

**LITTLE CHUTE DIAMOND CLUB, INC**  
**BY-LAWS**  
**OCTOBER, 2014**

**1. NAME**

1.1 This organization shall be known as the Little Chute Diamond Club, inc. herein after referred to as LCDC, “the Club” or “Club”.

**2. TERRITORIAL LIMITS**

2.1 Any boy or girl attending public or parochial school in Little Chute, or residing within the Village limits of Little Chute, meeting requirements of age as set forth by the LCDC shall be eligible to participate in the program or the organization. Fees may vary depending on the proximity of residence.

**3. OBJECTIVE**

3.1 The objective of the Club is to provide a supervised educational and competitive program of both Baseball and Softball for all interested boys and girls and to firmly implant in the youth of the community the ideals of good sportsmanship. All Executive members, Commissioners, Directors and Members shall bear in mind that the attainment of exceptional skill or winning of games is secondary and that providing an organized program of Baseball and Softball for all interested boys and girls is of primary importance.

3.2 No part of the net earnings of the LCDC shall inure to the benefit of, or be distributable to, its directors, officers, members, or other private persons, except that the Club shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes. Except as otherwise provided by Section 501(H) of the Code, no substantial part of the activities of the Club shall consist of carrying on propaganda, or otherwise attempting, to influence legislation. The Club shall not participate in or intervene in (including the publishing or distributing of statement) any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision of these articles, the Club shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 (a) of the Code as an organization described in Section 501(c)(3) of the Code, or (b) by an organization contributions to which are deductible under Section 170(a) of the Code as being to an organization referred to in Section 170(c)(2) of the Code.

**4. MEMBERSHIP**

4.1 Any adult with a child playing in the previous year and whom supports the philosophy and purpose of the Club is eligible for membership.

4.2 Each member is entitled to one vote at the annual meeting of membership for the positions available which will be announced at the annual meeting.

- 4.3 Annual meeting of membership shall be held in April at such time and place as the President shall direct, and on ten (10) days public notice.
- 4.4 Special Meeting-The annual meeting of membership may be called at the discretion of the President or a majority of the Directors. It shall be the duty of the Secretary to give five (5) day notice of such meetings by public notice, said notice to state the purpose, time and place the meeting will be held.
- 5. OFFICERS**
- 5.1 The government of the LCDC shall be under the supervision of the Executive Board. The Executive Board shall have a membership of a President, Vice President, and Member At Large. All three Executive members are voting members and elected for a three (3) year term.
- 5.2 The President will take nominations at the December meeting for the position of Baseball Commissioner and Softball Commissioner. Both will be voting members and will run in one-year terms.
- 5.3 Both the Little Chute High School Varsity boys' baseball coach and the Little Chute High School girls Softball Varsity coach will sit on the Executive board in an advisory position. Both are nonvoting positions.
- 5.4 The Secretary and Treasurer positions will be nominated to and appointed by the President. These will be nonvoting positions with a two (2) year term set.
- 5.5 All of the above mentioned positions would either be elected or appointed at the annual meeting in January.
- 5.6 Fiscal year to run from January 1<sup>st</sup> through December 31<sup>st</sup>.
- 5.7 A motion to the President, a second of that motion and a majority vote can facilitate the removal of Board Members, Officers or Commissioners.
- 5.8 If a vacancy occurs in an appointed or elected office, the President will appoint to fill the term until election.
- 5.9 Majority (Quorum) vote is 51% of the 5 member Executive board. A majority of the Board members must be present for a quorum to be constituted. A meeting can take place without a quorum. However, no transactions of business shall be taken without a quorum. Board members may not vote in proxy. No less than ninety percent (90%) of the Board meetings must be attended on an annual basis by the Executive Board Members. (President, Vice President, Member at Large, Baseball Commissioner, Softball Commissioner). If 90% of meetings are not attended the executive board may take action to remove the executive member.
- 5.10 Executive Board to meet a minimum of once a month.
- 5.11 The Executive Board may at its discretion call a closed meeting.
- 5.12 All expenditures need approval by the Executive Board with review of a disbursement letter at the monthly meetings.
- 5.13 No member of this Club shall contract for or incur any debt or enter into any agreement or otherwise obligate this Club except by authorization of the Executive board.
- 5.14 The Executive Board will follow the Rules of Roberts when conducting meetings.
- 6. DUTIES**
- 6.1 The principle duties of the President shall be as follows:

- Supervise the affairs and activities of the Club.
- Represent the Club within the community
- Insure the preparation of the annual budget by the January meeting.
- Preside and maintain order at all meetings
- Prepare an agenda for all meetings
- Assist the Commissioners of both Baseball and Softball of their duties
- Countersign all deeds, leases, licenses and conveyances executed by the Club
- Counter sign all checks for financial disbursement
- Serve as ex-officio member of committees when required
- Set up and facilitate a Coaches Selection Committee. This committee will report then directly to the Executive Board for approval on all candidates nominated for coaching positions. Selected coaches must agree to be subjected to a background check.

6.2 The principle duties of the Vice President shall be as follows:

- Perform the duties of President in his absence
- Serve as ex-officio member of committees when required
- Provide assistance to the Commissioners in project planning
- Provide liaison to the public relations areas

6.3 The principle duties of the Member at Large shall be as follows:

- Assist the balance of the Executive Board in all decisions made at this level.
- Enforce the Bylaws as stated herein.
- To be a liaison both verbally and written to the general Membership
- Assist in Committee decisions on all levels, specifically, but not limited to the Concession Committee.

6.4 The principle duties of the Secretary shall be as follows:

- Take accurate minutes at all regularly scheduled meetings.
- Have custody of the Articles, Bylaws, minutes and all other records of the Club, except financial records
- Be responsible for all correspondence on behalf of the Club
- Transfer all records and correspondence to any person appointed to succeed him/her in that office.

6.5 The principle duties of the Treasurer shall be as follows:

- Receive and disburse all funds with the approval of the Executive Board by producing a disbursement letter monthly
- Keep an accurate account of all funds received and disbursed for the Club
- Counter sign all checks for disbursement
- Submit a financial report at all regular meetings and at such other times as may be requested by the President.

- Compile an annual report of Club finances
- Assist the President in the annual budget
- Be present at any and all audits regarding the 501-C-3

6.6 The principle duties of both the Baseball and Softball Commissioners shall be as follows:

- Meet 10 months a year, excluding the months of June and July unless a meeting is deemed necessary and notification is given to the Executive Board. Monthly meetings are to conduct business with respective divisions then report to the Executive Board with topics and discussions.
- Assist the President in the annual budget.
- Appoint sub-directors and committees to assist in Seasonal operations. All committees and sub-director appointments will be reviewed and approved by the Executive Board
- Baseball Commissioner to appoint a Legion Baseball General Manager, with approval from the Executive Board.
- Be ultimately responsible for weekly league play, scheduling, tournaments and equipment for their respective divisions.
- Player selections will be done by the coaches/coaches committee to assure teams are evenly matched, keeping in mind that siblings will be placed on the same team if they are within the same age bracket and parents desire it.
- Jointly set up and govern a disciplinary Committee to enforce a Code of Conduct for both Baseball and Softball Coaches and Players.
- Take responsibility for all Coaches, Players and Parents.

## **7. CODE OF CONDUCT**

7.1 Code of Conduct-see attachment

7.2 All players and coaches must follow the Code of Conduct.

7.3 Resolving issues related to Code of Conduct

7.3.1 First attempt at resolution; parent(s), player and coach.

7.3.2 Second attempt at resolution; parent(s), player, coach and commissioner.

7.3.3 Third and final attempt at resolution; parent(s), player, coach, commissioner and executive board members.

7.4 Suspensions are strictly at the discretion of coach, commissioner or executive board and shall not entitle the players parent(s) to a full or partial refund of registration fees.

## **8. AMENDMENTS**

8.1 These Bylaws may be altered, amended or replaced by a majority vote of the Executive Board at any duly organized meeting of the Board provided notice of any/all proposed changes are included in the notice of such meetings.

8.2 Bylaws will be reviewed annually at the first meeting of the year.

**9. DISCRIMINATION NOT PERMITTED**

9.1 In rendering its functions and in exercising its purpose, the Club shall not practice or permit discrimination on the basis of sex, age, race, national origin, religion, physical handicap, or disability.

**10. DISSOLUTION**

10.1 Upon the dissolution of the Club, its governing body shall, after paying or making provisions for the payment of all of the liabilities of the Club, dispose of all the assets of the Club exclusively for the exempt purposes of the Club in such a manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, literary, or education purposes which at the time qualify as exempt organization or organizations under section 501 (c) (3) of the Code, as the Club's governing body shall determine. Any assets not so distributed shall be distributed by a court of competent jurisdiction of Outagamie County, in which the Club's principle office is located exclusively for the Club's exempt purposes. The use of any surplus funds for private inurement to any person in the event of a sale of the assets or dissolution of the corporation is expressly prohibited.