

**BYLAWS OF  
VARINA YOUTH SPORTS, INC.**

*Adopted February 9, 2006*

**ARTICLE I — NAME AND PURPOSE**

*Section 1 — Name:* The name of the organization shall be Varina Youth Sports, Inc., also known as VYS. It shall be a nonprofit organization incorporated under the laws of the Commonwealth of Virginia

*Section 2 — Purpose:* Varina Youth Sports is organized exclusively for charitable, scientific and education purposes. The purpose of Varina Youth Sports shall be to promote youth sports and recreation activities in Henrico County, Virginia, and its surrounding communities, and to further promote the development of leadership, character, sportsmanship, tolerance, discipline, and athletic ability, and to nurture youth fitness, volunteerism, and a lifelong love of sports.

Varina Youth Sports shall not offer the sports of football, basketball or football-related cheerleading so long as these activities are offered by Varina Athletics, Inc., or any successor organization, without that organization's express consent.

*Section 3 — Affiliation:* Varina Youth Sports shall be affiliated with Babe Ruth Leagues, Inc. The Board of Directors may also, from time to time, affiliate with other organizations and entities that promote the purpose of Varina Youth Sports.

**ARTICLE II — MEMBERSHIP**

*Section 1 — Eligibility for membership:* Application for voting membership shall be open to anyone age 18 or older who supports the purpose statement in Article I, Section 2 and agrees to comply with the VYS "Code of Conduct". Membership is considered after completion and receipt of a membership application and payment of annual dues. All memberships shall be reviewed by the Membership Committee and granted upon a majority vote of the Board.

*Section 2 — Annual dues:* The amount required for annual dues shall be \$10 each year, unless changed by a majority vote of the members at the annual meeting of the full membership. Continued membership is contingent upon being up-to-date on membership dues.

*Section 3 — Rights of members:* Each member shall be eligible to vote at the organization's annual meeting.

*Section 4 — Resignation and termination:* Any member may resign by filing a written resignation with the secretary. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. A member can have their membership terminated by a majority vote of the membership or with cause by a two-thirds vote of the Board of Directors. The Board may terminate the membership of anyone

failing to maintain “good standing”, as determined by the Membership committee, or have not complied with the “Code of Conduct”.

### **ARTICLE III — MEETINGS OF MEMBERS**

*Section 1 — Annual meetings:* An annual meeting of the members shall take place in the month of November, the specific date, time and location of which will be designated by the President. At the annual meeting the members shall receive reports on the activities of the association, and determine the direction of the association for the coming year. At the annual meeting on odd-numbered years, the members shall elect directors and officers.

*Section 2 — Special meetings:* Special meetings may be called by the Executive Committee, or a simple majority of the Board of Directors. A petition signed by five percent of members may also call a special meeting.

*Section 3 — Notice of meetings:* Notice of each meeting shall be posted on the VYS website, available social media outlets, and emailed to members not less than two weeks prior to the meeting.

*Section 4 — Quorum:* The members present at any properly announced meeting shall constitute a quorum.

*Section 5 — Voting:* All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

### **ARTICLE IV — BOARD OF DIRECTORS**

*Section 1 — Board role, size and compensation:* The board is responsible for overall policy and direction of the association, and shall maintain written policies for the conduct of its programs, which shall be available to the public. The board receives no compensation other than reasonable expenses.

*Section 2 – Board Positions:* The board shall consist of the following positions: President, 1<sup>st</sup> Vice President / Player Agent; Secretary; Treasurer; Public Relations & Fundraising Director; Concession Director; Equipment Director; Division Director– T-ball; Division Director– Cal Ripken Rookie; Division Director – Cal Ripken Minor Baseball; Division Director –Cal Ripken Major Baseball; – Division Director Babe Ruth Baseball; Division Director – 12 & Under Softball; Division Director – 18 & Under Softball.

*Section 3 – Duties of Positions:* The duties of each member of the Board include, but are not necessarily limited to, the following:

*The President* shall convene regularly scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: 1<sup>st</sup> Vice President, Secretary, Treasurer.

*The 1<sup>st</sup> Vice President / Player Agent* shall supervise / conduct registrations and player evaluations, preside at player selection meetings, supervise and coordinate the transfer of players, keep current records of team rosters and player eligibility and compile data for All Star selection. He shall maintain accurate files of all players, coaches and volunteers for the association.

*The secretary* shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained.

*The treasurer* shall make a report at each board meeting. The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public.

The Division Directors *for Baseball, Softball, and T-Ball* are responsible for full operation of their division(s). They are responsible for reviewing and preparing the rules for their division(s), subject to Board approval. They are to act as liaison between parents, coaches, players and the Board. They are to strictly and consistently enforce the rules. They are to spend time with each team, supervise managers and coaches, and work with teams as needed. They are to maintain good lines of communication with their managers, coaches and team moms. They are to work with the Equipment Manager to ensure all uniforms and equipment necessary for their division(s) is in place. They are to work registration dates assigned by Player Agent. They are to report any problems within their division immediately to the Board.

The *Concession Director* shall be responsible for all concession operations. The Concession Director may appoint up to two Deputy Directors, subject to the approval of the Board. He shall develop a work schedule and notify all Division Directors and team parents of their teams' responsibilities for working the concession stands.

The *Equipment Director* shall be responsible for procuring necessary uniforms and equipment for each season. He shall work with the Finance Committee to help determine spending needs for upcoming seasons.

The *Public Relations & Fundraising Director* shall obtain corporate sponsors and advertising for each season. He shall coordinate media relations and other promotional activities. He shall develop and coordinate fundraising activities.

*Section 4 – Eligibility:* To be eligible to be elected to the board, an individual must be a member in good standing of the association.

*Section 5 – Terms:* All board members shall serve two-year terms, or until their successor is elected.

*Section 6 — Meetings and notice:* The board shall meet monthly. At the first meeting after a new board is elected, the board shall set its monthly meeting schedule for the coming two years, and make said schedule available to the public. Once this schedule is provided to all directors, no further notice shall be necessary. With majority consent of the Board, the time and place of any monthly meeting may be changed with 24 hours notice.

*Section 7 — Board elections:* At the Annual Meeting in each odd-numbered year during the month of November, the members shall hold an election to choose new Directors.

*Section 8 — Election procedures:* New directors shall be elected by a majority of members present at such a meeting. Directors so elected shall serve a term beginning on the first day of the next fiscal year. Only those members who are listed in the Nominating Committee report and those who are properly nominated from the floor shall be eligible for election. In order to be eligible to be nominated from the floor, a member must have attended at least three board meetings during the preceding year. In order to be nominated from the floor, the potential nominee or nominator must notify the VP / Player Agent of their intentions by mail or email at least two weeks before the annual meeting, so that the information can be publicized to the membership via website / email / social media. A Person who appears on the Nominating Committee's slate but chooses to run from the floor for a different office will be removed from the Nominating Committee's slate.

*Section 9 — Quorum:* One-half of board members must be present at a meeting in order for business transactions to take place and motions to pass.

*Section 10 — Vacancies:* When a vacancy on the board exists mid-term, the secretary must receive nominations for new members from present board members two weeks in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting. These vacancies will be filled only to the end of the particular board member's term.

*Section 11 — Resignation, termination, and absences:* Resignation from the board must be in writing and received by the secretary. A board member shall be terminated from the board due to more than two unexcused absences from board meetings in a year. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

*Section 12 — Special meetings:* Special meetings of the board shall be called upon the request of the President, or one-third of the board. Notices of special meetings shall be sent out by the secretary to each board member at least two weeks in advance.

## **ARTICLE V — COMMITTEES**

*Section 1 — Executive Committee:* There shall be an Executive Committee of the board, consisting of the President, 1<sup>st</sup> Vice President / Player Agent, Secretary and

Treasurer, one T-Ball / Baseball Division Director and one Softball Division Director (both to be selected by the baseball and softball Division Directors). Except for the power to amend the articles of incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board. The Executive Committee shall also hear and decide any appeals of disciplinary actions taken by the “Conduct and Ethics Committee”. Members may appeal a disciplinary decision of the Executive Committee to the Board of Directors, however, the Board will only consider errors in fact or policy.

*Section 2 — Finance Committee:* The treasurer is the chair of the Finance Committee, which includes three other board members appointed by the President. The Finance Committee is responsible for developing and reviewing fiscal procedures and the annual budget. The board must approve the budget and all expenditures must be within budget. Any major change in the budget must be approved by the board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to board members and the public.

*Section 3 – Nominating Committee:* Nominating Committee: The 1<sup>st</sup> Vice President / Player Agent is chair of the Nominating Committee, which includes three other board members appointed by the President. It is the duty of the Nominating Committee to notify all members of the offices to be filled no later than August of each election year, to seek out eligible individuals for service on the board, and to encourage those who have not served in the past to consider service on the Board. The Nominating Committee shall nominate at least one person for each *Board position*. *The Nominating Committee’s final report shall be presented at the October Meeting of the board, and posted on the VYS website, emailed to members and posted on other available social media outlets immediately thereafter.*

*Section 4 – Membership Committee.* The 1<sup>st</sup> Vice President/ Player Agent is the chair of the Membership Committee, which includes each of the Division Directors for Baseball, Softball and T-Ball. The Membership Committee shall review, as needed, the policies and procedures pertaining to membership in VYS and make amendment recommendations to the Board of Directors. These shall include but are not limited to the fee structure for member and nonmember participation in VYS programs. The Membership Committee shall review each application for membership and provide recommendations to the Board for acceptance. The Membership Committee shall review the status of each VYS member annually and provide recommendations to the Board.

*Section 5 – Conduct and Ethics Committee.* The President shall select a chair of the Conduct and Ethics Committee, which shall consist of the Division Directors and the Director of Umpires. The conduct and ethic committee shall review, as needed; the policies associated with the VYS “Code of Conduct” and make amendment

recommendations to the Board. The Conduct and Ethics Committee shall review for consistency the rules of each division prior and make their recommendations to the Board prior to the January Board meeting. The Conduct and Ethics Committee shall hear the fact and decide the action or discipline for any protested games, ejection, or violation of the “Code of Conduct. Members may appeal any disciplinary action to the Executive Committee. Decisions of the committee regarding protested games may not be appealed.

*Section 6— Other Committees:* The board may create Ad Hoc committees as needed.

## **ARTICLE VI — AMENDMENTS**

*Section 1 — Amendments:* These bylaws may be amended when necessary by two-thirds majority of the board of directors and subsequently ratified by a majority vote of the members present at the next scheduled annual meeting. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements. Any amendment made by the Board of Directors is in effect until approved by the membership.

## **ARTICLE VII – GENDER OF PRONOUNS**

The masculine pronoun whenever used in this document shall be deemed to include the feminine pronoun.

## **CERTIFICATION**

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on February 9, 2006.

## **AMENDMENTS**

- *January 11, 2007: Split the Position of Rookie / Minor VP and Split the position of 12U VP into 10U VP and 12U VP.*
- *December 13, 2007: Renamed Division VPs to Division “Directors”; created Membership Committee and Conduct & Ethics Committee; require ratification of bylaws amendments by the membership*
- *July 9, 2009; Revised nominating committee duties; added a scheduling director and umpire director to the board; defined requirement for those wishing to be nominated from the floor for a board position.*
- *October 8, 2009: Combined the 10U and 12U Softball Directorship; Combined the Fundraising and PR Directorship; eliminated the Scheduling & Umpire Directorships.*
- *November, 2015: Clarified rules for running for Board positions as a nominee from the floor; change notification methods to allow for electronic notification.*

