

**Ridge Meadows Minor  
Baseball Association**

RMBA  
PO Box 66  
Maple Ridge, BC  
V2X 7E9  
Canada

[www.rm-baseballbc.ca](http://www.rm-baseballbc.ca)

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CAROL PREST

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# By-Laws

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## October 11, 2017 AGM

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## Part 1: General

1. The Association may do such things as approved by the Board of Directors as may be necessary to raise funds to carry out the objects of the Association and may accept donations for this purpose.
2. The purposes of the Association shall be carried on without pecuniary gain to its members and no dividends shall be declared or paid and any profits or other Accretions to the Association shall be used in promoting its' objects. **This provision was previously unalterable and can only be amended by special resolution based on a unanimous vote of the membership present at an extraordinary meeting of the Association.**
3. Upon the dissolution of the Association, the assets of the Association remaining after satisfaction of its' liabilities and the proposed dissolution costs would become the property of the British Columbia Minor Baseball Association to be held in trust until such time as a new baseball association in the Maple Ridge/Pitt Meadows area is formed, whose objects would be compatible with those of the defunct Association, and incorporated under the Society Act. **This provision was previously unalterable and can only be amended by special resolution based on a unanimous vote of the membership present at an extraordinary meeting of the Association.**
4. No borrowing powers shall be exercised on behalf of the Association except by special resolution passed at a membership meeting in respect of which at least fourteen (14) days' notice has been given to the members of the Association.
5. The books and records of the Association shall be in the custody of the Secretary and Treasurer, and shall be open to the inspection of the board of Directors at all times except as otherwise provided by law or these by-laws. Other members of the Association may be permitted to inspect the books or records of the Association by advance appointment with the Secretary or Treasurer, having first notified the Board of Directors.
6. The seal of the Association may be in the custody of the Treasurer and shall be used by duly authorized by resolution of the Directors.
7. The books and accounts of the Association shall be independently reviewed by a Certified Professional Accountant. This review committee will verify the information contained in the Treasurer's yearly financial statement to be delivered to the membership of the Association at the Annual General Meeting of the Association. Members of the review committee will affix their signatures to the annual financial statement to indicate that they have reviewed the statement, books and records and found them to be accurate.

## Part 2: Interpretation

8. (1) In these by-laws, unless the context otherwise required:
- (a) The “Association” means the RIDGE MEADOWS MINOR BASEBALL ASSOCIATION;
  - (b) The “Directors” or “Executive”, or “Board of Directors” or “Board” means the Directors of the Association for the time being;
  - (c) “Special Resolution” means the resolution passed by a majority of the not less than two thirds of members who are entitled to vote and are present in person at a meeting of the members of the Association;
  - (d) “Executive” are individuals, either members in good standing or non-members voted into their positions at the Annual General Meeting for the current term;
  - (e) “Contractor” is any paid coach, instructor, or organization contracted by the Association to provide related services within a coaching, teaching, training, clinic, and/or development format, to players, teams, coaches, and/or umpires within this Association.
- (2) The definitions in the Society Act on the date these by-laws become effective will apply to these by-laws except as otherwise herein provided for.
9. In all by-laws of the Association, the singular shall include the plural and the plural the singular; the word "Person" shall include corporations and societies and the masculine shall include the feminine. Wherever reference is made to any statute or section thereof, such reference shall be deemed to extend and apply to any amendments to such statute or section as whatever the case may be.

## Part 3: Membership

10. The members of the Association shall not be less than seven (7) in number and shall be the subscribers to the Constitution and By Laws and include every other person who applied for membership.
11. Application for Membership shall be acknowledged on the Association’s On-Line or Manual Player Registration form. As the participant is a Minor one or both parents or legal guardians designated on the registration form shall be considered full voting Members. All designated Executives shall be considered full voting Members.
12. Upon approval by the Board of an application for membership, the applicant shall be deemed to be a member for the current membership year in which the application was made.

13. The membership year shall commence at 12:01AM January 1st of each year and end at 11:59PM December 31st of the same year.
14. The Board shall have the power, by majority vote, to admit to membership the following:
  - (a) All persons who have obtained the age of 19 years or over
  - (b) Coaches under the age of 19 years may be admitted at the discretion of the Board and if so, admittance shall be accorded all right and privileges of membership
  - (c) Any person meeting requirements as the Board may from time to time set forth, shall be eligible to be an Associate Member.
15. The members of the Association shall:
  - (a) comply with the constitution, bylaws and regulations of the society from time to time in force and effect;
  - (b) comply with the British Columbia Baseball (BC Baseball) rules and general code of conduct, and shall work towards improvement of standards in the interest of baseball;
  - (c) hold the society and its officers harmless with respect to any action of discipline which may be imposed upon a member;
  - (d) generally, work towards the attaining of the goals and objectives of the society.

### Part 3.1: Membership Dues

16. The dues or fees payable by members shall be as from time to time fixed by a majority vote of the Board of Directors. These membership dues or fees shall be payable annually. The Board of Directors may grant special dispensation for waiver of dues or registration fees at their discretion when a majority of the Board votes to do so. Annual registration procedures for all members shall be established by the Executive with fees payable at such time and in such manner as the Executive shall decide.

### Part 4: Withdrawal & Expulsion

17. All members are in good standing except a member who has failed to pay their current registration fee, including Spring, Summer, and Fall Seasons, or any other subscriptions or debt due and owing to the Society. As long as debt is outstanding, the member is not in good standing. Any member who desires to withdraw from the membership in the Association may notify the Board of Directors in writing to that effect and on receipt by the Board of such notice, that person shall cease to be a member.

18. The Board of Directors shall have the power, by a vote of three quarters of the Directors, to expel or suspend any member from the Association whose conduct shall have been determined by the Directors to be improper, unbecoming or likely to endanger the interest or reputation of the Association or who willfully commits a breach of the Constitution or by-laws of this Association and the Board may declare that the member shall cease to be in good standing and shall stand suspended or expelled from membership in the Association from the date stated in a resolution of the Board.
19. Any member suspended or expelled by such action taken in clause 18 above, may appeal the Board's decision within 30 days of notice of such action. Such member will then be granted the right to express his or her reasons for believing that such action is unjust and upon a vote of three quarters of the Board, such action may be reversed.
20. Any member who withdraws or is expelled from the Association shall forthwith forfeit all rights arising from or associated with membership in the Association.
21. Any member who withdraws from the Association or who is expelled from the Association or who ceases to be a member in good standing of the Association shall remain liable for payment or any assessment or other sum levy or which became payable by him to the Association prior to his withdrawal or expulsion.
22. Non-payment of fees, or the default in payment of fees, shall be considered as reasonable grounds for immediate expulsion of a member. Any such member may, however, upon payment of all unpaid dues or fees, be reinstated by unanimous vote of the Board.
23. The Board may, from time to time, decide what, if any, refund of fees or dues a member withdrawn, expelled or suspended may receive.
24. A person shall cease to be a member of the Association on his/her death, or in the case of a corporation, on dissolution.

## Part 5: Government

25. The Government of the Association shall be vested in a Board of Directors of at least nine persons who shall be elected annually.
26. The Government of the Association shall be the persons elected to the positions of: President, First Vice-President, Second Vice President, Secretary, Treasurer, Senior Commissioner, Junior Commissioner, Equipment Manager and Special Events Coordinator. These nine positions will constitute the Board of Directors (the "Board") and will have voting power.
27. Other Volunteer Members who may attend board meetings shall be, but not necessarily limited to, Registrar, the Umpire-In-Chief, Divisional Coordinators "Commissioners", Fields Manager, Tournament Coordinator, Sponsorship Manager, Uniform Manager, Webmaster and any other position as may be deemed necessary from time to time and appointed or contracted by a majority

vote of the Board. These members who attend shall not have voting power.

28. All members of the Board of Directors shall hold office for a period of two (2) years, and are eligible for re-election for subsequent terms.
29. The Board shall have the power to fill for the unexpired terms any vacancies occurring in their members between annual elections.
30. The Board shall have the power to source and establish contracts for the paid positions or other roles as established by vote during General or Special General meeting where quorum is met.
31. The Directors shall call a special meeting of the Association upon receiving a written request for such a meeting, signed by at least 10% of the members of the Association. The said written request shall state the purpose for which the meeting is requested. Within ten (10) days of the receipt of such a written request, the Board shall cause a notice to be written, or by any means the Board deems advisable, to be sent to all members specifying the time and place for holding such meeting. Such meeting shall be held not less than seven (7) days not more that fourteen (14) days from the date of the notices. At any special meeting called on request, only the business specified in the request shall be discussed, except any further business that the Directors may wish to bring before the meeting.
32. Candidates for the Board shall be nominated in writing by a member in good standing or by a Director of the Association within 14 days of an annual meeting and no less than 10 days from that meeting date. Nominations may also be made from the floor, if position is vacant, at the annual general meeting of the Association and these nominations from the floor need not be in writing. A contractor can be nominated and if voted in for a voting position, they are not allowed to vote on subjects they are being paid for as this would be a conflict of interest.
33. A Director may be removed from office by a special resolution. A replacement Director may be elected at a meeting of the membership or may be appointed by the Board to serve during the balance of the term.

## Part 6: Duties – Board of Directors

34. **President**
  - (a) 2-year term (Odd Year);
  - (b) Shall preside at all meetings of the Executive, Volunteer Coordinators, and the Association;
  - (c) Is the Chief Executive Officer of the Association and shall perform the duties usual to the office of President;
  - (d) Shall have the power to suspend any team, player, team official, parent/guardian or umpire for conduct unbecoming of a member of the society on or off the field, for abusive language to any of the officials, players or coaches, or for failure to comply with the Association's Constitution, By-laws and regulations, pending review of the incident by the executive, such a review shall take place no later than seven (7) days

- after the date of the suspension.
- (e) The President shall not have a vote in any matters, save in case of an equality of votes wherein he/she will cast the deciding ballot.

**35. First Vice-President**

- (a) 2-year term (Even Year);
- (b) Shall assist the President in all matters pertaining to the Association and in the absence of, shall perform the duties of the President;
- (c) Shall be responsible for Governance and Compliance of the Association and act as Risk Management Officer to track criminal records checks by coaches and volunteers as described by the society's policies
- (d) Act as the Society's Sponsorship by working either directly with sponsors or through Association volunteers be responsible for all aspects of the Association's fundraising efforts;
- (e) In addition, they may assume such other duties as may be prescribed by the Board and which are not already duties of other officers as specified herein.

**36. Second Vice-President**

- (a) 2-year term (Odd Year)
- (b) Act as the Association's Parks and Leisure Services liaison, including completion of annual fields and special events requests;
- (c) Shall attend BC Baseball Annual General Meeting and make recommendations for changes to BC Baseball rules and regulations
- (d) In addition, assume such other duties as may be prescribed by the Board and which are not already duties of other officers as specified herein.

**37. Secretary**

- (a) 2-year term (Even Year)
- (b) Shall take the minutes of all meetings and shall be responsible for circulating these among the members of the Board within 5 days of said meeting(s)
- (c) Minutes of Annual General Meetings, Special Meetings, etc., shall be circulated or read out at the next membership meeting.

**38. Treasurer**

- (a) 2-year term (Odd Year)
- (b) Shall be the custodian of all monies, or other property paid or donated to the Association and shall disburse same upon authority from the Board.
- (c) The Treasurer shall keep a true and accurate record of receipts and disbursements and shall render a true account when required.

**39. Junior Commissioner**

- (a) 2 Year term (Even Year)
- (b) Shall be responsible for the setting up of any clinics deemed necessary for the training of players and coaches in the Junior Divisions (Tadpole, Mosquito, and Peewee).
- (c) Assist in the selection of coaches for teams. May have such other duties as may from time to time be assigned by the Board.

40. **Senior Commissioner**
- (a) 2 Year term (Odd Year)
  - (b) Shall be responsible for the setting up of any clinics deemed necessary for the training of coaches and players in the Senior Divisions (Bantam & Midget).
  - (c) Assist in the selection of coaches for teams. May have such other duties as may from time to time be assigned to by the Board.
41. **Equipment Manager**
- (a) 2 Year term (Even Year)
  - (b) Will have overall responsibility for the inventory, disbursement and care of the equipment, etc. for use by the teams in the Association.
  - (c) May have such other duties as may from time to time be assigned him by the Board.
42. **Special Events Coordinator**
- (a) 2 Year term (Odd Year)
  - (b) Will be responsible for management of any special events planned for the members of the Association, such as but not limited to, fund raising, dances, raffles, etc.
  - (c) May have such other duties as may from time to time be assigned by the Board.
43. If a member of the Board of Directors shall resign his or her office before his or her term, or without reasonable excuse, absent themselves from three (3) or more board meetings, or be suspended or expelled by the Association, the Executive may declare their office vacated and may appoint a successor in place to hold office until the next Annual General Meeting, at which the Board of Directors for the ensuing year are elected.

## Part 7: Duties – Volunteer Coordinators

44. The Fields Manager is responsible for field maintenance and ensures field equipment and consumables are dispersed in lockups as needed. Liaise with Parks & Leisure Services as required. Is responsible for inventory and accounting of field care equipment. May have such other duties as may from time to time be assigned by the Board.
45. The Umpire-in Chief for the Association shall be responsible for the setting up of any clinics deemed necessary for the training of umpires and for the scheduling of umpires at games as necessary. May have such other duties as may from time to time be assigned by the Board.
46. Divisional Coordinators “Commissioners” for each division will be responsible for the day to day activities of the teams in the league over which they have jurisdiction. They may also have such other duties as may from time to time be assigned to them by the Board. Divisions include Rally Cap, Super-T, Tadpole, Mosquito, Peewee, Bantam, Midget, and Juniors.
47. The Uniform Manager will have the overall responsibility for the inventory, disbursement

and accountability for the uniforms. He may have such other duties as may from time to time be assigned by the Board.

48. The Tournament Coordinator is responsible for planning, preparation and execution of the association's Invitational Tournaments. Works with an appointed Tournament Lead for each event to ensure that the event is properly managed and fiscally viable. May have such other duties as may from time to time be assigned by the Board.
49. The Registrar shall be responsible for ensuring that registration is carried out each year. Duties include managing physical and online registration process. Is the first contact for any issues related to registration by members and will be responsive to the same within a reasonable timeframe or as prescribed by the Board. May have such other duties as may from time to time be assigned by the Board.
50. The Webmaster is responsible for the administration and operation of the RMMBA website. Creative control and input will be a joint compilation of the executive and administered by the Webmaster. Responsible for updating the website in a timely fashion and liaising with the Host Server. May have such other duties as may from time to time be assigned by the Board.
51. The Sponsorship Manager shall be responsible for contacting sponsors for the Association and soliciting new sponsors. May have such other duties as may from time to time be assigned by the Board.
52. Other member volunteers shall have such duties as may from time to time be assigned to them.

## Part 8: Proceedings of Directors

53. Proceedings
  - (1) The Board may meet together at the places they deem fit to dispatch business, adjourn and otherwise regulate their meetings and proceedings, as they see fit.
  - (2) The Board may from time to time fix the quorum necessary to transact business, and unless so fixed, the quorum shall be a majority of the Directors then in office.
  - (3) The President shall be chairperson of all meetings of the directors, but if at a meeting the President is not present within 30 minutes after the time appointed for holding the meeting, the First Vice-President shall act as chairperson' but if neither is present, then the Second Vice President shall act as chairperson; and if none are present, the Directors present may choose one of their number to be chairperson at the meeting.
54. The Board of Directors shall have the power to appoint such committees as they see fit, and any such committee appointed may perform such duties and exercise such power as delegated to them by the Directors from time to time.
55. Each committee appointed shall, from its members, elect a chairperson of the committee

and a majority of the committee shall constitute a quorum of any committee meeting.

## Part 9: Proceedings – General Meeting

56. A meeting shall be conducted annually for the election of members of the Board for the ensuing year. Additional meetings may be called by the President or upon written request of at least three (3) members of the Board of Directors.
57. Notice in writing of the annual general meeting of the Association shall be given to each member at least fourteen (14) days prior to the date of the meeting, and such notice shall set forth the time and place at which the meeting is to be held, provided that such notice may, pursuant to Section 39 (5) of the Society Act, be given by advertising in a newspaper circulating within the Municipalities of Maple Ridge and Pitt Meadows, or otherwise as the Board of Directors shall from time to time decide.
58. Each member present in person shall be entitled to one vote. Voting by proxy shall not be allowed, voting by telephone and/or another electronic medium shall not be allowed.
59. A record of signatures of all members attending each and any meeting shall be kept by the Secretary and a copy securely attached to the minutes of such meetings.
60. Unless otherwise provided by resolution of the Board of Directors, a quorum for the transaction of the business at any meeting of the members shall consist of not less than twenty (20) members in good standing present in person who are entitled to vote at a meeting of the members.
61. Any meetings of the Association or of the Directors may be adjourned to any time and from time to time, and such business may be transacted at such adjourned meeting(s) as might have been transacted at the original meeting(s) from which such adjournment took place. No notice shall be required of any such adjournment. Such adjournment may be made notwithstanding that no quorum is present.
62. At all meetings, every seconded motion shall be decided by 2/3 of the votes of those entitled to vote who are present in person, unless otherwise required by the By Laws of the Association or the Society Act. Every question shall be decided in the first instance by a show of hands unless a poll be demanded by any member. Upon a show of hands, every member having voting rights shall have one vote and, unless a poll be demanded, a declaration by the Chairperson that a resolution has been carried or not carried and an entry to the effect in the Minutes of the meeting shall be sufficient evidence of the fact without proof of the number or proportion of the votes accorded in favor of, or against such resolution. The demand for a poll may be withdrawn, but if a poll is demanded and not withdrawn, the question shall be decided by a majority of votes given by the members present in person, and such poll shall be taken in such manner as the Chairperson shall direct and the result of such poll shall be deemed to be the decision of the Association in a meeting upon the matter in question.
63. Unless otherwise herein provided for, Roberts Rules of Order will be followed at all meetings of the Association.
64. The order of business for the Annual General Meeting of the Association will be as follows and may include other items deemed necessary by the Board from time to time:

- A. Call to Order
- B. Minutes of the Previous Meeting
- C. Treasurer's Report
- D. League Reports
- E. President's Report
- F. Committee Reports
- G. Correspondence
- H. Old Business
- I. Nominations of Officers
- J. Election of Officers
- K. New Business
- L. Announcements
- M. Adjournment

65. A quorum for the transaction of business at any General Meeting or Special General Meeting shall be no less than 20 members.

#### Part 10: Finance

66. All revenue shall be placed in the Association treasury. Disbursements shall be in such a manner as to give no individual or team an advantage over the others.
67. The Association and Board of Directors shall decide on all matter of finances of the Association and the final decision to purchase is to be based on the majority decision of the Board of Directors.

#### Part 11: Seal

68. The Board may adopt a seal which shall be the common seal of the Association and shall from time to time be resolution provided for its' custody and use.

#### Part 12: Fiscal Year

69. The fiscal year of the Association shall be September 1 to August 31 of each year. The financial statements of the Association's affairs shall be made up to that date for presentation to the members at the Annual General Meeting.

#### Part 13: By Laws

70. The By Laws shall not be altered or added to except by special resolution at the Annual General Meeting of the Association.
71. Any alterations or additions to the Constitution and by Laws must be by a special resolution and passed by a 2/3 vote of the quorum present at the Annual General Meeting.
72. On being admitted to membership, each member is entitled to and the Association shall

make available to him, without charge, a copy of the Constitution and By Laws of the Association.

#### Part 14: Rules

73. The coaches and managers of all teams shall be selected and approved annually by the Baseball Operations and shall be responsible for the conduct of their players both on and off the field.
74. The term of tenure for coaches and team managers shall be from the time of his/her appointment by the Board of Directors until the close of the playing season.
75. Each Divisional Commissioner shall have the power to administer his/her division subject to any approval the Board of Directors may wish to apply.
76. Rules and regulations shall be as laid down by the British Columbia Minor Baseball Association, except where local house league amendments apply.

**DATED THIS 11 DAY OF OCTOBER, 2017**

## Notes/Errata from Oct 11, 2017

~~26.— The Government of the Association shall be the persons elected to the positions of: President, First Vice-President, Second Vice President, Secretary, Special Events Coordinator, Senior Head Coach, Junior Head Coach, Equipment Manager and Treasurer. These nine positions will constitute the Board of Directors (the “Board”) and will have voting power.~~

~~27.— Other Volunteer Members who may attend board meetings shall be, but not necessarily limited to, Registrar, the Umpire-In-Chief, Divisional Coordinators “Commissioners” Equipment Manager, Fields Manager, Social Events Coordinator, Senior Head Coach, Junior Head Coach, Sponsorship Manager, Tournament Coordinator, Uniform Manager, Webmaster and any other position as may be deemed necessary from time to time and appointed or contracted by a majority vote of the Board. These members who attend shall not have voting power.~~

### **TYPOGRAPHICAL ERROR SHOULD READ**

*26. The Government of the Association shall be the persons elected to the positions of: President, First Vice-President, Second Vice President, Secretary, Treasurer, Senior Commissioner, Junior Commissioner, Equipment Manager and Special Events Coordinator. These nine positions will constitute the Board of Directors (the “Board”) and will have voting power.*

*27. Other Volunteer Members who may attend board meetings shall be, but not necessarily limited to, Registrar, the Umpire-In-Chief, Divisional Coordinators “Commissioners”, Fields Manager, Tournament Coordinator, Sponsorship Manager, Uniform Manager, Webmaster and any other position as may be deemed necessary from time to time and appointed or contracted by a majority vote of the Board. These members who attend shall not have voting power.*