

East Ridge Athletic Association

Traveling Baseball

Bylaws

Last updated – November 11, 2020

ARTICLE I – PURPOSE

The purpose of the East Ridge Athletic Association (hereafter known as ERAA) shall be to promote and operate traveling baseball programs for youth residing within the attendance area of East Ridge High School, Independent School District 833. Deviation from the eligibility area will require approval by the ERAA Traveling Baseball Board of Directors (hereafter known as Board). ERAA is organized exclusively for charitable purposes with the meaning of section 501(c)(3) of the Internal Revenue Code.

ARTICLE II – MEMBERSHIP

Membership is granted to each individual with payment of traveling baseball fees. Board members must reside within the attendance boundaries of East Ridge High School or have a child in the East Ridge High School attendance area. The program year will be defined as commencing January 1 and terminating on December 31 of each year. The right of a sustaining member will be to vote at any general membership meeting called in accordance with the bylaws.

ARTICLE III – BOARD OF DIRECTORS

SECTION 1 – Board Membership

The Board shall consist of a maximum of eighteen (18) members. This Board will consist of elected members including the officer positions of Director, Assistant Director (up to two individuals may hold this title), Secretary and Treasurer. Any additional Board members will be nominated and voted on by the current Board. The Board will be responsible for all decisions made on behalf of the organization in the interim between scheduled meetings. Each Board member shall be elected to serve for a term of two (2) years. A Board member shall hold office for the term for which they were elected and until the end of the meeting at which their successor has been elected.

SECTION 2 – Board Stipend

It will be determined by the Board at the end of each baseball season whether or not a stipend will be provided to each Board member in recognition of services provided by Board members. The decision will be primarily based on the financial status of the baseball program. The dollar amount will also be determined at that time (not to exceed \$150 per Board member per year) and will be disbursed either as a credit for the upcoming baseball season (preferred) or in the form of a check.

SECTION 3 – Removal of a Board Member

A Board member may be removed for failing to carry out expected duties or for having conduct detrimental to ERAA. In order to remove a Board member, a written complaint must be presented to the Board. The complaint will be reviewed and investigated by members of the Board. If there is sufficient justification, a hearing before the full voting Board will be held. The simple majority vote of the Board is required for the dismissal of a Board member. A Board member may also be dismissed without a written complaint for three (3) unexcused Board meeting absences within a membership year.

SECTION 4 – Resignation

Any Board member may resign at any time by giving written notice to the Director. The resignation will take effect on the date agreed upon by the affected Board member and Director.

SECTION 5 – Background Check

All Board members with direct access to Board finances will be required to complete a background check. It is the intent of ERAA to deny any person who has been convicted of a crime involving misuse of monies from serving on the Board in this capacity. The background check must be updated at least every two (2) years.

ARTICLE IV – ELECTED OFFICERS

SECTION 1 – Number

The officers of this organization shall consist of elected individuals, which include the Director, Assistant Director, Secretary and Treasurer.

SECTION 2 – Election and Term of Office

The positions of Director, Assistant Director, Secretary and Treasurer shall be elected from the membership by Board members, one vote per Board member. Officers shall be elected by the Board to serve terms of two (2) years and until their respective successors are chosen.

SECTION 3 – Removal

Any officer elected or appointed may be removed from office by a majority of the Board whenever, in its judgment, the best interests of the organization will be served thereby. The process to remove an officer will follow Article III, Removal of a Board member.

SECTION 4 – Resignation

Any Officer may resign at any time by giving written notice to the Director. If the Director is the Officer resigning, they must provide written notice of their desired resignation to the Assistant Director. The resignation will take effect on the date agreed upon by the affected Board member and Director or Assistant Director, as appropriate.

SECTION 5 – Vacancies

Any vacancy in any principal office because of death, resignation, removal, disqualification or otherwise shall be filled by the Board for the unexpired portion of the term.

SECTION 6 – Director

The Director shall act as the principal executive officer of the organization and subject to the control of the Board and membership. The Director shall: a) supervise all business and affairs of the organization; b) preside at all meetings of the membership and the Board; c) serve as ex-official member of all committees; d) report to ERAA Executive Board of Directors.

SECTION 7 – Assistant Director

The Assistant Director shall perform the duties of the Director in the event of the inability of the Director to act and when so acting, shall have all the powers of and be subject to all the responsibilities upon the Director. The Assistant Director shall act as liaison between committees and the full Board. Other duties may be assigned by the Board.

SECTION 8 – Secretary

The Secretary shall perform all duties incident to the office of Secretary and other duties may be assigned by the Board. Minutes of the meetings will be recorded and copies maintained by the Secretary. Copies will be distributed to Board members. The Secretary shall also hold the official papers of the association, including the bylaws and handbook. Upon completion of term of office, the Secretary shall deliver all books, papers and reports as appropriate to the Board.

SECTION 9 – Treasurer

The Treasurer shall be a liaison between the Board and ERAA Executive Board of Directors and be responsible for all funds of the traveling baseball organization, receive and give receipts for monies due and payable to the traveling baseball organization from any source whatsoever and deposit all such monies in the name of the traveling baseball

organization. The Treasurer shall in general perform all duties incident to the office of Treasurer and other duties may be assigned by the Board. Upon completion of term of office, the Treasurer shall deliver all books, papers and reports as appropriate to the Board.

ARTICLE V – MEETINGS

A general membership meeting shall be held annually at which time elections will be held for all open positions.

A special meeting of the membership for any purpose may be called by the Director or ERAA Executive Board of Directors.

A quorum for any Board meeting shall consist of a minimum 2/3 (equal to 12) of the elected Board members. If a quorum is present, the affirmative vote of a majority (minimum 51%) of Board members present shall constitute an act of the Board.

The Board will generally meet on the first Sunday of every month. Additional meetings may be scheduled as necessary. Meetings will be held at a designated location determined by the Director. Notice of time and place of all meetings shall be communicated to each Board member and Board members must be given at minimum 48-hour notice of the proposed meeting. All meetings shall be open to the public and posted on www.eraamn.com.

ARTICLE VI – SPECIAL COMMITTEES

The Director or the Executive Board of Directors may establish special committees as needed. Actions of special committees are subject to approval of the Board. The special committee shall establish rules and regulations and operate the specific activity under its jurisdiction. The Director shall have final jurisdiction.

ARTICLE VII - BYLAW CHANGES

Any article may be changed upon approval of the Board and a majority of the membership present at a scheduled general meeting provided the incorporation status of the Association is not altered. Two (2) weeks minimum advance notice to all Board members is required before any changes can be made to the bylaws.