

Garden Grove Pony Baseball, Inc.

By-laws

(Revised December 2022)

ARTICLE I

NAME

The name of this organization is **Garden Grove Pony Baseball, Inc.**

ARTICLE II

OBJECT

The object of **Garden Grove Pony Baseball, Inc. (GGPB)** is to teach all interested youth from our community the basic fundamentals of the game of baseball. To teach the importance of good sportsmanship, teamwork, and self-discipline, both by instruction and example. To teach the concept that winning isn't everything but doing one's best at all times is.

ARTICLE III

MEMBERS

SECTION 3.01 Membership and Rights

GGPB shall have one class of members, designated as regular members. All members have the right to one vote when matters are put before the membership for vote.

SECTION 3.02 Admission

Any adult whose child has been accepted into the League through an approved Player Application, with all registration fees paid, is eligible for membership and all rights of same. Any person dedicated to the purpose of this organization who does not

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SECTION 3.02 Admission (Cont.)

have a child playing is not eligible for coaching in the League. Any such requests to join **GGPB** must be approved by petitioning the Executive Board for the sole purpose of helping in the maintenance and care of fields only.

Player Applications shall be created by, administered by, and held by the Executive Board.

SECTION 3.03 Voting Members

Regular members shall have the right to vote, as set forth in these By-laws, on the election of Directors; on the disposition of all or substantially all of the assets of the corporation; on any merger and its principal terms and any amendment of those terms; and on any election to dissolve the Corporation. In addition, those members shall have the rights afforded members under the California Nonprofit Mutual Benefit Corporation Law. If the Corporation is dissolved, those members shall receive a pro rata distribution of all assets, exclusive of those held in charitable trust, remaining after payment or provision for payment of the obligations and debts of the Corporation and provision for any other payment required under applicable law.

SECTION 3.04 Fees, Dues, and Assessments

(a) All members shall pay seasonal fees in such amounts as shall be determined from time to time by the Executive Board. The fee for each player shall be payable and submitted in full with his or her application for membership.

(b) Fees paid to **GGPB** become property of **GGPB** and any severable or individual interest of any member therein terminates on such payment.

(c) Hardship. Any applicant or person seeking to become a member who is unable to pay said fees may appeal to the Executive Board seeking entry into the League without no fee, at a reduced fee, or on an extended payment plan. The Executive Board reserves the right to grant or deny said requests on a case by case basis.

SECTION 3.05 Termination of Membership

Membership in **GGPB** is seasonal in nature and not continuous.

(a) Nonpayment of fees. Any applicant to **GGPB** who fails to pay his or her fees or

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SECTION 3.05 Termination of Membership (Cont.)

other charges within thirty (30) days of when they become due shall automatically terminate said applicant provided, he or she was given written notice, delivered to them

SECTION 3.05 Termination of Membership(cont.)

(b) personally, or by United States Postal Service at least ten (10) days prior to such termination date. In the event that such notice is not given as herein required, then such membership shall automatically terminate for nonpayment of fees or other charges only if they are not fully paid within thirty (30) days after such written notice is eventually given and delivered to the member in person or deposited with the United States Postal Service, postage prepaid, and sent to them at the address as it appears in the records of **GGPB**.

(c) Rights of Termination. All rights and interests of a member of **GGPB** shall cease upon termination of membership as herein provided.

(d) Reinstatement. Any member whose membership has been terminated as provided in this Section may have his or her membership reinstated on such terms as the Executive Board may deem and will do so on a case-by-case basis.

SECTION 3.06 Transferability of Membership

Membership in **GGPB** is nontransferable and non-assignable.

SECTION 3.07 Meeting of Members

(a) Meetings of the members shall be held at any place designated by the Executive Board. In the absence of any such designation, membership meetings shall be held at Garden Grove Pony Baseball fields, Garden Grove, California.

(b) The regular meetings of the membership shall generally be held biweekly (January through July) as established from time to time by the Executive Board unless otherwise voted by the membership. The meeting days shall be designated annually and communicated to the membership in advance.

(c) The first regular meeting held in the month of May shall be known as the "Annual Meeting" of the membership, unless the Executive Board fixes another

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SECTION 3.07 Meeting of Members (Cont.)

date or time and so notifies members as provided in Section 3.07(d) of these By-laws. At this meeting, the directors of the Executive Board shall be elected, and any proper business may be transacted. Notice of the Annual Meeting is required every year. Notice of the Annual Meeting shall include the names of all nominated persons (or "slates") and be provided at least ten (10) days in advance of the meeting to the current Executive Board prior to Annual Meeting.

SECTION 3.07 Meeting of Members (Cont.)

(d) Special meetings of the membership may be called by the President; by any two (2) members of the Executive Board; or by five percent (5%) or more of the membership and shall be held at such times and places as may be designated by the Executive Board. The purpose of any meeting shall be clearly stated in the call to meet.

(e) Notice of "Special Meetings" shall specify the place, date, and time, and the general nature of the business to be transacted. No other business may be transacted at this meeting. Notice of any meeting of the membership shall be in writing and shall be distributed at least ten (10) days and no more than ninety (90) days in advance of the meeting. The notice shall be given either personally, by First Class mail, or published in the **GGPB** website.

(f) **Quorum.** Thirty-three percent (33%) of the membership must be present to constitute a quorum for the transaction of business at any "Annual Meeting" of members.

(g) Subject to the provisions of the California Nonprofit Mutual Benefit Corporation Law, members entitled to vote at any meeting shall be regular members in good standing as of the date of the meeting wherein a vote will be taken.

(h) Meetings of members shall be governed by the Executive Board following Robert's Rules of Order Newly Revised, as such rules may be revised, insofar as such rules are not inconsistent or in conflict with these By-laws, with our Articles of Incorporation, or with the law.

ARTICLE IV

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EXECUTIVE BOARD OF DIRECTORS

SECTION 4.01 Number and Qualifications

The authorized number of Executive Board Directors shall be a minimum of five (5) and a maximum of eleven (11). All Directors and the directors of any advisory boards or committees must be members in good standing of **GGPB**. Any members of **GGPB** are qualified to be a director. The Executive Board may add Directors at any time but shall not exceed the maximum number of Directors (20).

SECTION 4.02 Slates

Nominations must be made in the form of a Slate with at least seven (7) names per slate and a maximum of eleven (11) names. This nomination slate must be submitted at the second regular membership meeting in April as so designated by the Executive Board. The positions of: President; Vice _President; Secretary; Treasurer; and Player Agent must be filled by specific members names on any proposed slate.

The election to determine the next slate to fulfill the obligations of the Executive Board shall be held at the Annual Meeting of the membership in May of each year. The newly elected Directors shall take office on the following August 1st each year.

SECTION 4.03 Terms of Office

(a) Each Director shall be elected to serve for one year commencing on August 1st and ending the following July 31st.

(b) The Officers of **GGPB** and the Executive Board shall be: President; Vice President; Secretary; Treasurer; and Player Agent. The Executive Board each year may elect to have more than one Vice President or create new positions and titles for Directors as they deem necessary.

(c) The Executive Board shall be responsible for soliciting and securing enough volunteers (Chairpeople) for the various tasks and committees of the League.

SECTION 4.04 Duties of Directors

The duties of each Director shown below may change from Board to Board with the varying talents of each member. Directors may elect to take on additional duties or share duties for various reasons. The Executive Board as a whole shall be

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SECTION 4.04 Duties of Directors (Cont.)

responsible for providing adequate leadership and completion of all tasks necessary to run the League appropriately.

(a) **President.** The President shall: 1) Preside over all meetings of the Executive Board and the General Membership of the League; 2) State the business at hand if not done so on an official meeting agenda; 3) Recognize members wishing to speak at any meeting; 4) Put any question to vote; 5) Protect any meeting or assembly from annoyance from evidently frivolous or dilatory motions and or debates; 6) Use judgment in enforcing order during meetings; 7) Act as the primary spokesperson for GGPB to all outside entities; 8) Assist other committees or take on any other tasks as are possible and required to fulfill the object of the League.

(b) **Vice President.** The Vice President shall: 1) Be aware of all "Presidential" duties and able to assume them in the absence of the President at any meeting; 2) Be prepared to step into the office of President in the unlikely event of Presidential illness, resignation, or death; 3) Assist the President in any of their assigned duties as required; 4) Assist other committees or take on any other tasks as are possible and required to fulfill the object of the League.

(c) **Secretary.** The Secretary shall: 1) Record and keep a permanent record of all Executive Board meetings and meetings of the General Board as well as Annual Meetings; 2) Record in minutes what was "done" not what was said"; 3) Prepare an "Agenda" of business to be transacted at any meeting working closely with the President for appropriate content; 4) Receive and respond to all correspondence as is required to transact business for the League; 5) Assist other Executive Board members with normal tasks as appropriate; 6) Keep a record book(s) with all meeting minutes, By-laws, and other actions of the League, available to any member for viewing at a prescribed time and place as set by the Executive Board; 7) Be responsible for all correspondence to the General Membership with regards to meetings and other announcements; 8) Be prepared to officiate over any meeting in the absence of the President and Vice President. 9) Assist other committees or take on any other tasks as are possible and required to fulfill the object of the League.

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SECTION 4.04 Duties of Directors (Cont.)

(d) **Treasurer.** The Treasurer shall: 1) Be the primary keeper of all funds for the League (it is recommended that all bank statements be mailed to another member of the Executive Board for verification before delivery to the Treasurer); 2) Be one of three (3) signers on all of the League's checking accounts (other signers to be available persons or for example, the Snack Bar Manager(s) or Grounds Chairperson); 3) Be responsible for providing accurate and generally accepted accounting procedures and reports to the Executive Board and the General Membership at prescribed meetings as set forth by these By-laws and the Executive Board; 4) Assist other committees or take on any other tasks as are possible and required to fulfill the object of the League.

(e) **Player Agent.** The Player Agent shall: 1) Be the primary person responsible for administering the registration process of all players for the League; 2) Create all necessary flyers, advertisements, and notices of player registration; 3) Establish registration dates and times and provide adequate labor to complete said tasks at those times; 4) Keep appropriate records of player registration with all necessary information thereon; 5) Receive all registration fees acting on the fee policy as set forth by the Executive Board; 6) Transfer all registration money to the League Treasurer in a timely fashion; 7) Create a comprehensive roster of all players for all Divisions and the League as a whole; 8) Administer the Try-Out process; 9) Be the primary person responsible for creating teams from returning players and setting forth the draft process; 10) Administer the Player Draft process; 11) Handle Player Trades, late sign-ups, late player placements; 12) Create game schedules for all Divisions; 13) Be available to field player-related questions, comments, and concerns throughout the entire season; 14) Assist other committees or take on any other tasks as are possible and required to fulfill the object of the League.

(f) **Other Board Positions.** The Executive Board may create Board Positions every year for the various tasks that need doing. Some examples could be: Equipment Manager; Field Maintenance Manager; Rules; Umpire Liaison; Division Vice Presidents; Batting Cage Manager; Snack Bar Manager(s); or others as are needed in the opinion of the current Executive Board.

Specific tasks and duties will be created as these needs arise and administered by those members of the Executive Board deemed appropriate to have each task.

(g) **Non-Board Chairpersons.** As a voluntary organization, numerous positions will be created to be filled by volunteers not serving on the Executive Board. These

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SECTION 4.04 Duties of Directors (Cont.)

"Chairpersons" shall answer the Executive Board and be governed by them as is required by the scope of their tasks.

Various Chairperson positions shall be but not limited to: Team Moms; Scorekeepers; Snack Bar Manager(s); Division Vice Presidents; Trophies; League Dance; Batting Cage Manager; Various, Fund-raisers; Tournament Chairs; etc.

SECTION 4.05 Executive Board Vacancies

From time to time, the Executive Board may experience unexpected vacancies. Illness, death, relocation, resignation. Executive Board members should give as much notice as possible when they know they will be leaving the Board.

If a vacancy occurs or if the current Executive Board feels it necessary to add a person(s) to better achieve the object of the League, it shall have the authority to do so in keeping with other guidelines set forth in these By-laws.

- (a) Any position on the Executive Board including that of President that becomes vacant during their regular term, can be filled by that Board if they elect to do so.
- (b) New Board members shall be sought from the General Membership who are in good standing with the League and have a genuine interest in the goals and objectives of the League.
- (c) If the President leaves the Board for any reason, or desires to no longer hold this office, the Executed Board shall elect a new President from its own members or by soliciting a new member to fill this position from the General Membership.
- (d) Any other vacant office can be filled in the same way at the discretion of the Executive Board.

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ARTICLE V

PROXIES

SECTION 5.01 Rights of Members

Each member (parent or guardian of a player) shall have the right to vote either in person or by agent authorized by written proxy signed by the absent member. A written proxy shall be deemed valid if the member's name and vote has been placed on the proxy by the member themselves. A proxy shall be deemed valid for any meeting if received by any Executive Board member prior to the commencement of the meeting.

ARTICLE VI

AMENDMENT OF BY-LAWS

SECTION 6.01 Required Vote

These By-laws will be reviewed on an annual basis with any changes made to be voted upon at the first gathering of the entire General Membership on Opening Day in any season in which changes to the By-laws are made. If no changes are made, the existing By-laws shall remain in force with that reported by the Executive Board on Opening Day.

- (a) The Executive Board shall act as the By-law Review Committee on behalf of the League and will be diligent in their task or appoint, by majority vote of the Board, a five (5) person sub-committee to perform this task.
- (b) The updated version of the By-laws including all changes will be distributed to each member through their respective teams at least two weeks in advance of Opening Day.
- (c) The vote on Opening Day shall be by written ballot available at an assigned location. The results of the vote will be published on the website.
- (d) These By-laws may also be amended at any "regular" meeting of the members by a two-thirds (2/3) vote of the members present.

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SECTION 6.01 Required Vote (Cont.)

The amendment(s) must be submitted in writing to the Executive Board or By-laws Review Committee and be deemed important enough by that body for action outside of a regularly scheduled Annual Meeting of the General Membership.

The suggested By-law amendment(s) will be reviewed by the By-laws Review Committee and put into appropriate verbiage, form, and location.

Proper notification of the amendment to the General Membership will occur before any vote at a regular meeting of the membership.