

CONSTITUTION AND BY-LAWS
CRESTWOOD BASEBALL ASSOCIATION
CRESTWOOD, ILLINOIS

ARTICLE I – NAME

This organization shall be known as Crestwood Baseball Association, also referred to as CWBA.

ARTICLE II – OBJECTIVE

SECTION 1: The objective of CWBA shall be to implant firmly in the youth of the community the ideals of good sportsmanship, honesty, loyalty, courage, and respect for authority, so that they may be well adjusted, stronger, and happier children and will grow to be good, decent, healthy, and trustworthy citizens.

SECTION 2: To achieve this objective, CWBA will provide a supervised program under the Rules and Regulations of Pony Baseball Inc. All 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. CWBA shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball.

ARTICLE III -- MEMBERSHIP

SECTION 1: ELIGIBILITY: Any person sincerely interested in active participation to effect the objective of CWBA.

SECTION 2: CLASSES: There shall be the following classes of members:

(A) PLAYER MEMBERS: Any player meeting the requirements of CWBA rules shall be eligible to compete and participate, providing field space, playing space and Manager/Coaches availability. Those players shall have no rights, duties, or obligations in the management or property of CWBA.

(B) REGULAR MEMBERS: Any parent or legal guardian of a player member, who has paid their registration fee/membership dues and is actively interested in furthering the objective of CWBA, may become regular members of CWBA.

SECTION 3: SUSPENSION OR TERMINATION: Members may be suspended or terminated by action of the Executive Board.

(A) The Executive Board, by a majority vote of the board members present, shall have the authority to discipline, suspend, or terminate the membership of any member when the conduct of such person is considered detrimental to the best interest of CWBA. The member involved shall be notified at least 24 hours prior to the meeting, told the general nature of the charges, and given an opportunity to appear at the meeting to answer to such charges.

(B) The Executive Board shall, in the case of a Player Member, give notice to the parents or guardians of the player and the manager of the team of which the player is a member. The Executive Board will, at the completion of the Special Meeting, immediately vote to either suspend the player or revoke the player's right to participate.

ARTICLE IV – REGISTRATION FEE

- SECTION 1: All Board members are volunteers and it is a long-term effort to develop and promote the CWBA program to which it oversees. Each Board Member will pay a flat registration fee for his or her efforts and dedication to the CWBA program. This amount is voted on by the Executive Board and determined prior to the beginning of any membership period.
- SECTION 2: All registration fees are determined by the Executive Board.

ARTICLE V – MEETINGS

- SECTION 1: ANNUAL MEETING: The Annual Meeting of the members of CWBA shall be held on or around August 1st of each year at a place and time determined by the Executive Board. (Calendar year is determined as August – September)
- SECTION 2: MONTHLY MEETINGS: Monthly meetings of the members of CWBA shall be held on the first Wednesday of each month starting in September, and shall continue until the following date of the annual meeting. Place and time shall be determined by the Board. However, changes to this schedule may be made by the President or a majority of the Executive Board.
- SECTION 3: SPECIAL MEETINGS: Special meetings may be called by the President or majority of Executive Board Members with at least 24 hours notice.
- SECTION 4: NOTICE OF MEETINGS: Notice of all meetings may be posted on the CWBA Website or through CWBA wide email.
- SECTION 5: QUORUM: The presence in person of more than 50% of voting members shall be necessary to constitute a quorum of any business duly presented.
- SECTION 6: RULES OF ORDER: Robert's Rules of Order shall govern the proceedings of all Board Meetings, except where they conflict with the Constitution or Bylaws.
- SECTION 7: VOTING: Unless otherwise described in the By-laws, a majority vote of the Executive Board is required for approval of any matter brought before the Board.

ARTICLE VI – APPOINTMENT OF EXECUTIVE BOARD

- SECTION 1: TERM OF OFFICE: Executive Board elected shall serve a two-year term and other officers shall be elected each year. The Directors shall immediately enter upon the performance of their duties after the election to officer positions and shall continue until their successors have been elected to replace them.
- SECTION 2: ELECTIONS: At the September Regular Meeting, elections of new Board members shall be made by majority vote of Executive Board and any Regular Members who have attended at least 6 monthly meetings during the calendar year.
- SECTION 3: NOMINATIONS: Any time prior to the August Annual Meeting, a letter of intent must be given to the President or a member of the Executive Board to nominate someone or yourself for an open Board position.
- SECTION 4: VACANCIES: If a board vacancy occurs the Executive Board, by majority, may fill the position with a qualified Regular Member. The Board Member will serve the remainder of

the term until the next Annual Meeting. A Board Member wishing to resign must do so to the President and/or their respective Vice President (verbal or written).

SECTION 5: BOARD MEETINGS, NOTICE AND QUORUM: Monthly meetings of the Executive Board shall be held following annual election and on such days thereafter by a majority vote of the Board.

SECTION 6: DUTIES AND POWERS: The Executive Board shall have the power to appoint any special committees and to delegate to them such powers as the Board shall deem necessary:

Adopt such rules and regulations for the conduct of its meetings and the management of CWBA as it may deem proper.

By a majority vote, approve all contracts to be entered into by CWBA, and delegate authority for the negotiation of such contracts as needed.

By a majority vote, discipline, suspend, or remove any Board Member in accordance with the procedure set forth in Article III, Section 3(A).

Board members will be expected to attend all functions pertaining to their responsibility as Board members. Any Board member who misses three (3) consecutive regularly scheduled meetings, without notice, will be automatically removed from the Board.

ARTICLE VII – EXECUTIVE BOARD MEMBERS, DUTIES, AND POWERS

Officers of the Executive Board consist of a President, Vice President, Secretary, Treasurer and Auxiliary.

SECTION 1: PRESIDENT: The President shall:

(A) Conduct the affairs of the League and execute the policies established by the Executive Board.

(B) Present a report of the condition of CWBA at the Annual Meeting, including the presentation of the financial report as prescribed below.

(C) Communicate to the Executive Board such matters as deemed appropriate and make suggestions that may tend to promote the welfare of CWBA.

(D) Be responsible for the conduct of CWBA in strict conformity to the policies, principals, rules and regulations issued by the CWBA organization.

(E) The President, or such other officer as may be designated in writing, shall have power to make and execute for/and in the name of CWBA such contracts and leases that have received prior approval of the Executive Board.

(F) Investigate complaints, irregularities, and conditions detrimental to CWBA and report thereon to the Executive Board as circumstances warrant.

(G) With the assistance of any Executive Board Member, 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/or selection.

SECTION 2: VICE PRESIDENT: The Vice President shall:

(A) Assist the President in conducting all affairs of the league that are identified by the President as being Operational in nature.

(B) In case of the absence or disability of the President, provided they are authorized by the President or Executive Board to so act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of that office, and shall have such duties as from time to time may be assigned by the Executive Board or by the President.

SECTION 3: SECRETARY: The Secretary shall:

(A) Be responsible for recording the activities of CWBA 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 the Secretary or as may be assigned by the Executive Board.

(C) Maintain a list of all Regular Members, Board Members, and Committee members and give notice of all meetings of CWBA, the Executive Board, and Committees.

(D) Keep the minutes of all meetings of the Executive Board and the Executive Board and cause them to be recorded in a book kept for that purpose, and to supply Members with copies of the minutes of meetings as soon as possible.

(E) Conduct all correspondence not otherwise specifically delegated in connection with said meetings and shall be responsible for carrying out all orders, votes, and resolutions not otherwise committed.

(F) Notify Members, Board Members, and Committee members of their election or appointment.

SECTION 4: TREASURER: The Treasurer shall:

(A) Perform such duties as are herein specifically set forth and such other duties as are customarily incidental to the Office of the Treasurer or may be assigned by the Executive Board.

(B) Receive all monies and securities, and deposit same in a depository approved by the Executive Board.

(C) Keep records for the receipt and disbursement of all monies and securities of CWBA.

(D) Approve all payments from allotted funds and draw checks therefore

(E) Prepare and submit a financial report monthly and at such other times as may be requested by the President.

SECTION 5: AUXILIARY: The Auxiliary shall:

(A) Perform such duties as are herein specifically set forth and such other duties as are customarily incidental to any officer of the Board or that may be assigned by the Executive Board.

ARTICLE VIII – MANAGERS, COACHES, AND UMPIRES

- SECTION 1: Team Managers and Coaches will submit applications to the Executive Board for consideration at the start of each season by the President. The Executive Board, by a majority vote of the members present, shall have the authority to allow or disallow a specific Manager or Coach from participating in CWBA. Said Managers and Coaches shall be responsible for the selection of their teams and for their actions on the field, and can be disciplined in accordance with the procedure set forth in Article III, Section 3 above.
- SECTION 2: UMPIRES: Umpires shall be appointed annually by the President, who shall be responsible for their assignments and their actions on the field.

ARTICLE IX – RULES OF PLAY

- SECTION 1: RULES AND REGULATIONS: The Official Playing Rules and Regulations as published by the Pony Baseball, Inc. for each current season and the League's By-laws be binding in the League. From time to time, as determined necessary to the successful operating and functioning of the League, the Board shall propose, adopt and implement local rules and regulations. So as to not interfere with the context for these By-laws, such adopted and implemented local rules and regulations may be attached hereinafter as addendums as needed.
- SECTION 2: RULE CHANGES: Changes to the local rules of CWBA shall be introduced to the Executive Board by the President at a meeting to be held not less than ninety (90) days previous to the first scheduled game of a season, and will be adopted by the Executive Board at a meeting held not less than sixty (60) days previous to the first scheduled game of a season.

ARTICLE X – FINANCIAL AND ACCOUNTING

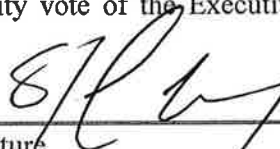
- SECTION 1: The Executive Board shall decide all matters pertaining to the finances of CWBA and it shall place all income in the organization's designated bank account, directing the expenditure of same in such a manner as will give no individual or team an advantage over those in competition with such individual or team.
- SECTION 2: The Executive Board shall not permit the solicitation of funds in the name of CWBA unless all of the funds so raised are placed in CWBA bank account.
- SECTION 3: The Executive Board shall not permit the disbursement of CWBA funds for other than the conduct of CWBA activities.
- SECTION 4: All monies received shall be deposited to the credit of CWBA in the approved depository bank. All checks shall be signed by the CWBA Treasurer and/or such other Officer or Officers as the Executive Board shall determine.
- SECTION 5: The calendar year of CWBA shall begin on the first day of January and shall end the last day of December.
- SECTION 6: DISTRIBUTION OF PROPERTY UPON DISSOLUTION: Upon dissolution of CWBA and after all outstanding debts and claims have been satisfied, the Members shall distribute the property of CWBA to such other organization or organizations maintaining an objective similar to that set forth herein, which are or may be entitled to exemption under Section 501(C)(3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE XI – AMENDMENTS

This Constitution and By-Laws may be amended, repealed, or altered in whole or part by a two-thirds vote at any regularly scheduled meeting of the Executive Board with 30 days notice of the proposed change.


Approved this 8th day of December, 2010 by a majority vote of the Executive Board of CWBA, Crestwood, Illinois.

Steve Hofsaes, President



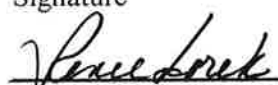
Signature

Scott Lorek, Vice President




Signature

Renee Lorek, Treasurer



Signature

Meaghan Kingzette, Secretary



Signature