



# ***CONSTITUTION***

*Revised January 2016*



## NORTH AURORA BASEBALL ASSOCIATION CONSTITUTION

### **PREAMBLE**

The North Aurora Baseball Association (N.A.B.A.) is an organization of committed parents, dedicated managers, and concerned citizens who have answered the call to make an investment in the future of our youth.

By teaching children to enjoy the game of baseball, to regard themselves and their teammates with respect, and to inspire to physical and mental excellence, we will have made some small contribution to the success for their young lives.

If just one day in the future our players look back and find guidance in the events of the few hours we have spent with them in the twilight of a summer's eve, we will have fulfilled our purpose. For ourselves, we hope to gain guidance and inspiration from our children. These are the goals to which this constitution is dedicated.

### **ARTICLE I - NAME**

This organization will be known as the North Aurora Baseball Association and is sometimes referred to in this document as the Association.

### **ARTICLE II - PURPOSE**

The N.A.B.A. is organized for charitable and educational purposes to provide a supervised program of competitive youth baseball in the North Aurora community in cooperation with the Fox Valley Park District. The Association shall secure suitable financial backing for these purposes, and to own, or otherwise provide, suitable facilities and equipment for these purposes.

### **ARTICLE III - OBJECTIVE**

The objective of the Association will be to firmly implant in our youth the ideals of good sportsmanship, honesty, loyalty, courage, and respect for authority. The ideals are intended to help young people be well adjusted, stronger, and happier and will grow to be decent, healthy, and trustworthy adults.

It shall be the policy of the Association to conduct its activities such that the physical and moral welfare of the young people for whose benefit it is organized shall remain paramount and all matters of policy shall be determined on that basis.

### **ARTICLE IV - NOT FOR PROFIT ASSOCIATION**

The Association shall be conducted solely as a not for profit organization. No part of the assets or income of the Association shall inure to the benefit of, or be distributed to, its members, directors, officers or other private persons. However, the Association shall be authorized to pay reasonable compensation for services rendered in furtherance of the Association's purpose. This Association shall not carry on any activities not permitted by an organization exempt from Federal Income tax.

No substantial part of the activities of the Association shall be used to influence legislation or any referendum before the public, nor shall the Association participate in any political campaign.

### **ARTICLE V - MEMBERSHIP**

Membership shall consist of parents and guardians of players registered in the current year. Membership shall also include all current team managers, current coaches, and all current N.A.B.A. Board members. All Association members shall subscribe to the purposes and objectives of the Association.

### **ARTICLE VI - DIRECTORS**

The management of the affairs of the Association shall be vested in a Board of Directors. The Board of Directors shall have no fewer than six but no more than 19 members. The Board of Directors may appoint standing and special committees as it determines and delegate powers to them as deemed advisable in

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accordance with the Constitution and Bylaws of the Association.

The Board of Directors shall consist of the Officers, League Directors, and Chairmen of all standing committees as defined in the Bylaws. The Board of Directors may also include other At-Large Directors who have voting privileges. The Board of Directors may adopt rules and regulations to govern the conduct of members and management of the Association, as it deems proper.

The Officers shall consist of the President, Executive Vice-President/Commissioner, Vice-President of Operations, Secretary, Treasurer and Travel Director. The Officers serve as the members of the Executive Committee. Except for the power to amend the Constitution and Bylaws, the Executive Committee shall have all the powers and authority of the Board of Directors in the intervals between board meetings, subject to the direction and control of the Board of Directors as a whole.

All Board members shall serve one-year terms, but are eligible for re-election. Resignation from the Board of Directors must be in writing. A member of the Board of Directors may be removed for conduct detrimental to the best interest of the Association by a three-fourths vote of the remaining board members.

### **ARTICLE VII - ELECTIONS**

The N.A.B.A. shall hold an annual meeting open to all members of the Association for the purpose of electing the Board of Directors.

The current Board of Directors shall nominate the following year's Officers and shall determine the number of At-Large Directors to serve on the following year's board. Any member of the Association in attendance at the annual meeting can make nominations for non-Officer positions. There shall be no proxy nominations for any position on the Board of Directors.

For all positions on the Board of Directors, the candidate receiving the most votes is elected. An individual must sit on the Board for one year before being eligible to become an Executive Board member or they must receive a 2/3 majority vote of current board members. There shall be no proxy voting. When voting for all positions on the Board of Directors at the annual meeting has concluded, those elected immediately assume the responsibilities of that position.

If a position on the Board of Directors is not filled at the annual meeting, nominations and voting for the position will be by majority vote of the other board members. If a position on the Board of Directors becomes vacant after the annual meeting, nominations and voting for a replacement to fill the balance of the term will be by majority vote of the remaining board members.

### **ARTICLE VIII - MEETINGS**

The Board of Directors shall meet at least bi-monthly at a time and place determined by the President. A majority of the Board of Directors constitutes a quorum. Special meetings of the Board of Directors shall be held upon the call of any Officer with three days notice to other members of the Board of Directors.

The Board of Directors shall set the date, time and place of the regular annual meeting. Notice of the time and place of the annual meeting shall be made known to the membership of the Association through publication and/or individual mailings. The presence of not less than 10 members eligible to vote shall be required to constitute a quorum at any special or annual meeting of the Association. Special meetings of the Association shall be held upon the call of the President, by majority vote of the Board of Directors, or upon written request to the Secretary by not less than 15 members of the Association.

### **ARTICLE IX - DISSOLUTION**

In case of dissolution of the Association, all assets will be distributed for one or more exempt purposes or to a local government at the discretion of the Board of Directors. However, a meeting of the Association membership will be held prior to the assets being dispersed to allow for questions and comments from the

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members.

**ARTICLE X - AMENDMENTS**

This constitution may be amended only by a two-thirds majority of the Association membership at an annual meeting of the Association membership or a special meeting of the Association membership called for that purpose.