

BYLAWS OF BUTTE AMERICAN LEGION BASEBALL BOOSTER CLUB

ARTICLE I. MEMBERSHIP

Section 1: Membership

The voting membership (“Membership” or “Members”) for the Butte American Legion Baseball Booster Club, Inc. shall consist of:

Player’s Family. Parents or a legal guardian of any eligible player selected to play for either the Butte Miners, Butte Muckers or Butte Muckers B that finishes the season is eligible to vote at the annual meeting following the season. To be eligible, the player must be in good standing, which includes fees are paid in full and volunteer hours completed as well as adherence to other reasonable requirements as determined by the Executive Committee from time to time.

Current coaches of the Miners, Muckers or Muckers B team are also eligible to vote at the annual meeting.

ARTICLE II. SPECIAL ELECTION

Section 1: Nominations and Appointment for Executive Committee.

A one-time special election will be held to elect the founding Executive Committee for the Butte American Legion Baseball Booster Club as set forth in this section. Any Member may nominate potential Executive Committee members by emailing the name to buttebaseball@gmail.com on or before September 27th 2019.

Members shall only nominate persons that are willing to serve if elected and meet the criteria set forth in Section 2 of this Article. No nominations will be accepted after the close of business on September 27th 2019. All nominees will be invited to a meeting on October 2nd to determine the Executive Committee. If nominees can’t agree on an executive committee at the special meeting, Jeff LeProwse shall prepare a list of nominees on a ballot form for the special election and send it by email to the Members on or before October 6th, 2019 to vote for committee members.

Section 2: Qualifications for Executive Committee:

Any non-member that is at least twenty (20) years old is eligible to be nominated for election to the Executive Committee. No parents or guardians of active players should be nominated. If an active Executive Committee Member becomes an active parent or guardian that person shall resign from the Executive Committee. For the initial Executive Committee, a current coach may be voted onto the committee for a year period or until such time a new coach may be appointed

in his or her place. Such appointment is for a period of one (1) year after which time the position will again be put to the vote of the Members.

Section 3: Voting Methods

For the initial election, if necessary, members shall vote via email for five (5) people on the nomination list. This voting “email ballot” shall be emailed to buttebaseball@gmail.com on or before October 10th 2019. Mr. LeProwse will count the votes and publish results to the Members via email on or before October 13th 2019. For this special election, in addition to the definition of “Member” set forth in Section 1 of Article I above, the voting membership shall also include the membership from the 2018 season. Each Player’s Family is entitled to one (1) vote for every player that is in the legion program or was in the 2018 legion program. For each election thereafter voting for Committee and Board of Directors will be held at the annual meeting.

The nominees who receive the highest number of votes for the five (5) Executive Director positions win the election. If a tie results, a run-off will be held between tied nominees. Those nominees who are elected will take office on October 15th 2019. An annual meeting shall be scheduled by the newly elected Executive Committee before October 1st, 2020, and the Membership shall be notified by email the time and place of the annual meeting.

Section 4: Terms of Office

After the special election the newly elected Executive Committee shall decide, via majority vote, their terms of office as follows: One (1) member will serve for one (1) year; two (2) members will serve for two (2) years; and two (2) members will serve for three (3) years to establish a stagger for regular elections.

Section 5: Election Cycle

The first regular election will take place at the annual meeting in October 2019 and subsequent elections in accordance with the following schedule.

3 Year Terms with 2019 considered the first

Seat	Term Years	Begin Term	End Term
A	1	October 2019	October 2020
B	2	October 2019	October 2021
C	2	October 2019	October 2021
D	3	October 2019	October 2022
E	3	October 2019	October 2022
A	3	October 2020	October 2023
B	3	October 2021	October 2024
C	3	October 2021	October 2024
D	3	October 2022	October 2025
E	3	October 2022	October 2025

ARTICLE III. REGULAR ELECTIONS

Section 1: Nominations

In subsequent elections, the Executive Committee shall have responsibility for the nominating process and shall appoint a three (3) member nominating committee. The nominating committee will present a list with the recommendations of the nominations committee at the third quarter meeting of the Executive Committee.

The chairperson of the nominating committee or one of its members will supervise the election at the annual meeting.

Section 2: Annual Meeting

The Legion Board of Directors and Executive Committee general elections shall occur at the annual meeting in October or October, or subsequent meetings when directors are not voted on in October or October. Directors and the Executive Committee shall be elected by the Membership present. The Membership shall elect from the list of names submitted by the Nominating Committee to fill any vacancies that may exist at the time of the election. Names may be added to the ballot from the floor during the election.

Section 3: Voting Methods

Voting shall be by written ballot and counted by the chairman of the Executive Committee. Each player's family is entitled to one (1) vote for each eligible player they have in the legion program. The nominees who receive the highest number of votes for the seat(s) that are open win the election. If a tie results, a run-off will be held between tied nominees. Those nominees who are elected will take office upon conclusion of the meeting.

ARTICLE IV. EXECUTIVE COMMITTEE

Section 1: General Powers

The business and affairs of Butte American Legion Baseball Booster Club, Inc., shall be managed by its Executive Committee. The Executive Committee shall in all cases act as a group, and it may adopt such rules and regulations for the conduct of its meetings and the management of the organization, as it may deem proper, not inconsistent with these Bylaws and the laws of this state.

The Executive Committee shall have the following powers:

1. Set policy governing the Butte American Legion Booster Club, Inc;
1. Hire and fire coaches;

1. Approve an annual budget;
1. Approve all day-to-day purchases, contracts and agreements, and business in general unless the authority to conduct such business is delegated to a committee by a majority vote of the Executive Committee prior to the transaction of said business;
1. Act as the grievance and/or disciplinary committee for situations that may come up from time to time;
1. Represent the Legion baseball program with the local and state government agencies; and
1. Represent the Legion baseball program with our sponsor American Legion Post 1.

Section 2: Qualifications

Any non-member of legal age is eligible to be nominated for election to the Executive Committee. No parents of active players should be elected and if an active Executive Committee Member becomes an active member (parent of a current player) that person shall resign from the Executive Committee

Except and until such time as the coaching positions have been filled by qualified candidates approved by the initial Executive Committee members of such committee shall be able to maintain a coaching position. Each person on the committee that is currently serving as a coach will be subject to election of the Members at each annual meeting unless the person has retired as a coach and then his or her term will be outlined as above.

Section 3: Number and Tenure

The number of Executive Committee shall be no more than five (5). Each member of the Executive Committee shall hold office for a term of three (3) years except as outlined above. Executive Committee members shall be elected by a majority vote of the Membership at the annual meeting.

1. Youth Division Members. The Mile High Little League, Northwest Little League and the combined Mile High/Northwest Little League Senior Division shall be asked by the Executive Committee to annually appoint one representative from their perspective leagues. These members will serve as advisors and shall not have a vote on the affairs of the Legion program.
1. Emeritus Members. The Executive Committee may appoint up to three (3) emeritus members to the Committee by a unanimous vote. These members will serve as advisors and shall not have a vote on the affairs of the Legion program.

Section 4: Regular Meetings

The Executive Committee shall meet at least quarterly at a date, time, and place set by the Chairperson of the Executive Committee. Attendance at meetings shall be mandatory unless excused by the Chairperson of the Committee. More than two consecutive unexcused absences will result in disqualification as a member of the Executive Committee.

Section 5: Special Meetings

Special meetings of the Executive Committee may be called by or at the request of the Chairperson of the Executive Committee. The Chairperson of the Executive Committee may fix the place for holding any special meeting of the Executive Committee called by them.

Section 6: Annual Meeting

The Executive Committee shall hold an annual meeting in October/October of each year. The Chairperson of the Executive Committee shall provide notice of the annual meeting by mail or email to each member of the Executive Committee, the Board of Directors, and Membership at least two (2) weeks in advance of the date set for the meeting.

Section 7: Quorum

At any meeting of the Executive Committee, a majority shall constitute a quorum for the transaction of business. If less than a quorum is present, the meeting shall be adjourned and recalled at such a time when a quorum may be present.

Section 8: Manner of Acting

The act of a majority of the Executive Committee members present at a meeting at which a quorum is present shall be the act of the Committee.

Section 9: Removal of Executive Committee Members

Any Executive Committee member may be removed by vote of the majority of the Committee for any reason, or no reason. Any Emeritus member may be removed by a unanimous vote of the Committee at any time for any reason, or no reason.

Section 10: Resignation

An Executive Committee member may resign for any reason or no reason at any time by giving written notice to the Chairperson. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Chairperson of the Executive Committee, and acceptance of the resignation shall be unnecessary to make it effective. Any Executive Committee member who resigns shall be replaced by a majority vote of the Executive Committee. The person replacing the resigning member shall serve on the Executive Committee until the next annual

meeting. That position will be open to an election by the Membership at the annual meeting. The term of office will be consistent with the election cycle schedule in Article II Section 5.

Section 11: Directors' and Officers' Insurance

The Executive Committee shall be responsible for procuring and maintaining Directors 'and Officers' insurance insuring all Butte American Legion Baseball Boosters Club, Inc. Directors and Officers against any claims arising out of or in connection with the exercise of their responsibilities and duties.

ARTICLE V. BOOSTER CLUB BOARD OF DIRECTORS

Section 1 General Powers:

The Butte American Legion Baseball Booster Club, Inc. Board of Directors (“Board of Directors”) shall be responsible for planning, fund raising, setting parent work schedules, and running the day to day operations of the legion baseball season. Participation is required by parents or guardians unless they choose to “opt out” by paying an additional amount set by the executive board for the season on the on day of sign ups.

The four committee chairpersons shall be elected/appointed each season and will receive a player credit determined by the executive board prior to signups for the year for serving as the chairperson.

Each players parent or guardian must sign up to participate on a committee at the beginning of the season, each committee will have a maximum of 9 members including the chairperson. Each volunteer will be given a specific credit toward the years players fees in an amount to be determined by the Executive Committee on a yearly basis

It should be noted that the Board of Directors is formed to support the executive committee, coaching staff and the organization in a positive way and has no input for playing time, roster decisions, player discipline or development.

The Board shall also act as an advisory committee to the Executive Committee on issues that it deems necessary. The Board shall first elect a Chairperson for the Board of Directors who shall oversee the committees below and act as a liaison between the Executive Committee. The remained of the directors shall be comprised of one Chairperson elected from the following committees:

1. Game Operations Committee: Miners and Muckers Parent Liaisons, Travel and Lodging Coordinator, Travelling Tournament Director and Field Maintenance Supervisor.
2. Fundraising Committee: Concessions Supervisor, Booster Memberships and Team Apparel, Fence Sign Coordinator, Tournament Coordinator, and Special Events Coordinator.

3. Public Relations Committee: Marketing Coordinator, Media Relations Coordinator, and Technology Coordinator.
4. Finance Committee: Treasurer/Bookkeeper and the Chairpersons for the Game Operations, Fundraising and Public Relations Committees.

Section 2: Committee Chairpersons

Each committee shall be responsible for appointing a Chair for the committee which will also be considered as an appointment to the Board of Directors.

Section 3: Number and Tenure

The number of Directors of Butte American Legion Baseball Booster Club, Inc. shall be five (5); represented by the Chair of the Board of Directors as well as the Chairs from the Game Operations, Fund Raising, Public Relations, and the Finance Committee. A roster of the Board of Directors shall be submitted to the Executive Committee by April 15th of each season. Each member of the Board of Directors shall be a volunteer and hold office for a term of one year.

Section 4: Special Meetings

Special meetings of the Board of Directors may be called by or at the request of the Chairperson. The Chairperson may fix the place and time for holding any special meeting of the Directors called by them.

Section 5: Notice

Notice of any special meeting shall be given at least 3 days prior to the date of the meeting by written notice delivered by email and/or by posting on Butte American Legion Baseballs website.

Section 6: Quorum

At any meeting of the Board of Directors five (5) board members shall constitute a quorum for the transaction of business. If less than a quorum is present, the meeting shall be adjourned and recalled at such a time when a quorum may be present. Directors need not appear in person and can attend the meeting electronically through phone or video conference as well.

Section 7: Manner of Acting

The Board of Directors shall appoint a Chair and Vice Chairperson to preside over the meetings of the Board, and a Secretary to keep minutes for the Board meetings. The act of a majority of the Board of Directors members at a meeting at which a quorum is present shall be the act of the Board.

Section 8: Removal of Directors

Any or all of the Board of Directors members may be removed by vote of the majority of the Board of Directors for any reason, or no reason.

Any or all of the Board of Directors members may be removed by vote of the majority of the Executive Committee for any reason, or no reason.

Section 9: Resignation

Any Board of Directors member may resign at any time by giving written notice to the Chairperson. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Chairperson of the Board, and the acceptance of the resignation shall not be necessary to make it effective. Any Director who resigns shall be replaced by a majority vote of the Board of Directors. The person replacing the resigning Director shall serve a term equal in length to the remaining term of the resigning Director.

ARTICLE VI. EXECUTIVE COMMITTEE OFFICERS

Section 1: Number

The Officers of the Executive Committee shall be a Chairperson, a Secretary, and a Treasurer, who shall be elected by the Executive Committee.

Section 2: Election and Term of Office

The Chairperson, Secretary, and Treasurer of the Executive Committee shall be elected by the Executive Committee at its annual meeting. The Chairperson, Secretary, and Treasurer shall be members of the Executive Committee. They shall hold office until his/her successors have been duly elected or until he/she resigns or is removed in the manner hereinafter provided.

Section 3: Removal of Officers

The Chairperson, Secretary, and Treasurer appointed by the Executive Committee may be removed by the Executive Committee whenever in its judgment the best interests of Butte American Legion Baseball Booster Club, Inc. would be served.

Section 4: Chairperson

The Chairperson of the Committee shall conduct all meetings of the Committee and be authorized to act on behalf of a majority of the Executive Committee.

Section 5: Secretary

The Secretary shall keep the minutes of the Executive Committee and may appoint a secretary to take the minutes from members' meetings and Board of Director's meetings in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required, be custodian of the corporate records and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him/her by the Chairperson of the Executive Committee.

Section 6: Treasurer

The Treasurer shall have custody of the corporate funds and securities and shall keep full and accurate account of the receipts and disbursements in books belonging to Butte American Legion Baseball Booster Club, Inc. and shall deposit all monies in the name and to the credit of the organization in such depositories as may be designated by the Executive Committee. He/She shall disburse the funds of the organization as may be directed by the Executive Committee, taking proper vouchers for such disbursements, and shall render to the Chairperson of the Executive Committee at any meeting of the Executive Committee whenever they may require it, an account of all his/her transactions as Treasurer and of the financial condition of the organization

Section 7: Bookkeeper

The Executive Committee may hire or appoint a bookkeeper to maintain and keep the financial records of the Legion Division. Such appointment or hiring must be approved by a majority vote of the Executive Committee. An appointed or hired bookkeeper shall also serve as the Chairperson for the Finance Committee of the Board of Directors.

ARTICLE VII. CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1: Contracts

The Executive Committee may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of Butte American Legion Baseball Booster Club, Inc. and such authority may be general or confined to specific instances.

Section 2: Loans

No loans shall be assumed on behalf of the organization and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Executive Committee. Such authority may be general or confined to specific instances.

Section 3: Checks

All checks or demands for money and notes of the organization shall be signed by the Treasurer and countersigned by the Chairperson, or Secretary if in excess of \$1500.00; or may be signed by the Treasurer of the Executive Committee, the Chairperson, or Secretary, if less than \$1500.00.

Section 4: Deposits

The Treasurer shall be responsible for all deposits made in to bank accounts that are in the name of the organization. No funds shall remain undeposited for more than one month.

ARTICLE VIII. FISCAL CALENDAR YEAR

Section 1: Fiscal Year

The Legion Division shall operate so its fiscal year corresponds with its annual meeting in October.

ARTICLE IX. AMENDMENTS

Section 1: Amendments to Bylaws

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a vote of the Executive Committee representing a majority of the Committee at any meeting or at any special meeting when the proposed amendment has been set out in the notice of such meeting.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned Chairman, does hereby certify that the above and foregoing Bylaws were duly adopted by the Butte American Legion Baseball Booster Club, Inc., Executive Committee, as the Bylaws of the organization on the 10th day of February, 2020, and that the same now constitutes the Bylaws of the Butte American Legion Booster Club, Inc.

Chairperson of the Executive Committee