

# **Lakeshore Baseball and Softball Association, Inc.**

## **BYLAWS**

### **ARTICLE 1 – NAME**

The name of the organization is Lakeshore Baseball and Softball Association, Inc., referred to herein as “Lakeshore Baseball and Softball.” Lakeshore Little League is an organization chartered through Little League International and operated by Lakeshore Baseball and Softball. Lakeshore Little League’s charter includes TeeBall, Coach Pitch Baseball, Minors Baseball, and Majors Baseball. All other divisions are operated directly by Lakeshore Baseball and Softball Association, Inc.

### **ARTICLE 2 – PURPOSES**

2.1. The objective of Lakeshore Baseball and Softball is to provide all children of the Skaneateles community an opportunity to participate in the sports of baseball and softball and to develop their athletic skills to the full extent of their abilities in an atmosphere of fun and good sportsmanship provided by a well-organized program supervised by volunteer coaches and officials who share their love for the game.

2.2. No child will be denied the opportunity to participate in Lakeshore Baseball and Softball programs because of his or her inability to pay the otherwise applicable registration fee.

2.3. Notwithstanding any other provision of these bylaws, Lakeshore Baseball and Softball is organized exclusively to foster national or international amateur sports competition as specified in section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

2.4. No substantial part of the activities of Lakeshore Baseball and Softball shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by section (501(h) of the Internal Revenue Code, as amended, nor shall the corporation participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

## **ARTICLE 3 – BOARD OF DIRECTORS**

3.1. Authority. The Board of Directors will have full authority in the conduct of the affairs and the management of the property of Lakeshore Baseball and Softball.

3.2. Number of Directors. The initial number of directors will be seven (7), which number may be increased or decreased by vote of a majority of the full Board, but may not be less than five (5) nor more than fifteen (15).

3.3. Election. All directors will be elected at the Annual Organizational Meeting of the Board.

3.4. Term. Elected directors will serve for one year unless sooner removed pursuant to Section 3.5. Directors may be re-elected, and there is no limitation on the number of terms a Director may serve.

3.5. Removal. A member of the Board of Directors may be removed from office for persistent neglect of his or her responsibilities to Lakeshore Baseball and Softball, repeated failure to attend meetings of the Board, or when the conduct of such member is abusive, repeatedly unsportsmanlike, manifestly contrary to the objective of Lakeshore Baseball and Softball, or otherwise detrimental to the interests of Lakeshore Baseball and Softball. A two-thirds majority of the full Board, voting at any meeting of the Board, is required for removal. Any Director whose removal is sought must have prior notice of the nature of the charges against him or her, and must have an opportunity to appear at a meeting of the Board of Directors and answer the charges.

3.6. Vacancies. If a vacancy occurs on the Board of Directors, it may be filled by a majority vote of the remaining Directors at any regular Board meeting, or any special Board meeting called for the purpose. A Director appointed by the Board to fill a vacancy will serve until the next Annual Organizational Meeting.

3.7. Board Meetings. An Annual Organizational Meeting of the Board will be held during the first three weeks of October of each year. Thereafter, Board meetings will be held when called by the President, but no less often than once per month. The President at his/her discretion may elect to suspend meetings during the months of June, July, and August. In addition, the President must call a meeting of the Board when requested to do so by at least three (3) Board members.

- a. Notice. The President will give notice of each Board meeting to each Director at least three (3) days in advance. Notice may be provided orally or by e-mail. The notice will include an agenda describing the business to be addressed. Any Director may request the inclusion of an item on the agenda.

- b. Quorum. A majority of Directors will constitute a quorum for the transaction of any business. If a majority of the Directors is not present, members in attendance may discuss any matters within the purview of the Board, but no decision requiring a vote of the Board may be taken.
- c. Guests. The Board of Directors may invite, admit and recognize guests for presentations or comments during Board meetings.
- d. Rules of Order for Board Meetings. Robert's Rules of Order will govern the proceedings at all meetings of the members except where such rules conflict with these Bylaws.

#### **ARTICLE 4 – OFFICERS**

4.1. Appointment. At the Annual Organization Meeting in October of each year, the Board will elect a President, Vice President, Treasurer, Secretary and such other officers as the Board may deem necessary or desirable. All officers must be members of the Board. They will serve for one year.

4.2. President. The President will:

- a. Conduct the affairs of Lakeshore Baseball and Softball in accordance with the policies established by the Board of Directors;
- b. Execute contracts and other legally binding documents on behalf of Lakeshore Baseball and Softball with the prior approval of the Board;
- c. Have the authority to direct the expenditure by the Treasurer of Lakeshore Baseball and Softball funds for purposes authorized by the Board, either specifically or generally;
- d. Hear and determine any disputes concerning the proper interpretation of Lakeshore Baseball and Softball rules and policies;
- e. Preside at all meetings of the Board of Directors and the Members.

4.3. Vice President(s). When so authorized by the President of the Board, the Vice President(s) will perform the duties, and exercise the authority, of the President when the President is absent or disabled.

4.4. Secretary. The Secretary will:

- a. Be responsible for recording the activities of Lakeshore Baseball and Softball and maintain appropriate files, mailing lists and necessary records, including copies of contracts and other legal documents executed by, or pertaining to, Lakeshore Baseball and Softball, the original copy of these Bylaws, and a copy of the articles of incorporation;
- b. Maintain a record of all decisions taken by the Board.

4.5. Treasurer. The Treasurer will:

- a. Receive all funds and deposit the same in a depository account or accounts approved by the Board of Directors;
- b. Keep records of all receipts and disbursements of Lakeshore Baseball and Softball funds;
- c. Have the authority to expend Lakeshore Baseball and Softball funds for purposes which have been authorized by the Board, specifically or generally;
- d. Prepare reports of the financial status of the Association not less often than monthly from January through September.

#### **ARTICLE 5 – PLAYERS, COACHES, ASSISTANT COACHES AND VOLUNTEERS**

5.1. Eligibility. Any child who meets applicable age requirements established by the Board, who agrees to abide by the rules of Lakeshore Baseball and Softball, and who has not had his or her eligibility suspended or terminated pursuant to Section 5.2, is eligible to participate in Lakeshore Baseball and Softball sponsored games as a player in good standing when all required registration documents have been completed and submitted for the child, and the registration fee established by the Board of Directors has been paid or has been waived pursuant to Section 5.3.

5.2. Suspension or Termination. The Board of Directors may, by a two-thirds vote of those present at any duly constituted Board meeting, suspend or terminate the eligibility of any player, coach, assistant coach or volunteer, when the conduct of such person is abusive, repeatedly unsportsmanlike, or otherwise manifestly contrary to the objective of Lakeshore Baseball and Softball. The player, coach, assistant coach or volunteer must have prior notice of the nature of the charges against him or her, and must have an opportunity, with his or her parents or guardians (if a player) to appear at a meeting of the Board of Directors and answer the charges.

5.3. Registration Fees. At the Annual Organizational Meeting, the Board of Directors will establish registration fees for all players at a level projected to meet the organization's projected expenses for the year. The Board may waive all or a portion of any such fee when it finds that such waiver is financially necessary to permit a child to participate in Lakeshore Baseball and Softball.

#### **ARTICLE 6 – COMMITTEES**

The Board of Directors may establish ad hoc and standing committees to assist it and the officers of Lakeshore Baseball and Softball in more effectively and expeditiously achieving the objectives of the organization. Such committees may include Directors, Officers and volunteers from the community who have expressed

a desire to assist in the work of the committees. The Board may delegate to a committee such authority as it may deem to be necessary for the committee to perform its assigned responsibilities.

## **ARTICLE 7 – DISSOLUTION AND NON-INUREMENT**

7.1. Dissolution. In the event of dissolution, all of the remaining assets and property of Lakeshore Baseball and Softball shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws; or to the federal government, or to a state or local government for a public purpose; or to another organization to be used in such manner as the judgment of a Justice of the Supreme Court of the State of New York will best accomplish the general purposes for which Lakeshore Baseball and Softball was formed.

7.2. Non-Inurement. No part of the earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the assets upon dissolution of the organization.

## **ARTICLE 8 – AFFILIATION**

The Board of Directors may affiliate Lakeshore Baseball and Softball, or any of its teams, with Babe Ruth League, Inc., Little League Baseball, Inc., PONY Baseball, or any similar organization, when such affiliation, in the Board's judgment, will further the objectives of Lakeshore Baseball and Softball.

## **ARTICLE 9 - AMENDMENTS**

These Bylaws may be amended, repealed or altered, in whole or in part, by majority vote of the full Board of Directors at any meeting, provided that the notice of the meeting at which such vote occurred included a description of the proposed changes.

These Bylaws were adopted by action of the Board of Directors of Lakeshore Baseball and Softball Association, Inc., taken on the 27<sup>th</sup> day of February, 2019.

Attest: Joshua Crane  
Secretary