

LISBON BASEBALL SOFTBALL ASSOCIATION

BOARD OF DIRECTOR ELECTION BY-LAWS

Created October 2019

Article I – Name

The name of the organization shall be known as **Lisbon Baseball Softball Association**, here-in after referred to as “**LBSA**”.

Article II – Purpose

The purpose of LBSA shall be to provide a supervised program of baseball and softball teams for the youth of Lisbon and any other areas LBSA chooses to include. LBSA also offers leasing arrangements for the fields and property as well as handling the management and upkeep of The Dickey Complex.

Article III – Board of Director Membership

All new Board of Director members must be approved by a 2/3 (67%) vote of the existing Board of Directors.

A Board of Director Officer's term is two years in length, if the Officer's term begins any other time than the standard election cycle for that Officers position then the term shall run until the next scheduled election cycle for that position. The Officer positions shall be President, Vice President, Treasurer and Secretary. Non Officer Terms shall be four years in length and elections held on the same cycle as that of the Vice President and Secretary

At the June Board of Directors meeting preceding an upcoming election the President will ask those members up for an election if they plan on seeking an additional term. This will allow the board time to plan for vacancies created by members not seeking another term.

Board members are expected to conduct themselves and make decisions that are in the best interest of LBSA.

Membership is subject to termination, after written notification of the reason and the Board of Director's hearing for conduct or representations detrimental to LBSA, or not in the best interest of LBSA.

The Board of Directors will consist of nine members, four of which shall be Officers.

Elections for President and Treasurer will be held in 2019, all others in 2020.

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Article IV – Board of Director and Officer Elections

The annual Officer Nomination meeting shall be held every year on the second Sunday of October. Nominations for President and Treasurer will be held in 2019 with Vice President, Secretary and remaining Board seats to be held in 2020. Officer terms are two years and board seats are four years. Nominations for Officers and Board of Director positions at this meeting will be accepted from the floor from eligible members. Nominations shall be closed at the conclusion of the October meeting. Nominations may be accepted for only one officer board position from any member. Board of Director Nominees will be placed on a ballot for voting at the November Board of Director reorganization election meeting or by absentee ballot.

The Officer and Board of Director election meeting shall be held every year on the second Sunday of November for Officers and Directors whose terms are up. Voting eligibility status will be based on attendance at 75% of the general board meetings during the member's term. Failure to attend any monthly meeting that is a result of attending any

League sanctioned event will not count against the board member. Voting on Board of Director Nominations is limited to present Board of Directors.

A quorum only for the purposes of this annual re-organization election meeting shall consist of two-thirds (67%) of the total Board of Directors by either meeting attendance or by absentee ballot. Absentee ballots may be submitted to a three (3) person committee seven (7) days prior to the election. Said three person committee makes a ruling on any emergency situation with regard to missing the election meeting.

Article IV – Board of Director Elections (continued)

Voting shall be secret written ballot. The President shall appoint a three person committee from the present Board of Directors to conduct the election, tally votes, and declare the winner for each position. An election committee member who is a nominee shall abstain from ruling on their own election result or conduct their own election. In the event of a deadlock issue the current President shall cast the vote to break the deadlock unless the vote involves the President, then the Vice President shall cast the vote to break the deadlock. In the case that both the President and Vice President are involved, the executive board votes again minus involved parties being voted upon.

Article V – Board of Director Positions

Terms of each Board member shall begin November 1st and last 2 years for Officers and four years for Directors to October 31st. Board members will be considered for termination if they miss 3 consecutive Board of Director meetings without a valid reason. Any vacancy in the Board of Directors shall be filled by the Board at their next regularly scheduled meeting or within three months of the vacancy. Valid excuses for missing a meeting are as follows: involvement with a function that has to do with LBSA, medical reasons, family reasons, employment obligations and emergencies. If a Director is going to miss a meeting it is their responsibility to inform the President ahead of the scheduled meeting, excepting emergencies.

Board of Director Officer Positions and Responsibilities:

- **President, Vice President, Treasurer and Secretary.**

1. PRESIDENT

- Carryout the directions of the board.
- Act as the face of LBSA.
- Schedule and preside over all regular and special meetings of the Board of Directors.
- Power to preside over a meeting shall include the decision to recognize a motion, the second to a motion if any, to recognize who has the floor, to limit discussion of an issue or motion, and to call for a vote on a motion.
- Eject a Board of Director from a board meeting if necessary so an orderly meeting can be conducted.
- Approve and sign contracts.
- Oversee the baseball & softball operations.
- Oversee the development and performance of the core management team.
- Shall be responsible with the Treasurer for financial budget development and reporting, administration and any tax issues.
- Securing annual LBSA insurance needs.
- Act as the Goodwill Ambassador for the organization.

2. VICE PRESIDENT

- Shall assume the duties of the President in their absence.
- Oversee the operations at the Dickey Complex.
- Act as the complex's safety officer.
- Oversee dispute resolution.

3. TREASURER

- Responsible for the preparation of all financial reports and records.
- Responsible for record keeping and custodian of financial reports and records.
- Responsible for all receipts and disbursements of LBSA money.
- Oversee banking duties and all things dealing with LBSA money.
- Provide oversight to the Concession Manager on handling cash and receipts

4. SECRETARY

- Responsible for the preparation and record keeping of the Board of Director's meeting minutes.
- Agenda preparation for Board of Director meetings.
- Custodian of non-financial records.

STANDING COMMITTEES: (A Director may also hold a Committee Chair position.)

There shall be the following committees in addition to any committees appointed by the President.

The following positions will be supported by a committee with the committee number determined by the board.

1. BASEBALL & SOFTBALL COMMISSIONERS

- Responsible for all matters concerning the baseball and softball operations.
- Responsible for development of LBSA bylaws concerning game and league play.
- Umpire scheduling and monitoring.
- New player and coach recruitment strategies.
- Promote LBSA involvement in other leagues.
- Skills development clinics for players and coaches.
- Track player numbers by gender and age annually.
- SOP development for coaches: behavior expectations, how to run a parent meeting, how to handle a parent conflict, etc.
- Conduct player draft and coach assignments.
- Responsible for all matters concerning player's equipment and uniforms.

- Determination of player registration and tournament fees and uniform budgets that keeps LBSA from losing money.
- Establish a calendar for games and events and distribute to all pertinent parties including Concessions and Facilities & Field Maintenance Manager.

2. FACILITIES & FIELD MAINTENANCE MANAGER

- Oversee all facets of facility & field maintenance.
- Equipment maintenance and repair.
- Manage inventory of necessary materials, supplies, parts, etc. to support the operation.
- Create SOP's on how fields are to be maintained, field preparation for play, use of supplies and how to operate the equipment.
- Develop a record that reflects the amount of hours it takes per field for mowing and field prep. This will be used to project costs incurred to maintain the field.
- Work closely with the Commissioners to ensure the fields are ready for play.

3. CONCESSION MANAGER

- Responsible for managing the concession operation.
- Menu development and pricing.
- Staffing and training.
- Labor scheduling.
- Inventory management and procurement.
- Cash handling.
- Clean up.

4. NON PROFIT DEVELOPMENT AND FUNDRAISING MANAGER

- Oversee all sponsor fundraising and donations.
- Responsible for record keeping of sponsors, donations and fundraising.
- Develop concepts to support the capital improvement budget.
- Develop annual fundraising ideas for discussion.
- Work with Marketing on promoting LBSA through social media.
- Develop new business concept

5. FINANCIAL COMMITTEE

- The committee is authorized to make all decisions necessary to carry out the purpose and management of LBSA that cannot wait until the next regularly scheduled Board of Director's meeting. A report of all actions shall be submitted in writing to the Board of Directors at the next meeting for approval or rescission.
- The committee is responsible for the development of each year's operating budget.
- The committee is limited to approving total expenditures of \$1,000.
- Committee Members: as appointed by the President.

Suggested members: President, VP, Treasurer, Facilities & Field Manager, Secretary and Commissioners.

6. MARKETING MANAGER

- The committee is responsible for developing a marketing plan for LBSA to include the following:
- Responsible for all matters concerning LBSA communications on social media and other media.
- Responsible for the establishment, maintenance and updating of an LBSA website where player registration and payment, news, information, game scores, league standings, etc. can be accessed for our players, parents and prospects.
- To work with the Baseball and Softball Commissioners on registration planning, preparation, message development and strategy for getting the message in front of LBSA's target audience.
- Help the Board in development and promotion of LBSA's public image and message.
- The committee is limited to approving total expenditure of \$200.

Committee Members: As appointed by the Board.

Article VI – Final Authority

Final authority in all matters necessary to accomplish the purpose of LBSA, including the amendment of By Laws, shall be done if there is a 2/3 vote of the Board of Directors present at the meeting. Absence of a majority vote (50% of the board present) then the President shall be the final authority on a matter. Votes can be collected through email communication.

Article VIII – Bylaw Amendments

Any proposed amendment to the By-Laws must be presented in writing at a Board of Director meeting to be brought to the floor for discussion and a vote if a motion and 2nd is received on the matter.

Board of Director Responsibilities:

1. **Determine the organization's mission and purpose.** It is the board's responsibility to create and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.
2. **Select the President.** Boards must reach consensus on the President's responsibilities and undertake a careful search to find the most qualified individual for the position.
3. **Provide proper financial oversight.** The board must assist in developing the annual budget and ensuring that proper financial controls are in place.
4. **Ensure adequate resources.** One of the board's foremost responsibilities is to provide adequate resources for the organization to fulfill its mission.
5. **Ensure legal and ethical integrity and maintain accountability.** The board is ultimately responsible for ensuring adherence to legal standards and ethical norms.
6. **Ensure effective organizational planning.** Boards must actively participate in an overall planning process and assist in implementing and monitoring the plan's goals.
7. **Recruit and orient new board members and assess board performance.** All boards have a responsibility to articulate prerequisites for candidates, orient new members, and periodically and comprehensively evaluate its own performance.
8. **Enhance the organization's public standing.** The board should clearly articulate the organization's mission, accomplishments, and goals to the public and garner support from the community.

9. **Determine, monitor, and strengthen the organization's offerings (currently baseball, softball, concessions and leasing).** The board's responsibility is to determine which programs are consistent with the organization's mission and to monitor their effectiveness.
10. **Support the President and assess his or her performance.** The board should ensure that the President has the moral and professional support he or she needs to further the goals of the organization.
11. **Know your business and the economics of the organization.** The board should be knowledgeable of the financials of each of LBSA's businesses and any other sources and uses of funds that keep the entity afloat.
12. **Be involved in furthering LBSA's cause.** As a small nonprofit, time demands will be placed on Directors whether in performing tasks of labor in support of the facility or working on putting programs together, whatever the cause, it is expected that Director's take their responsibilities serious and dedicate the time and energy necessary to get the job done.

Board Advisor Positions:

As the name implies, the Board Advisor position is designed to allow the Board of Directors to appoint advisory positions to those individuals who have certain skills or expertise that the board finds useful and necessary.

A Board Advisor position is for those members of the community who have been asked to serve in an advisory capacity.

A Senior Board Advisor is limited to former LBSA Board of Directors.

To become a Board Advisor any acting Director in good standing can bring the matter before the Board at any time for consideration. A prospective Board Advisor must receive a minimum of 2/3 (67%) positive vote.

Board Advisors are expected to conduct themselves and give advice and council that is in the best interest of LBSA.

Board Advisors will receive all LBSA meeting minutes, forward looking statements and financial documents that a Board of Director receives excepting those documents the Board decides otherwise.

The Board Advisor position carries no voting rights and the position serves at the will of the Board.