

# PBSA By-Laws

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## Article I: Definitions

- 1. Name.** This organization shall be known as the Plum Baseball & Softball Association (PBSA). It is a non-profit organization, located in Plum Borough, Allegheny County, Pennsylvania.
- 2. PBSA Year.** The PBSA operational year shall run from November 1 through October 31.

## Article II: Objectives

- 1.** To provide an opportunity for all children in Plum Borough to participate in organized Baseball and Softball games, leagues and tournaments in varying age groups as may be needed.
- 2** To promote and instill the values of good sportsmanship, honesty, loyalty, courage, teamwork and respect for others in all participants.
- 3.** To ensure that all officers, managers and coaches understand that individual achievements are secondary to the success of the team, and that the success of the team is secondary to the education and development of the participants.
- 4.** To ensure that the assets accumulated by the PBSA are used solely for the benefit of the participants and in furtherance of the Objectives.

## Article III: Membership

1. **Membership Requirements.** Any person who satisfies the requirements of this Article shall be a member of the PBSA.
  - a. **Voting Members.** All Active Members who have attended at least one quarter (1/4) of the scheduled General Membership meetings in the current PBSA Year or the immediately preceding PBSA Year. Active Members will be given credit for attendance at a General Membership meeting if they are involved in a PBSA activity that conflicts with attendance at such meeting; all such instances must be submitted in writing to the Secretary for verification prior to the next General Membership meeting. All PBSA Officers, members of the PBSA Board of Directors, and Team Managers are automatically Voting Members during the full PBSA Year in which they hold such positions.
  - b. **Playing Members and League Ages.** Those participants having a League Age between five (5) and nineteen (19) years; Playing Members are not eligible to be Voting Members.
    - A. **League Ages.** League Ages for Playing Members are:
      - i. **Tee-Ball and Baseball Leagues:** the age of the Playing Member on August 31st of the current PBSA Year (excepting those Playing Members who elected to remain at their current level in 2016, under the procedure in Article XIV, Section 3, for as long as they remain in the PBSA).
      - ii. **Slow Pitch Softball League:** the age of the Playing Member as of August 31st of the current PBSA year.
      - iii. **Fast Pitch Softball Leagues:** the age of the Playing Member as of December 31st of the current PBSA year.
  - c. **Active Members.** Any persons who have an interest in the PBSA as a parent or legal guardian of a Playing Member, or have otherwise registered with the Secretary as a PBSA volunteer.
3. **Membership Fees.** Shall be established by the Board of Directors and shall include Registration Fees for Playing Members, and may include other fees adopted by the Board in accordance with these By-Laws.
4. **Membership Restrictions.** Membership and/or participation in the PBSA is primarily intended for Plum Borough residents or those children who attend school in Plum Borough (Residents). Non-residents may play on PBSA in-house teams. The Board may impose an additional registration fee for non-resident Playing Members.
5. **Tournament Requirements.** Except as otherwise specifically stated in the General Rules for Playing Leagues, participation on a PBSA Tournament team as a player is limited to PBSA Playing Members who play on a PBSA in-house team during the PBSA Spring Season in the year in which the Tournament team is selected. Except in the case of a bona-fide injury, the Playing Member must be an active participant on the in-house team.

## Article IV: General Meetings

1. **Meetings.** Unless otherwise decided by the Elected Board and notified to the PBSA Members, the General Membership meetings will be held on the 4th Thursday of each calendar month except January, July, November and December, when there will be no meetings. The meetings will start between 6pm and 9pm, as decided by the Elected Board and notified to the PBSA Members.
2. **Motions.** A motion to carry out any action can be made by any Member. Except for those actions governed by Article IX, Article X or Article XVI, or such actions that are otherwise reserved for the Board under these By-Laws, in order for a motion to pass, at least fifty percent (50%) of Voting Members must be present (a Quorum) in order to vote on the motion, and a majority of the Voting Member Quorum must vote in favor of the motion.
3. **Order of Business** (can be done in any order).
  - a. Review and approve the minutes of the previous meeting
  - b. Treasurer's report
  - c. Committee / Board reports
  - d. Reports of Baseball League Representatives
  - e. Reports of Softball League Representatives
  - f. Old Business
  - g. New Business
  - h. Motions
  - i. Adjournment

## Article V: Board of Directors

1. **Board Membership.** The management of the PBSA, its affairs, property and assets, is vested in the Board of Directors (Board). The Board will consist of a: President, Vice-President, Secretary, Treasurer, Director of Baseball, Director of Fast Pitch Softball, Director of Slow Pitch Softball, Director of Facilities, Director of Operations and all League Directors. Each Board Member shall have a single vote, with the exception of the President, who shall only cast a vote in order to break a tie.
  - a. Elected Board. The Elected Board shall consist of the President, Vice President, Secretary and Treasurer, elected or appointed in accordance with Article XI.
  - b. Executive Board. The Executive Board shall consist of the President, Vice-President, Secretary, Treasurer, Director of Baseball, Director of Fast Pitch Softball, Director of Slow Pitch Softball, Director of Facilities and Director of Operations.
  - c. Maximum Vacancies. In order for the Board and the Executive Board to carry out any of the duties granted under these By-Laws, there can be no more than three (3) vacant positions on the Executive Board and no more than four (4) additional vacant positions on the Board.

## 2. Meetings.

- a. The Board shall meet regularly on the second Thursday of every month, unless otherwise decided by the Elected Board; at least fifty percent (50%) of the current Board members must be present in order to conduct a regular meeting.
- b. Any Special meetings of the Board shall be called by the President or by agreement of at least fifty percent (50%) of the Board members; at least two thirds (2/3) of the current Board Members must be present in order to conduct a special meeting.
- c. Any Active Member may attend the regularly scheduled Board meetings and shall be given an opportunity to address the Board at the beginning of the meeting upon the Member's request.
- d. The Executive Board shall meet, as necessary, before or after any Board meeting, or as called by the President; at least five (5) of the current Executive Board members must be present in order to conduct an Executive Session meeting.

## 3. Motions. Any Board Member may make a motion. A simple majority vote of the Board Members present is required for any motion to pass, except in the case of any Extraordinary Motion (as defined below), in which case at least two thirds (2/3) of all current Board Members must vote in favor of the Extraordinary Motion for it to pass.

- a. Extraordinary Motion. In order for the Board to carry out the following actions, an Extraordinary Motion must be made and approved by the Board:
  - i. Dissolution of the PBSA (without prejudice to the Members' independent right to dissolve the PBSA as provided under Article XVI, and subject to Article XVI, Sect 2.)
  - ii. Removal of any Board Member (without prejudice to the Members' independent right to remove a Board Member as provided under Article X.) Any Board member may propose that another Board Member be removed from his/her Board position; the proposal must be presented to the Board at any Board meeting, and include the specific reasons for the proposal. A Board Member's failure to carry-out, uphold, or abide by the Duties of the Board, as described in Article V, Section 4 may be cause for removal from the Board. The targeted Board Member shall be given notice of the proposal and given an opportunity to address the Board.
  - iii. Any single expenditure in an amount greater than Fifty Thousand Dollars (\$50,000).

## 4. Duties of the Board of Directors

- a. To carry out the Objectives of the PBSA
- b. To comply with all applicable PBSA Policies in the performance of their duties
- c. To carry out and enforce the PBSA By-Laws
- d. To recommend changes to the PBSA By-Laws
- e. To establish, approve, modify, carry out and enforce the General Rules for Playing Leagues governing the operations of, and games played in, all PBSA Leagues
- f. To establish, approve, enforce and/or modify Policies governing the conduct of the PBSA Board and/or PBSA Managers, Coaches or members
- g. To approve expenditures and conduct the business of the PBSA Leagues, including: preparing and approving an annual operating budget; organizing concessions, obtaining insurance, maintaining playing fields, operating a website, advertising, fundraising, and other activities related to PBSA or League operations
- h. To approve all candidates for the position of Managers within the PBSA Leagues

- i. To approve all candidates for Tournament team Managers
- j. To fill any vacant Managerial position in any PBSA League
- k. To establish Registration Fees and other Membership Fees as required
- l. To establish any Committees, select chairpersons and members of each, and fill all vacancies on such committees by appointment
- m. To attend at least Sixty Percent of the Board meetings in each PBSA Year and to review the Board Meeting Minutes for all meetings during the PBSA Year
- n. To vote on any Motion or Extraordinary Motion properly presented
- o. To establish Sub-Committees of the Board as necessary to carry out these Duties

**5. Duties of the Executive Board.** In addition to carrying out their Duties as Board Members, the duties of the Executive Board shall be:

- a. To approve all candidates submitted by the Director of Baseball, Director of Fast Pitch Softball and Director of Slow Pitch Softball for the positions of League Directors
- b. To fill any vacancies on the PBSA Board for the remainder of the such Board Member's term
- c. To appoint and/or approve assistants or staff to assist other Board Members, as needed, in carrying out their duties

## **Article VI: Board Members**

**1. Elections.** The Board Members shall be elected or appointed in the manner described in Article XI.

**2. Duties of the President.**

- a. To preside at all General Membership, Board and Executive Board Meetings
- b. To call Special Board or Executive Board meetings
- c. To enforce or have enforced the By-Laws, and any other rules and regulations of the PBSA or the PBSA Leagues
- d. To supervise the duties and responsibilities of all PBSA Board members
- e. To sign, either with the Vice President, Treasurer or the Secretary, all written contracts, obligations, and instruments of the PBSA
- f. To assign two (2) Active Members, or a third party, to review or audit the financial records and statements of the Treasurer at the end of each PBSA Year prior to the January meeting of the subsequent PBSA Year, and to report on the results of such review or audit at such meeting
- g. To perform other such duties as assigned by the Board or as required to carry out the Objectives of the PBSA.

**3. Duties of the Vice President**

- a. To perform all the duties of the President in his absence, or such other duties as the President may delegate. If the office of the President shall become vacant, the Vice President shall hold the office of President until the next election.
- b. To sign and/or countersign all instruments as may require the Vice President's signature.
- c. To assist other Board members in the performance of their duties as required or perform any other duties assigned by the Board

#### **4. Duties of the Secretary**

- a. To conduct or to have conducted all official correspondence of the PBSA
- b. To keep minutes and records of all meetings and all actions taken at any General Membership, Board or Executive Board meetings
- c. To sign and/or countersign all instruments as may require the Secretary's signature
- d. To keep or cause to be kept all records incident to the PBSA, such as the current ByLaws, lists of Active and Voting Members, attendance at meetings, resignations, correspondence, etc.
- e. To maintain current mailing and/or e-mail lists of Active Members
- f. To operate and maintain the PBSA website, including (with the assistance of other Board Members as applicable) on-line registration; scheduling, re-scheduling, and cancellation of League Games; current PBSA financial information, By-Laws and Board information; and other information pertinent to PBSA Members as directed by the Executive Board.
- g. To ensure that all active Board Members and Managers in all Leagues have obtained all appropriate clearances as required by the Board, the State or any Local authority
- h. To assist the Treasurer in coordinating the annual League registration process
- i. To perform such other duties as assigned by the Board or incident to the office of Secretary

#### **5. Duties of the Treasurer**

- a. To co-ordinate, along with the Secretary annual League registrations and collect the registration fees
- b. To sign and countersign all instruments as may require the Treasurer's signature.
- c. To act as custodian for all PBSA funds in accordance with the requirements of the Board, these By-Laws, and all applicable State, Federal and/or Local rules and regulations
- d. To pay all financial obligations of the PBSA as approved by the Board, provided that all checks must be signed by two of following Board members: President, Vice President, Secretary and Treasurer
- e. To keep records in accordance with generally accepted accounting practices
- f. To submit a current financial statement at all General Membership meetings, or as requested by the Board
- g. To prepare, with the assistance of the Executive Board, a proposed operating budget for the current PBSA Year no later than the January Board meeting
- h. To perform such other duties as assigned by the Board or incident to the office of Treasurer

#### **6. Duties of the Director of Baseball**

- a. To co-ordinate the operations and games of all PBSA Baseball Leagues
- b. To recommend changes to any PBSA Policies or the General Rules for Playing Leagues affecting any Baseball League
- c. To submit to the Executive Board for approval all candidates for a Baseball League Director
- d. To submit to the Board all disputes, problems, official protests and disciplinary actions related to any Baseball League
- e. To schedule all Baseball League games with the assistance of the Secretary and Director of Operations
- f. To implement the General Rules for Playing Leagues as applicable to all Baseball Leagues

- g. To ensure there are qualified umpires to work all PBSA in-house and Tournament Baseball games, and that such umpires are aware of, and enforce, all applicable PBSA rules related to Baseball games
- h. To submit to the Treasurer, within the first two months of each PBSA Year, the estimated costs for equipment and supplies required by all Baseball Leagues for such PBSA Year
- i. To perform such other duties as assigned by the Board.

**7. Duties of the Director of Fast Pitch Softball & Director of Slow Pitch Softball**

- a. To co-ordinate the operations and games of all PBSA Fast Pitch & Slow Pitch Softball Leagues
- b. To recommend changes to any PBSA Policies or the General Rules for Playing Leagues affecting any Fast Pitch & Slow Pitch Softball League
- b. To submit to the Executive Board for approval of all candidates for the Fast Pitch & Slow Pitch Softball League Director
- c. To submit to the Board all disputes, problems, official protests and disciplinary actions related to any Fast Pitch & Slow Pitch Softball League
- d. To schedule all Fast Pitch & Slow Pitch Softball League games with the assistance of the Secretary and Director of Operations
- f. To implement the General Rules for Playing Leagues as applicable to all Fast Pitch & Slow Pitch Softball Leagues
- g. To ensure there are qualified umpires to work all PBSA in-house and Tournament Fast Pitch & Slow Pitch Softball games, and that such umpires are aware of, and enforce, all applicable PBSA rules related to Fast Pitch & Slow Pitch Softball games.
- h. To submit to the Treasurer, within the first two months of each PBSA Year, the estimated costs for equipment and supplies required by all Fast Pitch & Slow Pitch Softball Leagues for such PBSA Year
- i. To perform such other duties as assigned by the Board.

**8. Duties of the Director of Facilities**

- a. To co-ordinate the care, maintenance and improvement of all baseball and softball fields leased or used by the PBSA Leagues
- b. To ensure that all alterations, additions or improvements to any fields are carried out in accordance with any applicable conditions, restrictions or consents that may be imposed or required by any applicable lease or permit
- c. To submit to the Treasurer, within the first two months of each PBSA Year, the estimated costs for equipment and supplies required to maintain the fields for such PBSA Year
- d. To cancel any League games due to unplayable or unsafe field conditions, and to immediately inform the Members of the same with the assistance of the Secretary
- e. To perform such other duties as assigned by the Board

**9. Duties of the Director of Operations**

- a. To co-ordinate the purchase of capital equipment, bulk supplies and other major expenditures for the PBSA Leagues or PBSA operations
- b. To obtain competitive bids from at least 3 vendors for any equipment, supplies or services purchased by the PBSA in excess of \$2,500
- c. To submit to the Treasurer, with the assistance of other Executive Board Members, within the first two months of each PBSA Year, the estimated costs for capital equipment, bulk supplies or other expenditures required or planned for that PBSA Year



- d. To co-ordinate the scheduling of in-house PBSA Baseball, Fast Pitch and Slow Pitch Softball League games with the assistance of the Director(s) of Softball and the Director of Baseball
- e. To perform such other duties as assigned by the Board

#### 10. **Duties of the League Directors**

- a. To coordinate all of the activities of the League for which they are responsible, including conducting a draft, scheduling practices and games, recommending Managers for teams, organizing all-star games, etc.
- b. To enforce the General Rules for Playing Leagues, as applicable to their League, and to make recommendations for changes to the same
- c. To submit to the Director of Baseball or Director(s) of Softball, as applicable, all disputes, problems, official protests and disciplinary actions related to their League
- d. To perform such other duties as assigned by the Board

#### 11. **Duties of the Webmaster**

- a. To complete and maintain all website [www.pbsasports.net](http://www.pbsasports.net) updates and changes. Managing user accounts and answer questions. Primary point of contact for any technical issues and troubleshooting.
- b. Manage email forwarding via GoDaddy for pbsasports.net email addresses to personal email addresses
- c. Manage the Plum Baseball & Softball Association Facebook page

#### 12. **Duties of the Director of Player Development**

- a. Work with newer coaches in the TBall, Coed Rookie baseball and Fast / Slow Pitch softball leagues on the fundamentals. Guide them on what to teach, how to execute practices effectively and how to properly maintain the fields.
- b. Set up and manage clinics for kids in all divisions

## **Article VII: Expenditures**

1. **Funds / Personnel.** Only the Board may commit to spend PBSA funds or obligate PBSA personnel.
2. **Expenditure Limits.** For any Expenditures which are not included as part of the PBSA's pre-approved, annual operating budget, the following Expenditure limits are imposed on the Board:
  - a. Less than \$500. Can be made by any Executive Board member, subject to providing proper justification and documentation, as may be reasonably satisfactory to any two of: the President, Vice President, Treasurer or the Secretary.
  - b. From \$500 to \$1999. Requires a majority vote of the Executive Board
  - c. From \$2000 to \$4999. Requires a majority vote of the current Board
  - d. Over \$5000. Requires approval by two-thirds (2/3) of the current Board and either (i) a minimum of 3 competitive bids; (ii) is accordance with approved State guidelines for pricing, as applicable, with respect to the expenditure; or (iii) is otherwise shown to be an arm's length transaction through an appropriate benchmark
  - e. Sale or Disposition of PBSA Property. Requires a majority vote of the current Board



**3. Loans.** The Executive Board may commit the PBSA to borrow funds in amounts up to Seven Thousand Five Hundred Dollars (\$7,500) for any single loan, and up to Twenty Five Thousand Dollars (\$25,000) in the aggregate, to be used for any approved Expenditure(s). Single loans greater than \$7,500, or a total amount of aggregated loans above \$25,000, must be approved by the Board.

## **Article VIII: Discipline**

**1.** The Board has the authority to discipline, suspend or expel any PBSA member for improper action. Improper Action may consist of serious, continuous, or intentional violations of the PBSA By-Laws, Policies or League Rules, or the falsification of any document, form or certification required by the PBSA. The Board shall notify the member within 24 hours of taking any such action.

**2.** Except as provided in Section 3 in this Article VIII, any discipline or suspension of a member requires a majority vote of the Board; expulsion of a member requires a two thirds (2/3) vote of the Board.

**3.** Any League Director may issue an immediate, interim suspension to any PBSA member for a period of up to seven (7) days in the event that such member is engaging in any Improper Action during or incident to a game played under such League Director's responsibility, The League Director shall notify the President within 24 hours of the suspension and provide the President with details of the incident for review by the Board.

**4.** A disciplined, suspended, or expelled member shall have the right to present his case before the Board at a time stipulated by the Board and not unreasonable to the member. If the member fails to attend such meeting, the Board's decision is final.

## **Article IX: Amendments to the PBSA By-Laws**

**1. Proposed Amendment.** The Board or any Active Member may propose an amendment or change to the PBSA By-Laws; the proposal must be presented in writing to the Secretary at a General Membership meeting, along with a brief explanation of the reason for the proposal.

**2. Consideration.** The proposal shall be read to the members at the General Membership meeting during which it is presented, and it shall be posted on the PBSA Website. At the next General Membership meeting, the proposal shall be read again and the Board shall recommend to the members whether the proposal shall be adopted or rejected, along with the reasoning for the Board's recommendation.

**3. Vote.** After the Board's recommendation, a vote shall be taken on the proposal; if at least fifty percent (50%) of the Voting Members participate in the vote in person or via e-mail submission to the Secretary (a "Quorum"), and a majority of the Quorum votes in favor of the proposal, the proposal shall pass and be effective immediately. If a Quorum is not achieved, the proposal shall be voted on at the next General Membership meeting in the same manner, except that at such second meeting a Quorum shall be defined as at least thirty-five percent (35%) of the Voting Members. If no Quorum is achieved at the second meeting, the proposal shall be deemed to have failed.

## Article X: Removal of Board Members

1. **Proposed Removal.** Any Active Member may propose that a Board Member be removed from his/her Board position; the proposal must be presented in writing to the Secretary at a General Membership meeting, along with a specific reason for the proposal. Any such proposal is without prejudice to the Board's independent right to remove a Board Member as provided under Article V, Section 3(a).
2. **Consideration.** The proposal shall be read to the members at the General Membership meeting during which it is presented, and it shall be posted on the PBSA Website. At the next General Membership meeting, the proposal shall be read again and the Board shall recommend to the members whether the proposal shall be adopted or rejected, along with the reasoning for the Board's recommendation. The targeted Board member shall be given an opportunity to speak if he or she requests to do so and any Active Member supporting the proposal shall also be given an opportunity to speak.
3. **Vote.** After the Board's recommendation, a vote shall be taken on the proposal; if at least fifty percent (50%) of the Voting Members participate in the vote in person or via e-mail submission to the Secretary (a Quorum), and at least two-thirds (2/3) of the Quorum vote in favor of the proposal, the proposal shall pass and the Board member shall be removed from his/her position effective immediately. If a Quorum is not achieved, the proposal shall be voted on at the next General Membership meeting in the same manner, except that at such second meeting a Quorum shall be defined as at least thirty-five percent (35%) of the Voting Members. If no Quorum is achieved at the second meeting, the proposal shall be deemed to have failed.

## Article XI: Elections and Appointments of Board Members

1. **Positions to be Elected.** The following PBSA Board members shall be elected positions: President, Vice-President, Secretary and Treasurer (Elected Board).
2. **Positions to be Appointed.** The following PBSA Board members shall be appointed by the Elected Board Members: Director of Baseball, Director of Fast Pitch Softball, Director of Slow Pitch Softball, Director of Facilities, Director of Operations, Director of Equipment, and Webmaster. The League Directors shall be appointed by the Director of Baseball or the Director(s) of Softball, as applicable, subject to approval by the Executive Board. (Collectively, the Appointed Board Members).
  - a. **Limitations.** The Elected Board may not appoint any member of their immediate family (i.e. spouse, parent, child, sibling), or the spouse of any immediate family member, to serve on the Executive Board.
3. **Time of Elections / Appointments.** Elections for the Elected Board Members shall be held at the last General Membership meeting in the PBSA Year. Appointments for the Appointed Board Members shall take place after the last General Membership meeting in the previous PBSA Year and shall be announced no later than the first General Membership meeting in the current PBSA Year.
4. **Voting Members.** Only Voting Members shall have the right to vote in elections for Elected Board Members.
5. **Terms of Positions.** Except as provided below for the Initial Term, all Board members shall be elected or appointed for terms of two years. The elected terms shall commence at the

start of the PBSA Year immediately following the elections, and expire at the end of the second PBSA Year following the elections. The appointed terms shall commence immediately upon appointment or approval by the Elected Board Members or the Executive Board, as applicable, and expire at the end of the second PBSA Year following the appointment.

- a. **Initial Term.** The initial term for each of the first PBSA President, Secretary, Director of Baseball, Director of Facilities, Director of Umpires and Baseball League Directors shall be for three (3) years, such that those positions shall not be elected / appointed until the even numbered calendar year 2014.
- b. **Term Limits.** Each Elected Board Member and Appointed Board Member shall only be eligible to serve a maximum of three (3) consecutive terms in the same Board position, and shall only be eligible to serve on the Board in any position for a maximum of six (6) consecutive terms.

**6. Staggered Positions.** The Vice President, Treasurer, Director of Fast Pitch Softball, Director of Slow Pitch Softball, Director of Operations and Softball League Directors shall be elected/appointed in odd-numbered calendar years, and (except for the Initial Term) the President, Secretary, Director of Baseball, Director of Facilities and Baseball League Directors shall be elected/appointed in even-numbered calendar years.

**7. Eligibility for Certain Board Positions.** Each Board member shall be an Active Member and is subject to the Term Limits specified in Section 5 of this Article XI. The Treasurer shall have at least four (4) years of work experience in the areas of financial services, financial auditing or tax preparation, or have obtained the status of a Certified Public Accountant. The Secretary must have sufficient technical and/or computer knowledge and experience related to creating, maintaining and upgrading websites, or otherwise have an Assistant Secretary with such skills appointed under Article V, Section 5c.

**8. Election Procedures.** Any Active Member wishing to run for a Board position must notify the Secretary in writing at or before the General Membership meeting in August of the PBSA Year, and specify what Board position they intend to run for. At the end of the August General Membership meeting, the Secretary shall inform the members of the candidates for each Board position that is up for election. After confirming the eligibility of each candidate (as applicable) the Secretary shall ensure that the candidates' names are posted on the PBSA Website. All eligible candidates shall be given an opportunity to speak to the members at the General Membership meeting in September. If there are no candidates for a Board position following the August General Membership meeting, members shall be allowed to submit their candidacy for such position prior to, or at beginning of, the September General Membership meeting.

**9. Method of Voting.** The votes shall be by written ballot and shall be tallied by at least two (2) members of the Board. Voting Members may submit absentee ballots in writing or via e-mail to the Secretary or Vice President at any time prior to the election by identifying the Voting Member's name and the candidates he/she is voting for; any such Voting Member may not vote in person at the election. The candidate that obtains the majority of the votes cast by Voting Members shall be elected; in the event of a tie, winner shall be determined by a majority vote of the Board.

## Article XII: Committees

1. The Board shall establish Committees as needed to carry out the Objective and appoint chairpersons and members to such Committees as required.
2. The Board may request that the Committee chairperson present progress reports at any Board meeting or General Membership meeting.
3. The duties of each Committee shall be assigned by the Board.
4. Any member may recommend to the Board that a Committee be established.

## Article XIII: Appointments of League Directors and Managers

1. **Recommendations.** The Director of Baseball and the Director(s) of Softball, as applicable shall recommend candidates to the Executive Board for the position of League Director for each Baseball League, each Softball League, and one Director for Fast-Pitch Softball. The Director of Baseball, the Director(s) of Softball, or a League Director shall recommend candidates to the Board for the position of Manager for each Baseball and Softball team.
2. **Appointment.** The Executive Board shall appoint all League Directors by a majority vote, and the Board shall approve all Managers, including in-house and Tournament teams, by a majority vote. Approval of Managers by the Board may be done by Sub-Committees appointed by the Executive Board, provided that (i) all such Sub-Committees shall be comprised of (i) either the Director of Fast Pitch Softball, Director of Slow Pitch Softball or the Director of Baseball as the Chairperson, (ii) the Elected Board Members, and (iii) at least four (4) other Board Members.
3. **Duties of the Managers.** The duties of the in-house Managers, and Tournament team Managers shall be specified in the General Rules for Playing Leagues, as approved by the Board and as may be modified from time to time.
4. **Removal of Managers.** Any Manager may be removed from that position upon the motion of a Board Member and a majority vote of the Board, or a upon a successful motion by an Active Member and a majority vote of the Board.
5. **Procedures for In-House Manager Applications.** All in-house team Managers must fill out a Manager Application for their desired position on or before the February General Membership meeting (or later, subject to notice by the Board to the members that particular team Manager applications are still being accepted.) The Board will appoint all in-house Managers prior to the March General Membership meeting (except in the case of an extended application period.)
6. **Procedures for Tournament Manager Applications.** All Tournament team Managers must fill out a Tournament Manager Application for their desired position and submit it to the Board on or before the regularly scheduled April Board meeting (or later, subject to notice by the Board to the members that particular Tournament team Manager applications are still being accepted.) The Board will appoint all Tournament team Managers prior to the April General Membership meeting (except in the case of an extended application period.)

**7. Procedures for Tournament Team Selection.** The procedures for the selection of players for all Tournament teams, including age classifications, player eligibility, try-outs, etc., as applicable, shall be specified in the General Rules for Playing Leagues, as approved by the Board and as may be modified from time to time.

## **Article XIV: Structural Organization of Playing Leagues**

**1. Baseball and Softball Leagues.** The Baseball and Softball Leagues of the PBSA are as follows; except as provided in this Article XIV, Section 1(d) and Section 3, and when playing as a 'call-up', no Playing Member may play in any League above the League determined by such Playing Member's League Age:

**a. Baseball Leagues.**

- i. Tee Ball (Boys and Girls) – League Age of 5-6 years old
- ii. Rookie (Coach Pitch) – League Age of 7-8 years old
- iii. Minor – League Age of 9-10 years old
- iv. Junior – League Age of 11-12 years old
- v. Pony – League Age of 13-14 years old
- vi. Colt – League Age of 15-18 years old

**b. Slow Pitch Softball Leagues.**

- i. Rookie (Coach Pitch) – League Age of 7-8 years old
- ii. Minor – League Age of 9-11 years old
- iii. Junior – League Age of 12-14 years old
- iv. Senior – League Age of 15-19 years old
- ii. If determined, by the director of Slow Pitch Softball, there are not enough teams in any or all divisions to have an inclusive in-house season, the following can be done:
  - 1. The Director of Slow Pitch Softball can recommend to the Executive board to register the participants of Slow Pitch Softball into an outside Slow Pitch league. This will allow our in-house teams to play teams from other communities
  - 2. If the Executive Board approves the recommendation, our in-house Slow Pitch Softball teams will be registered into the most appropriate outside Slow Pitch Softball league possible. Our in-house team rosters will then be configured based on age tiers defined by outside league chosen

**c. Fast Pitch Softball Leagues.**

- i. 10 & Under – based on League Age
- ii. 12 & Under – based on League Age
- iii. 15 & Under – based on League Age
- iv. 18 & Under – based on League Age

**d. Fall Ball Leagues.**

- i. The PBSA shall operate Fall Ball Leagues for Playing Members for Baseball, Slow Pitch Softball and/or Fast Pitch Softball at the PBSA's discretion based on

interest and participation. In Fall Ball Leagues for Baseball, Player Members are expected to play in the League determined by their League Age for the upcoming PBSA Spring Season.

**2. League Operation.** Each League shall be administered by a League Director appointed by the Director of Baseball, Director of Fast Pitch Softball or the Director of Slow Pitch Softball, as applicable, and approved by the Executive Board. A League Director may administer more than one League. Each League shall be governed by the General Rules for Playing Leagues applicable to their League.

**3. One Time Change of Tournament Teams.** Players who have previously played on a tournament team in either 7U, 8U, 9U, 10U or 11U and have a date of birth that is eligible, will have a one time chance to tryout for another age groups tournament team. 12U is excluded from this rule.

**4. Special Rule and Procedure for 2016 Baseball Age Change.** In connection with changes to the Baseball Age Determination Date recently announced by Little League Baseball, which are anticipated to be generally adopted by youth baseball organizations, and in conjunction with the corresponding Baseball age determination date change made in Article III, Section 1(b)(A)(ii) in this Revision 1 of the PBSA By-Laws, for the 2016 Spring PBSA Season, the following procedures will be used with regard to those Baseball Playing Members affected by this change:

- a. League Ages 9 and Above\_ All Baseball Playing Members born May 1 thru August 31 shall have a one-time option to continue to play at the PBSA Baseball League level they would have been eligible to play in under the previous age determination date of April 30. If a Playing Member chooses this option, he will be grandfathered in beginning at that level and continuing for the rest of his PBSA playing career. Any Playing Member that does not choose this option will play at the applicable Baseball League level determined using the new August 31 age determination date, and continuing for the rest of his PBSA career.
- b. League Ages 8 and Below\_ All Baseball Playing Members born May 1 thru August 31 shall play in the applicable Baseball League level determined using the new August 31 age determination date, and continuing for the rest of their PBSA careers.

## **Article XV: General Rules for Playing Leagues**

**1. League Rules.** The Board will draft, approve, publish and modify, as needed, the General Rules for Playing Leagues, which shall specify, among other things, the duties of inhouse team Managers and Tournament team managers, the procedures for selecting in-house teams and Tournament teams, including drafts, try-outs, late sign-ups, etc., as applicable, the procedures for protests, and the specific playing rules applicable to each League. The Board may change or amend the General Rules for Playing Leagues by a majority vote. The members may change or amend the General Rules for Playing Leagues at a General Membership meeting by a two thirds (2/3) majority vote of all current Voting Members, after presenting the proposed change(s) at the previous General Membership meeting.

## Article XVI: Dissolution by Membership

- 1. Procedure.** The PBSA may be dissolved, to the extent allowed by law, in the following manner: at a meeting at which a Quorum is present, and where proper advance notice has been given stating that the purpose of such meeting shall be to consider the dissolution of the PBSA, if at least two-thirds (2/3) of those Voting Members present vote in favor of the proposal, the proposal shall pass. If a Quorum is not present the proposal shall be deemed to have failed.
- 2. Effect.** Upon dissolution of the PBSA, the Board shall, after paying or making provision for the payment of all of the liabilities of the PBSA, dispose of all remaining assets of the PBSA by providing them to (i) any organization(s) constituted and conducted exclusively for the purpose(s) as shall at that time qualify as exempt under Section 501(c)(3) of the IRS Code, or any corresponding provisions of any subsequent Federal Tax Law, or (ii) to the Federal, State or Local government for public purposes, as the Board may determine.