



Wilson Baseball & Softball Association

By-Laws

2020 Edition

Wilson Baseball & Softball Association
By-Laws – 2020 Edition
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Article I

Name

The name of this organization shall be **Wilson Baseball & Softball Association**. The business of the organization may be conducted as **Wilson Baseball & Softball Association** or **WBSA**.

Article II

Mission Statement

The mission of the WBSA is to promote the learning of Baseball and Softball skills for personal and athletic growth. The WBSA will further promote sportsmanship, self - esteem and the development of life skills through engaging all youth involved while providing a safe, healthy, and positive environment.

Article III

Purposes

Section 1.

Nonprofit Purpose: The Wilson Baseball & Softball Association is a non-profit corporation and shall be operated exclusively for the educational and charitable purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2.

Specific Purpose: The WBSA shall provide and govern all youth Baseball and Softball activities within Wilson Borough, West Easton Borough, or any applicable area designated by the league having jurisdiction. The WBSA will organize, develop and direct a youth Baseball and Softball program which will promote and protect the health and welfare of all participants. It is understood and encouraged by the WBSA Board that safe and fair competition is important in teaching your children good athletic skills and character. As each child advances throughout the WBSA program, competition will increase to prepare them for high school athletics. The WBSA will formulate and maintain policies which will safeguard the educational values of the sport and enable high ideals of good sportsmanship, fair play, and positive actions.

Section 3.

Distribution Upon Dissolution: Upon termination or dissolution of the Wilson Baseball & Softball Association, any assets lawfully available for distribution shall be distributed for one (1) or more exempt purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code, or described in any corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the association is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.”

Article IV

WBSA Definitions

Excused Absences: Any absence to any required WBSA Board event that was communicated to an executive board member in advance of the event.

Unexcused Absences: Any absence to any required WBSA Board event that was not communicated to an executive board member in advance of an event.

Suspension: A period of time that any member of the WBSA or WBSA Board has lost all privileges and or is awaiting action from the Board.

Probation: A period of time that any member of the WBSA or WBSA Board must serve without having any further infractions. Any violations that happen during this period will result in further disciplinary action from the WBSA Board.

Due Process: The WBSA member will be given a chance to speak to the Board about any offenses or situations that require their presence at a meeting before any Board action is taken.

Vote of No Confidence: A formal vote by which the members of the board indicate that they no longer support the actions of a board member. Any Board Member reserves the right to ask for an executive session to discuss a motion for a **Vote of No Confidence** of any Officer or Board Member of the Association. The Officer or Board Member must be present and will be given due process during the session. The Board will then reconvene and a motion must be made, seconded, and approved by a majority vote of all Board Members present excluding said member. If a **Vote of No Confidence** is recorded, the WBSA Board can dismiss said Officer or Board Member immediately and/or excuse them from the meeting.

Refreshment Stand Money: The Refreshment Stand Committee has the power to establish any policy in order to transfer daily profits from the snack stand to the treasurer based on the individual snack stand. The designated board member will deposit any & all monies at least twice a week. The board member designated head of that snack stand will be responsible for making sure start-up money is in place for every game.

Article V

WBSA Governing Authority

Section 1. The WBSA will be governed by the WBSA Board and the Board shall follow and enforce all rules of the WBSA By-Laws.

Section 2. The WBSA will follow all applicable league rules and regulations. Copies of said rules may be obtained from the WBSA Secretary of Operations.

Section 3. The WBSA Board will follow the PA Sunshine Act of 1976. For rules not mentioned, Robert's Rules of Order will be followed, when applicable. Copies of said Act may be obtained from the WBSA Secretary of Operations.

Section 4. In the best interest of the Association, the WBSA Board reserves the right to immediately place any WBSA member on suspension for violation of any Code of Conduct rules, WBSA By-Laws, or any other offenses. Said member will be given due process in front of the WBSA Board. The WBSA Board also reserves the right to dismiss any WBSA member, after due process, for violation of any Code of Conduct rules, WBSA By-Laws, or any other offenses.

Section 5. The following disciplinary action may be imposed by the WBSA Board for failure to abide by the WBSA By-Laws or Rules & Regulations and any applicable league's rules and regulations. Disciplinary action could include, but not limited to a verbal or written warning, suspension, or expulsion from the organization.

Article VI

WBSA Records

Section 1. The WBSA operational year will run from November 1 through October 31.

Section 2. The WBSA fiscal year will run from January 1 through December 31.

Section 3. The account books and statements and any records of the WBSA shall be open for inspection to any Board member of the WBSA at any time deemed reasonable.

Section 4. All records of the WBSA shall be made available for public review at any scheduled monthly meeting. The records shall not be physically removed from the custody of the Secretary or Treasurer. Copies of the records may be made available within seven (7) days advance notice. The WBSA Board reserves the right to charge a nominal fee for said copies if any costs incurred were extraordinary.

Section 5. All records will be stored at Jeffrey Field and may be removed from storage in order to conduct normal WBSA business.

Article VII

General Membership

Section 1. To be a member of the WBSA, you must be a resident of Wilson Borough, West Easton Borough, or any applicable area designated by the league having jurisdiction.

Section 2. Any parent, guardian or direct relation of any child who participates in the Association's program shall be eligible to be a member of the WBSA.

Section 3. All coaches are members of the WBSA, regardless of having a player in the organization.

Article VIII

Board Membership

Section 1. All open WBSA Board seats must be advertised in the local newspaper, website, and all WBSA Social Media pages at least two (2) weeks before the next regularly scheduled WBSA meeting.

Section 2. The WBSA Board shall consist of nine (9) members.

Section 3. The WBSA Board shall be composed of the following:

- A. Board officers shall consist of a President, Vice-President, Treasurer, & Two (2) Secretaries (Secretary of Communications & Secretary of Operations)
- B. All commissioners (including assistants) will serve as voting board members, regardless of living within our territory.

C. The board can vote for up to two (2) additional at-large board members, when felt necessary to help assist the board in its day to day functions.

Section 4. No person will be discriminated against from serving on our board regardless of sex, race, creed, color, national origin, or disability.

Section 5. All members must meet the minimum age requirement of eighteen (18).

Section 6. All members of the WBSA Board shall serve without compensation.

Section 7. To become a WBSA Board member, you must meet the following criteria:

A. Must be a resident of Wilson Borough or West Easton Borough.

B. The exception to Article **VIII, Section 7, Subsection A:**

i. A parent, legal guardian or direct relation of a participating player, whose child/relation is a part of the Wilson Area School District, shall be allowed to join the WBSA Board if a board seat is open & there are no other applicants from Wilson Borough or West Easton Borough.

ii. Any baseball or softball commissioner will be a resident, employee, guardian, or direct relation to a participating player, who is also part of the WASD, is eligible to be voted onto the board.

C. Shall apply on our website for Board Approval.

D. Must have a current (year to date) criminal history, child abuse check, & FBI Fingerprint to be handed in to the Board with the letter of interest.

E. Will receive and sign the WBSA Code of Conduct, which will be kept on file with the WBSA.

F. Be nominated and voted in by the WBSA by majority vote.

Section 8. Each WBSA Board member will serve alternating terms of two (2) years. The term calendar year is from November 1st to October 31st. Board members may serve an unlimited number of terms. (Refer to **Appendix I: WBSA Election Requirements & Procedures.**)

Section 9. If a Board member changes residency out of the designated area, or no longer meets the requirements, as defined under **Article VIII, Section 7, Subsection A & B**, they must resign immediately.

Section 10. If a WBSA Board member does not complete their term or wishes to resign for any reason, said member must submit a letter of resignation to the WBSA Board. If a letter is not received, said member will be placed on suspension until due process can be achieved and the WBSA Board can take action. The board must make a plan for due process within 30 days of the issued suspension.

Article IX

Elections

Section 1. All nominations and re-elections for any Board seats shall be submitted by application on our website and be in accordance with **Article VIII**, prior to the first October WBSA meeting. **The October meeting will be advertised in the local paper, on our website, and the WBSA Social Media Pages at least two weeks prior to the meeting for open nominations.** The nominees must attend the meeting for confirmation. The nominations will be read and confirmed.

- Section 2.** The WBSA Board shall elect their own President, Vice-President, Treasurer, Secretary of Communications, & Secretary of Operations. Each position will serve as a two year term. The term will run from November 1st through October 31st. Officers may hold their positions for an unlimited number of terms, providing they continue to meet the requirements set forth in **Article VIII**.
- Section 3.** The WBSA will hold a reorganization meeting immediately before the first meeting in November. The current president, at that time, will preside over the meeting as elections are taking place. Once the seats are filled, if the former president is no longer a member of the board, he/she is relinquished of duties and are not required to stay for the monthly meeting.
- Section 4.** In the event when a WBSA Board Officer position becomes vacant, the Board shall immediately fill such vacancy for the unexpired term.
- Section 5.** Members of the same household may be allowed to hold officer positions, however for the purposes of banking, no two members of the household will be allowed to serve as signers on the WBSA Bank Account, as per **Article XI, Section 3**.
- Section 6.** In the event when a seat on the board is vacant, the WBSA reserves the right to appoint a new board member at any meeting after the election meetings to fill the maximum number of board seats (9). The interested party must present a signed letter of intent to the board and be in attendance at that meeting. If the interested party hands in a letter, but is not in attendance, there can be no action taken until the party is at a meeting. Procedure on voting will be done as per **Appendix I: WBSA Election Requirements & Procedures**.

Article X

Meetings

- Section 1.** All regular WBSA meetings for the year will be advertised in early January. WBSA meetings will be scheduled during the first December meeting for the upcoming year. Unless otherwise notified, the meetings will be held at the Avona Field House, located at the corner of 23rd Street and Firmstone Street in Avona Heights. Meeting dates, times, & location will be **Appendix J** & will be changed every year.
- Section 2.** The WBSA Board will meet at minimum once monthly, additional meetings at the discretion of the current Board with appropriate notice.
- Section 3.** All aspects of any WBSA meeting must follow the Pennsylvania Sunshine Act (65 Pa. C.S. 701-716). See **Appendix K** for a summary of important information.
- Section 4.** All WBSA Board members are required to attend all meetings. If a Board member is unable to attend, that member must notify an executive board member before the meeting. If there is no notification, it will be counted as an unexcused absence. The unexcused absence may be rescinded by the Board at a later date if information provided after the meeting is pertinent for such.
- Section 5.** A quorum of more than half of the total number of WBSA Board seats is needed in attendance to conduct any business. The quorum number is currently five (5).

Section 6. A majority vote of the WBSA Board members present shall be required to pass any motion. All Board members have the right to vote and are expected to exercise that vote. Any Board member may abstain from voting only on the grounds of financial or family involvement resulting in a conflict of interest.

Section 7. The agenda for all general membership meetings shall be as follows:

- A. Call to Order
- B. Attendance
- C. Reading and approval of the minutes from the previous meeting
- D. Public comment, issues or requests
- E. Report of Officers
- F. Athletic Commission Communications
- G. Softball Commissioner's Report, including reports from all coaches starting with the second and third grade level
- H. Baseball Commissioner's Report, including reports (league reports included) from all coaches starting with the Rookies level.
- I. Standing Committee Reports
- J. Quarterly Committee Reports
- K. Unfinished Business
- L. New Business
- M. Bills to be Paid
- N. Nominations, Elections, and Resignations (when applicable)
- O. Executive Session (when applicable)
- P. Anything else for the good of the WBSA
- Q. Adjournment

Section 8. This agenda may be suspended or changed at any meeting, for the best interest of the WBSA, by the direction of the WBSA President or his/her designee.

Article XI **Duties and Responsibilities of the WBSA Board**

Section 1. If a WBSA Board member has three (3) unexcused absences in one calendar year, it will result in the Board asking for that board member's letter of resignation. The member will immediately be suspended from the Board until notification is complete. A certified letter will be sent to the member with the appropriate information. Once the certified letter is received, the member will no longer be part of the WBSA Board.

Section 2. The President shall oversee all committees.

Section 3. All checks and withdrawals from any Association account must have two (2) signatures. Four (4) officers are allowed to sign checks. They are the President, Vice-President, Treasurer, & Secretary of Operations. If for any reason any officer, minus the President, is not able to be a signer, the next signature will be designated to the Secretary of Communications. After that point, if the board does not have enough signers, a board member must be designated to be a signer by majority vote. It is the responsibility of the President to ensure all signatures on the accounts are up to date. The signature of the Wilson Borough Athletic Commission President may also be on the accounts.

- Section 4.** No expenditure shall be made without the approval of the WBSA Board at a meeting.
- Section 5.** The WBSA Board shall vote on which league each age group will be placed in to play for the upcoming season, if a change needs to be made.
- Section 6.** The WBSA Board shall appoint a Baseball and/or Softball Commissioner as needed, and said person shall serve at the will of the WBSA Board. Any Commissioner can be removed at any time by a majority vote of the Board. The WBSA President cannot be commissioner as he/she oversees the organization as a whole, and may help or assign any duties needed of the commissioner.
- Section 7.** The following committees will be standing committees and require chairpersons and/or co-chairs. Additional committees may be added or combined as approved by the Board.
- A. Audit (as needed)
 - B. By-Laws
 - C. Fundraising
 - D. Refreshment Stands
 - E. Web Page
 - F. Wilson Wear
- Section 8.** A Code of Conduct shall be established by the Board and updated as necessary. The Code of Conduct shall be included with the WBSA By-Laws under Appendices and shall apply to all WBSA members with no bias or exceptions.
- Section 9.** The WBSA wants to provide the best possible experience for each child, as well as being a feeder program to the Wilson Area High School Baseball and Softball programs.
- Section 10.** It is the responsibility of the WBSA Board & Commissioners to establish a budget for the upcoming year. Budget meetings can be established any time before or after meetings starting after the Fall Season has finished. The budget must be voted on before registration for the spring season has started.
- Section 11.** All Board members shall deliver all of their official material to the President or their successor no later than ten (10) days following the meeting at which they resigned or ended their term. Examples of material includes, but is not limited to, binders, birth certificates, physicals, any electronic equipment (laptops, flash drives) deemed as property of the WBSA.

Article XII

Duties and Responsibilities of the WBSA Officers

- Section 1.** The **President** shall be the chief executive officer of the WBSA Board. Duties and Responsibilities include, but are not limited to:
- A. Preside at all meetings of the WBSA and enforce rigid observance of the By-Laws, and Regulations of the WBSA.
 - B. Have an active part in the management and business of all WBSA activities.
 - C. Ensure that all orders and resolutions of the WBSA are carried out.
 - D. Supervise, direct, and educate all other officers of the WBSA to ensure that their duties are satisfactorily performed.
 - E. Appoint all committees as needed.
 - F. May co-sign any approved check of the WBSA.
 - G. May call a special meeting as needed
 - H. May attend or must designate an executive board officer to attend all Wilson Borough Athletic Commission meetings and provide a summary report. The President is responsible for the attendance of the WBSA. If the president is unable to attend, an alternate must be appointed. If no one attends the monthly meetings, a fine of fifty dollars (\$ 50.00) can be imposed by the Athletic Commission to the WBSA.
 - I. Will be the tie-breaking vote when necessary.

- Section 2.** The **Vice-President** shall be vested with all the powers of the President. Furthermore, he/she will perform all duties of the President or any other officer during their absence.
- A. In the event of the resignation of the President, he/she shall succeed to that office. A new Vice-President will be nominated and elected by the WBSA Board at the next regular WBSA meeting to complete the term.
 - B. May co-sign any check of the WBSA.

- Section 3.** The **Secretary of Operations** shall perform the following duties, but are not limited to:
- A. Acting as a clerk, record all information of all proceedings and supply copies of said recordings to each WBSA Board member. He/she may also record meetings. May designate someone to take minutes for meeting, but will be responsible for maintaining records of meeting minutes
 - B. Be custodian of all books and records of the WBSA.
 - C. Generate and update a list of birth certificates and physicals.
 - D. Organize roster information for coaches, commissioners, & Board Members, when needed.
 - E. May be allowed to co-sign any check.
 - F. May also have the Treasurer duties if so determined by the WBSA Board.

- Section 4.** The **Secretary of Communications** shall perform the following duties, but are not limited to:
- A. Prepare and send all correspondence as required. The Secretary may have a separate person to do all communication.
 - B. Send a copy of the monthly WBSA Board minutes, Treasurer's report, and bank statement to the Wilson Borough Athletic Commission for review.
 - C. Submit a list of all current Board members, Coaches, Team Moms, and student helpers to the Wilson Borough Athletic Commission as needed. This

must be done within one week of the appointment. Information must include their full name, all appropriate phone numbers, and title or position.

- G. Ensure all WBSA Board members have copies of the Wilson Borough Athletic Commission and WBSA Constitution and By-Laws, minutes of the WBSA meetings for the previous and current year, as well as any other pertinent information. Board members will have electronic access to all pertinent information relevant to the board.
- H. May be allowed to co-sign any check.
- I. May also have the Treasurer duties if so determined by the WBSA Board.

Section 5. The **Treasurer** shall perform the following duties, but are not limited to:

- A. Sign all checks of the WBSA Board and ensure there are two authorized signatures on each.
- B. Present a written report of the funds of the WBSA at each regularly scheduled monthly meeting. A report will also be issued when the WBSA has a second meeting of the month. Provide a copy of the Treasurer's report and bank statement to the Secretary monthly to be turned into the Wilson Borough Athletic Commission.
- C. Pay all bills as approved by the WBSA Board.
- D. Maintain an accurate account of the amounts, sources of receipts, and the amounts and purpose of the disbursement.
- E. Maintain a binder for review by the WBSA and Wilson Borough Athletic Commission. The binder must be in monthly order in the following manner: bank statements, Treasurer's reports, minutes, and all receipts. If cash was turned in for any purpose, there must be a receipt or information containing the following: date, source, amount, and two (2) legible signatures. All checks must have a purpose written on the memo line for tracking.
- F. Present all books, papers, vouchers, receipts, etc, that may be necessary to conduct a proper audit of all accounts. The WBSA Board shall designate a committee to audit the Association's books on an annual basis. A balance sheet will be filled out and all appropriate material will be given to the Wilson Borough Recreation Board for their required secondary audit. The audit will be done at the end of each calendar year. When the Treasurer steps down from their position for any reason, an audit shall be completed.
- G. **Taking and receiving money at WBSA Events** – Treasurer will be allowed to take & receive money from WBSA Events (i.e. Sign-ups, Snack Stand, etc.) as long as a second board member is there to count & check the money from that event.
- H. **Depositing Money from Snack Stands** – Treasurer must make sure deposits are being made minimally twice a week.
- I. May also have the Secretary duties if so determined by the WBSA Board.

Article XIII

Duties and Responsibilities of the Commissioners

Section 1. Baseball Commissioner and or Assistant

- A. Shall attend all appropriate league meetings or have a designee attend.
- B. Shall attend all WBSA Meetings or have a designee attend.
- C. Shall oversee the draft process for all teams under their direction. Develops a fair and equitable system, working within the parameters of all applicable league rules, to distribute participants on teams including the use of team/age retention and evaluations as needed.
- D. Responsible for submitting all rosters to their appropriate leagues.
- E. Responsible for scheduling of all games, fields, and practices and submitting to the WBSA Board.
- F. Shall communicate to the WBSA Board as well as all applicable coaches and staff all appropriate information, but not limited to; umpire fees, league fees, league rules and requirements.
- G. Responsible for any & all waivers are completely correctly from year to year

Section 2. Softball Commissioner and or Assistant

- A. Shall attend all appropriate league meetings or have a designee attend.
- B. Shall attend all WBSA Meetings or have a designee attend.
- C. Shall oversee the draft process for all teams under their direction. Develops a fair and equitable system, working within the parameters of all applicable league rules to distribute participants on teams including the use of team/age retention and evaluations as needed.
- D. Responsible for submitting all rosters to the WBSA Board and their appropriate leagues.
- E. Responsible for scheduling of all games, fields, and practices and submitting to the WBSA Board
- F. Shall communicate to the WBSA Board as well as all applicable coaches and staff all appropriate information, but not limited to; umpire fees, league fees, league rules and requirements.
- G. Responsible for any & all waivers are completely correctly from year to year

Article XIV Amendments to the By-Laws

Section 1. The By-Laws will be reviewed every year at the November WBSA meeting. Any changes to the By-Laws must be:

- A. Submitted to the Board in writing.
- B. Motioned and seconded.
- C. Voted on and approved by a majority vote.
- D. Once approved, any changes must be sent to the Wilson Borough Athletic Commission for final approval. Regardless if any changes were made or not, the yearly review process must be noted on the last page of the By-Laws. New copies will be distributed with any updates.
- E. Must be voted upon at 3 separate meetings.

Article XV Amendments to the Rules & Regulations

- Section 1.** The Appendices will be reviewed every year at the November WBSA meeting. The Appendices will be attached with the By-Laws, however will not fall under the same criteria for amendments. Any changes to the Appendices must be:
- A. Submitted to the Board in writing, motioned, and seconded.
 - B. Voted on and approved by a majority vote.
 - C. A yearly review process, with any updates, must be noted on the last page of the By-Laws. New copies will be distributed with any changes.
 - D. Can be adopted immediately.

Article XVI

Signatory and Yearly Review

Approved and adopted this date of _____

Wilson Baseball & Softball Association _____
President

Wilson Borough Athletic Commission _____
President/Chair

WBSA By-Laws yearly review.

Dates Reviewed

_____	_____	_____
Initials: _____	Initials: _____	Initials: _____
Initials: _____	Initials: _____	Initials: _____
Initials: _____	Initials: _____	Initials: _____