report to each annual meeting of BRI concerning its operations.
 - (d) Shall represent BRI at public or official functions.
 - (e) Shall represent BRI in all Saskatchewan Baseball Association matters.
 - (f) Shall perform such other duties as may from time to time be determined by the Board of Directors or at a general meeting.
 - (g) Shall ensure that the Board of Directors facilitates an annual retreat to review the strategic direction of BRI.
 - (h) Shall ensure that the Board of Directors facilitates all associate members involvement with BRI on an annual basis.
 - (i) The President does not have voting privileges.
 - (j) Shall be a member of the Executive Committee.
5. 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 selections and team selections are conducted in accordance with BRI guidelines for all divisions.
 - (c) Shall oversee the annual registration processes.
 - (d) Will be a member of the Executive committee.
 - (e) Shall be the supervisor of the Executive Director who shall report directly to the Vice President.
6. 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 from time to time assigned to him/her by the Board of Directors.
 - (b) Shall ensure the development of budgets, financial statements, annual reports, etc. Will present the Financial Report to the members at the annual general meeting.
 - (c) Shall provide an interim financial report to the Board of Directors on a monthly basis.
 - (d) Shall carry out all financial responsibilities of BRI.
 - (e) Will be a member of the Executive committee.



7. Directors

- (a) One of the remaining Directors will be appointed and join the President, Vice-President and Director of Finance as a member of the Executive committee.
- (b) Are responsible for the recruitment and selection of qualified coaches.
- (c) Shall be responsible for the assembly of team rosters in accordance with BRI program direction.
- (d) Shall ensure/instruct that all teams in the division are playing, operating and managing within the Rules and Regulations of BRI including all Associate Member Teams.
- (e) Directors cannot be appointed to be a Director of a Division in which they are coaching during the term (or intend to) or if they have a child who will play in that division during the term.
- (f) Shall collectively form the Associate Member Teams Committee and be responsible for the meeting with one (1) member from each Associate Member Team each year.

Bylaw VII – General Meetings

- 1. The fiscal reporting period for BRI shall be October 1 to September 30.
- 2. The annual general meeting of BRI shall be held on a date to be determined by the Board of Directors between October 15 and November 30.
- 3. A special general meeting may be called by the President as and when he/she considers it necessary. The President shall call special meetings when requested to do so in writing by at least 5% of the voting members of BRI.
- 4. Notice of general meeting shall be given to the members by means of a public notice no less than 15 days nor more than 50 days before the meeting.
- 5. Ten (10) registered voting members shall constitute a quorum at any general or special meeting.
- 6. Subject to Bylaw XIV (3) herein, all business conducted at any general meeting shall require a simple majority to pass a resolution.
- 7. The President shall ensure the presentation of annual financial statements of the association (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



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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. The conduct of meetings, where not explicitly determined by BRI otherwise, shall be governed by Robert's Rules of Order.

Bylaw VIII – Election of Directors

1. A list of vacancies and the term will be posted on the BRI website prior to the annual general meeting.
2. Candidates for all vacant positions shall be nominated openly at the Annual Meeting or in writing 5 business days prior to the annual general meeting of BRI and all such nominations must be agreed to by the Nominee.
3. Candidates for all vacant positions shall be elected by secret ballot, and no candidate shall be declared elected who does not receive the support of the majority of ballots cast.
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 general meetings of BRI each registered voting member shall have one vote; subject to Bylaw XIV (3) herein, a majority vote 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 for the purpose of electing 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 a member of BRI but will become a member 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, their Executive committee in accordance with Bylaw V (2) herein. This Executive committee will consist of The President, Vice-President, Director of Finance and one other member of the Board of Directors. Any three (3) members of the executive committee shall constitute a quorum. The Executive committee shall be responsible to the Board of Directors for the day to day



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operational requirements of BRI and the carrying out of other duties entrusted to it by the Board of Directors.

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 as further provided 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 Division Director or the BRI office.
3. The President shall strike a committee to serve as the Investigating and Hearing Committee.
4. Upon being informed of possible disciplinary action against a member for breach of the Bylaws or Rules and Regulations, the Chair of the investigating and Hearing committee shall investigate such breach, hold such meetings as may be necessary and rule on the disciplinary action against such member.
5. After a decision of the Investigating and Hearing committee a grieved party has a right of appeal. An appeal must be presented in writing to the BRI Office within two business days hours 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 business days of receipt. Members of the Investigating and Hearing committee shall not be eligible to sit 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, the Saskatchewan Baseball Association, and Baseball Canada.
2. The Rules and Regulations shall deal generally and specifically with the conditions with which members shall play baseball or conduct themselves.
3. Changes to the Rules and Regulations of BRI 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 and Executive Committee meetings.
 - (c) Shall be responsible for the administration and operation of the office in

- accordance with 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 Executive Director is appointed by the Board of Directors 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 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 shall succeed 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 approval of the members 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 motion must be received by the BRI Office prior to 12:00 Midnight 15 days prior to the annual general meeting.
2. There may be a bylaw amendment, repeal, or addition proposed at the annual general meeting of members, where no 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.