



Constitution Of Turtle Club Baseball and Softball

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PRIVACY AND CONFIDENTIALITY

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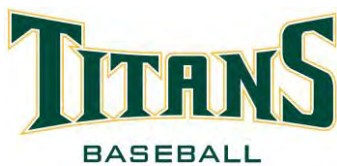
Article I - IDENTITY

SECTION 1 - Name

This organization shall be known as Turtle Club Baseball and Softball, hereinafter referred to as "TC" or as 'the Club'. The Club will also operate and be known as "LaSalle Titans Baseball" and "LaSalle Athletics Softball".

SECTION 2 - Logos

The official logos of The Club shall be:





Article II – MISSION AND OBJECTIVE

SECTION 1 - Mission

The Club is a community project operated by adult volunteers whose interest is the promotion of good, wholesome and well-supervised activities for young people. More specifically, this program is dedicated to the task of developing good citizens by providing both house league as well as competitive baseball and softball programs for boys and girls under good leadership and in the wholesome atmosphere of community participation.

The members of the Club give to the players a pledge of conformity to high standards of personal conduct, fair play, and good sportsmanship. The managers, umpires and personnel directly involved with the players in the program are the crucial factor as to whether this program is successful. At the heart of our Club is what happens between the manager, umpire and player. It is these people more than any others who determine the success of the program. They control the situation in which the players may be benefited or harmed.

In the final analysis, what happens to our players is the major objective of this program. "Is the player a better person as a result of their experience in the program? Has the player learned some lessons and acquired some good habits and attitudes which will make them more effective in their future years as a parent and/or finer citizen?" Baseball/softball is not automatically a desirable experience for boys and girls. It is our aim to make it a desirable experience for boys and girls.

Therefore, it is imperative that the qualified people in this community step forward to do their share to support this cause.

SECTION 2 - Objective

The objective of the Club shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority, so that they may be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

To achieve this objective, the Club will provide a supervised program under the Rules and Regulations of the Club as well as Baseball Canada, Softball Canada and their affiliates. All Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. In accordance with the Province of Ontario not-for-profit regulations, the Club shall operate exclusively as a not-for-profit organization providing a supervised program of house league and competitive baseball and softball games. No part of the net earnings shall inure to the benefit of any private member or individual.



ARTICLE III - MEMBERSHIP

SECTION 1 - Eligibility

Any person sincerely interested in active participation to further the objectives of the Club may apply to become a Member.

SECTION 2 - Classes

There shall be the following classes of Members:

- A. **Player Members.** Any player candidate meeting the requirements of the Club shall be eligible to compete for participation in the Club's House or Representative Team programs. Player Members shall have no rights, duties or obligations in the management or in the property of the Club.
- B. **Regular Members.** Regular Members of the Club automatically include all current Managers, Coaches, Umpires, Board Members, Officers of the Board and any other person who is recognized by the Board as a volunteer in the Club. All Officers, Board Members, Committee Members, Managers, Coaches, Umpires and other elected or appointed officials must be active Regular Members in good standing
- C. **Life Members.** Any person may be elected as a Life Member by a two third (2/3) vote of all Directors present at any duly held meeting of the Board of Directors but shall have no rights, duties or obligations in the management or in the property of the Club.

As used hereinafter, the word "Member" shall mean a Regular Member unless otherwise stated.

The Board of Directors, by a majority vote of those present at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any member of any class when the conduct of such person is considered detrimental to the best interests of the Club and/or other affiliated organizations. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at a meeting to answer such charges.

Dues for Player/Regular Members may be fixed at such amounts as the Board of Directors shall determine prior to the beginning of any membership period. Members who fail to pay their dues when same become due, may by vote of the Board may be dropped by the membership rolls and shall forfeit all rights and privileges of membership.

SECTION 3 - Affiliations

- A. The Club recognizes the following affiliations:
 - a. Baseball Ontario
 - b. Baseball Canada
 - c. United States Specialty Sports Association (USSSA)
 - d. Provincial Women's Softball Association (PWSA)
 - e. Softball Ontario
 - f. Softball Canada
 - g. Ontario Select Softball Tournament Association (OSSTA)
 - h. USA Softball
- B. The Club may annually apply for a charter, if required, from any process organization that requires such and do all things necessary to maintain such charter.
- C. The Club Board Members shall not be actively engaged in the promotion and/or operation of any other baseball and/or softball program.
- D. Directors or Officers of any other baseball and/or softball organization not affiliated with the Club should not be actively engaged in the promotion and/or operation of the Club as a Director or Officer.



SECTION 4 - Resignation from the Organization

- A. Membership in the Club shall not be transferable and shall terminate annually or upon a Member's resignation or death.
- B. Members may resign from the Club by submitting a resignation in writing addressed to the Secretary who in turn notifies the Board at the next meeting of the board.

SECTION 5 - Suspension or Termination of Officers and Directors

- A. Removal of Director by Membership - Provided that notice specifying the intention to pass such resolution has been given with the notice of meeting, eligible voting Members of the Club, by a resolution passed by at least 2/3 of the votes cast at a General Meeting of Members or a Board Meeting may remove any Director before the expiration of his or her term of office.
- B. Absenteeism - Unless otherwise determined by the Board, the absence of a Director from three (3) consecutive Board Meetings or the absence of a Director from 5 or more out of the last 12 consecutive Board Meetings shall be deemed to be a resignation of the said Director from the Board.
- C. Competency
 - 1) Failure to complete duties as stated in the By-law or the Rules of Operation;
 - 2) Failure to uphold the direction of the Club Board or violate confidentiality;
 - 3) Failure to uphold objectives of the Club;
 - 4) Contravening any section(s) of the Abuse and Harassment Policy.
- D. Resignation – A Director of the Board may resign his or her Directorship by submitting a letter of resignation to the Secretary of the Board.



ARTICLE IV – GENERAL MEETINGS

SECTION 1 - Definition

A General Membership Meeting is any meeting of the membership of the Club (including Special General Membership Meetings, Section 7). A minimum of one per year (Annual General Membership Meeting, see Section 6) is required.

SECTION 2 - Notice of Meeting

Notice of each General Membership Meeting shall be delivered by any of the following; electronically on our web site, by email where possible at the last recorded address, monthly Club Newsletter, or local newspaper announcement, to each Member at least seven (7) days in advance of the meeting, setting forth the place, time and purpose of the meeting.

SECTION 3 - Quorum

At any General Membership Meeting, the presence in person of fifteen (15) of the members shall be necessary to constitute a quorum. If a quorum is not present, no business shall be conducted.

SECTION 4 - Voting

Only Regular Members shall be entitled to make motions and vote at General Membership Meetings. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General Membership Meetings. (Those eligible to take part at meetings of the Board of Directors are described in Article V, Section 4.)

SECTION 5 - Absentee Ballot / Proxy Votes

The Club does not allow for the use of Proxy Votes. Furthermore, since the Annual General Meeting (AGM) is the only forum for nominating candidates for positions on the Board of Directors and such nominations are not known or accepted before said meeting, it is not possible to allow for absentee balloting.

Persons that cannot be present at the AGM and feel they will be nominated for a position on the Board of Directors shall submit in writing their acceptance for that specific position. The acceptance letter must be signed, sealed and received by the Secretary prior to the start of the AGM.



SECTION 6 - Annual General Membership Meeting (AGM)

The Annual General Membership (AGM) Meeting of the Club shall be held prior to the end of the fiscal year of the corporation as determined by the Board of Directors. This meeting is for the purpose of electing the Board of Directors, receiving reports, reviewing and voting on any Constitution changes and for the transaction of such business as may properly come before the meeting.

- B. The Membership shall receive at the AGM Meeting a report, verified by the President and Treasurer, or by a majority of the Directors, showing:
 - 1) The condition of the Club, to be presented by the President or his/her designate.
 - 2) A general summary of funds received and expended by the Club for the previous year, the amount of funds currently in possession of the Club, and the name of the financial institution in which such funds are maintained.
 - 3) The whole amount of real and personal property owned by the Club, where located, and where and how invested.
 - 4) For the year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated or expended, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made.
- C. This report shall be filed with the records of the Club and entered in the minutes of the proceedings of the AGM. A copy of such report shall be forwarded to parties that require such information.
- D. At the AGM, the Members shall elect all open positions on the Board of Directors with the exception of the positions of Treasurer, Grounds Director and Concessions Director which shall be appointed by the newly elected Board after a job posting and interview process. The number of Directors elected shall be not less than five (5).
- E. The open positions shall be elected in the following sequence:
 - 1) Officers
 - 2) Directors
- F. Immediately after the election, the Board of Directors shall assume the performance of its duties. The Board's term of office shall continue until its successors are elected and qualified under this section.

SECTION 7 - Special General Membership Meetings

Special General Membership Meetings of the Members may be called by the Board of Directors or by the Secretary or President at their discretion. It may also be called upon the written request of fifteen (15) Regular Members. The President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such Special General Membership Meeting shall be scheduled to take place not less than seven (7) days after the request is received by the President or Secretary.

SECTION 8 - Rules of Order for General Membership Meetings

Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except where same conflicts with this Constitution of the Club.



ARTICLE V - BOARD OF DIRECTORS

SECTION 1 - Authority

The management of the property and affairs of the Club shall be vested in the Board of Directors.

SECTION 2 - Increase in Number

The number of Board of Directors so fixed at the AGM Meeting may be increased at any General Membership Meeting or Special Meeting of the Members. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Directors shall be by majority vote of all Regular Members present.

SECTION 3 - Vacancies

If any vacancy occurs in the Board of Directors, whether by death, resignation or otherwise, it may be filled by a majority vote of the remaining Directors at any regular Board meeting or at any Special Board Meeting called for that purpose. A notice will be posted on the official the Club website advising the members of the vacancy inviting applicants to fill the position(s). The successful members filling the vacant director's position will have full voting rights and occupy that position for the remainder of the year until the next AGM where that position will be open for election.

SECTION 4 - Board Meetings, Notice and Quorum

Regular meetings of the Board of Directors shall be held immediately following the AGM and on such days thereafter as shall be determined by the Board.

- A. The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of three (3) Directors, issue a call for a Special Board Meeting. In the case of Special Board Meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.
- B. Notice of each Board meeting shall be given by the Secretary personally, electronically or by mail to each Director at least five (5) days before the time appointed for the meeting to the last recorded address of each Director.
- C. 50% attendance of the current Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.
- D. Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during specific agenda items at a Board meeting.



SECTION 5 - Duties and Powers

The Board of Directors shall have the power to appoint such standing committees, as it shall determine appropriate and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate. The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Club as it may deem proper, provided such rules and regulations do not conflict with this Constitution. The Board shall have the power by a two-thirds vote of those present at any regular Board or Special Board Meeting to discipline, suspend or remove any Director or Officer or Committee Member of the Club in accordance with the procedure set forth in Article III, Section 5.

- A. Execution of Documents - The Board may from time to time appoint any Director of the Club by resolution in writing, either to sign documents generally or to sign specific documents.
- B. Books and Records - The Board shall ensure that all necessary books and records of the Club required by the By-laws of the Club Constitution or by any applicable statute are regularly and properly maintained and any contracts or agreements are filed for safekeeping.
- C. Method of Giving Notice - Whenever under the provisions of this Constitution of the Club, notice is required to be given, such notice may be given either personally, by telephone, by email, web posting, Park posting or by depositing same in a post office or a public letter box, in a postage paid sealed envelope addressed to the Director or Member at his or her address as the same appears in the records of the Club. Any notice or other documents so sent by mail shall be deemed to be sent at the time when the same was deposited in a post office or public letter box as aforesaid. For the purposes of sending any notice, the address of any Member or Director shall be his or her last address in the records of the Club

SECTION 6 - Error in Notice

No error or omission in giving notice for a Board and/or Membership Meeting shall invalidate such Meeting or invalidate or make void any proceedings taken at such Meeting, and any Director may at any time waive notice of any such Meeting and may ratify and approve of any or all proceedings taken or had there at.

SECTION 7 - Adjournment of Meeting

Any Board Meeting may be adjourned at any time and from time to time and such business may be transacted at such adjourned Meetings as might have been transacted at the original Meeting from which such adjournment took place. No notice shall be required of any such adjournment.



SECTION 8 - Conflict of Interest

Every member of the Board who directly or indirectly has an interest in a proposed or existing contract or transaction or other matter relating to the Club shall make a full and fair declaration of the nature and extent of the interest at a Board Meeting.

- A. The declaration of a conflict of interest shall be made at the Board Meeting at which the question of entering into the contract or transaction or other matter is first taken into consideration or, if the member of the Board is not at the date of that Board Meeting interested in the proposed contract or transaction or other matter, at the next Board Meeting held after the member of the Board assumes the office.
- B. After making such a declaration, no member of the Board shall vote on such a contract or transaction or other matter, nor shall he or she be counted in the quorum in respect of such a contract or transaction or other matter.
- C. If a member of the Board has made a declaration of an interest in a contract or transaction or other matter in compliance with this Section, the member of the Board is not accountable to the Club for any profit realized from the contract or transaction or other matter.
- D. If a member of the Board fails to make a declaration of interest in a contract or transaction or other matter in compliance with this Section, the member of the Board shall account to and reimburse the Club for all profits realized, directly or indirectly, from such contract or transaction or other matter.
- E. A member of the Board shall be deemed to be in a conflict of interest situation when any matter comes before the Board which concerns the team for which his/her child is playing or is eligible to play, which his/her husband/wife son/daughter brother or sister is or has applied to be a member of the coaching staff; or with respect to any other matter (for instance, disciplinary) with which they or members of their immediate family are involved.
- F. In cases in which conflict of interest arises, the member of the Board in conflict shall absent him/herself from the meeting until the issue has been resolved.
- G. If that member of the Board has significant information relating to the specific issue to be discussed, he/she may provide that information before leaving.
- H. The President or designate shall have the final authority to decide when a conflict of interest exists.

SECTION 9 - Indemnification of Directors

Every member of the Board of the Club and his or her heirs, executors, administrators and estate and effects respectively shall from time to time be indemnified and saved harmless by the Club from and against:

- A. All costs, charges and expenses whatsoever that he or she sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him or her for and in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or her in or about the execution of the duties of his or her office;
- B. All other costs, charges and expenses that he or she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own willful neglect or default; provided that, no board member of the Club shall be indemnified by the Club in respect of any liability, costs, charges or expenses that he or she sustains or incurs in or about any action, suit or other proceeding as a result of which he or she is adjudged to be in breach of statute unless, in an action brought against him or her in his or her capacity as a board member, he or she has achieved complete or substantial success as a defendant.
- C. The Club shall purchase and maintain such insurance for the benefit of its board members as the Board may from time to time determine.



ARTICLE VI - EXECUTIVE COMMITTEE

SECTION 1 - Officers of the Board

The Board of Directors shall have an Executive Committee to be the Officers of the Board. The Officers of the Board of Directors shall include the President, Vice Presidents, Past President, Treasurer, Secretary, and Conflict Resolution Officer.

SECTION 2 - Executive Committee

The Executive Committee shall advise with and assist the Board of the Club in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by the Board, but in no event shall the Executive Committee have authority over the Board of Directors.

At any meeting of the Executive Committee, a majority of the total number of members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee.



ARTICLE VII – ROLES, DUTIES AND POWERS OF THE BOARD

SECTION 1 - General Board Member Responsibilities

The Board shall:

- A. Surrender all books and property of the Club to the Board of Directors upon termination or resignation.
- B. Observe rules of confidentiality with regards to Player Information and In Camera sessions at Board Meetings.
- C. Attend all Board Meetings.
- D. Attend Special Board and Membership Meetings as required.
- E. Assist with Annual Player Registration.
- F. Participate in Opening Day Parade and Ceremonies.
- G. Attend and participate in tournament and events as required by the Board of Directors.
- H. Participate on Committees as appointed or as your position dictates.
- I. Participate in decision making for the Club with one vote.
- J. Participate with honesty, character, integrity and respectful input in discussions, motions and votes.
- K. Promote all the Club programs and philosophies; act with respect, dignity and stature to maintain and cultivate the principles, values and policies of the Club.
- L. Observe Roberts Rules of Order at all meetings.
- M. Personify the best public image of the Club program to the Community at large.
- N. Carry out the responsibilities of the Board position as documented with full commitment.

SECTION 2 - Appointments

The Board of Directors may appoint by a 2/3 vote such other officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each.



SECTION 3 - President

No person shall be nominated for the position of President unless having served on the Board of Directors for a minimum of two years immediately prior to the nomination.

The President shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. Be a Member of the Club Executive Committee.
- C. Assumes the position as Baseball and Softball Director.
- D. Preside at all the Club Meetings.
- E. Conduct the affairs of the Club and execute the policies established by the Board of Directors.
- F. Present a report of the condition of the Club at the AGM.
- G. Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Club.
- H. Be responsible for the conduct of the Club in strict conformity to the policies, principles, Rules and Regulations of the Club, as agreed to under the conditions of charter issued to the Club by an affiliated organization.
- I. Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of the Club such contracts and leases they may receive and which have had prior approval of the Board.
- J. Investigate complaints, irregularities and conditions detrimental to the Club and report thereon to the Board, Conflict Resolution Committee or Executive Committee as circumstances warrant.
- K. Work in association with the Treasurer to prepare an annual budget to submit to the Board of Directors for approval and be responsible for the proper execution thereof.
- L. With the assistance of the Registrar, examine the application and support proof-of age documents of every player candidate and certify to residence and age eligibility before the player may be accepted for tryouts and selection.
- M. In conjunction with the Division Directors and the Director of Baseball or Softball create a diamond allotment schedule for each division of play.
- N. Delegate authority to any and all officers, directors, coaches and managers as is appropriate to their office and as hereinafter set out.
- O. During the absence or disability of the President, his/her duties and powers shall be exercised by the Vice President.
- P. Perform such other duties as naturally fall within the duties of the office.



SECTION 4 – Past President

This position shall be filled by the immediate Past President as long as he/she has fulfilled the term of president for a minimum of 2 years. The term is dependent on the length of term of the currently elected President. The Past President will have full voting rights on the Club Board of Directors.

The Past President shall:

- A. Hold office after the completion of their full term as president until such time as the next new president is elected.
- B. Be a Member of the Club Executive Committee.
- C. Will not be a Manager within any division unless deemed necessary and with Board approval.
- D. Attend at all the Club Meetings.
- E. Conduct the affairs of the Club and execute the policies established by the Board of Directors.
- F. Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Club.
- G. Work with the President and the Treasurer to prepare an annual budget to submit to the Board of Directors for approval and be responsible for the proper execution thereof.
- H. With the assistance of the Registrar, examine the application and support proof-of age documents of every player candidate and certify to residence and age eligibility before the player may be accepted for tryouts and selection.
- I. In conjunction with the Division Directors, VP of House League, VP of Titans and VP of Athletics create a diamond allotment schedule for each division of play.
- J. Perform such other duties as naturally fall within the duties of the office.
- K. Perform the duties of the President in the absence or disability of the President, provided they are authorized by the President or Board so to act. When so acting, the Past President shall have all the powers of that office.
- L. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

SECTION 5 –Vice President – Titans

No person shall be nominated for the position of Vice President – Titans unless having served on the Board of Directors for a minimum of one year immediately prior to the nomination.

The Vice President shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of even numbered years.
- B. Be a Member of the Club Executive Committee.
- C. Uphold the Constitution and Bylaws of the Club
- D. See that the Titan Program participates efficiently in the fund-raising activity proposed by the Board.
- E. Gain the support and funds necessary to implement a program-wide training program.
- F. Assist with the coordination and operation of pre-season clinics as directed by the Board of Directors.
- G. Work in conjunction with the Registrar as required.
- H. Order and distribute training materials to Managers, and coordinate appropriate certifications for all coaches
- I. Perform and coordinate all team registrations required by OBA.
- J. See that the Titans Program is properly equipped and report and rectify any deficiencies in equipment.
- K. Keep a reasonable watch over the games throughout the season.
- L. Be responsible for the smooth operation of any tournaments held by their division.
- M. Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President shall have all the powers of that office.
- N. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

SECTION 6 –LaSalle Titans Directors (2)

Each of the two LaSalle Titans Directors shall:

- A. Hold office for a two (2) year term, with the elections taking place at the Annual General Membership meeting of odd numbered years, in the case of one, and even numbered years, in the case of the other.



- B. Uphold the Constitution, Bylaws, Policies and Rules of the Club.
- C. See that the Titans Program operates efficiently and effectively.
- D. Gain the support and funds necessary to implement a program-wide training program.
- E. Assist with the coordination and operation of pre-season clinics as directed by the Board of Directors.
- F. Work in conjunction with the Registrar as required.
- G. Assist with the recruitment, training, scheduling and payment of umpires for Titans games.
- H. See that the Titans Program is properly equipped and report and rectify any deficiencies in equipment.
- I. Keep a reasonable watch over the games throughout the season.
- J. Assist with the smooth operation of any Titans tournaments.
- K. Perform such duties as from time to time may be assigned by the Board of Directors, the Vice-President, Titans, or the President.

SECTION 7 –Vice President – Athletics

No person shall be nominated for the position of Vice President - Athletics unless having served on the Board of Directors for a minimum of one year immediately prior to the nomination.

The Vice President - Athletics shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of even numbered years.
- B. Be a Member of the Club Executive Committee.
- C. Uphold the Constitution and Bylaws of the Club
- D. See that the Athletics Program participates efficiently in the fund-raising activity proposed by the Board.
- E. Gain the support and funds necessary to implement a program-wide training program.
- F. Assist with the coordination and operation of pre-season clinics as directed by the Board of Directors.
- G. Work in conjunction with the Registrar as required.
- H. Order and distribute training materials to Managers, and coordinate appropriate certifications for all coaches.
- I. See that the Athletics Program is properly equipped and report and rectify any deficiencies in equipment.
- J. Keep a reasonable watch over the games throughout the season.
- K. Be responsible for the smooth operation of any tournaments held by their division.
- L. Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President - Athletics shall have all the powers of that office.
- M. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

SECTION 8 – LaSalle Athletics Director

The LaSalle Athletics Director shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. Uphold the Constitution and Bylaws of the Club.
- C. See that the Athletics Program participates efficiently in the fund raising activity proposed by the Board.
- D. Gain the support and funds necessary to implement a program-wide training program.
- E. Assist with the coordination and operation of pre-season clinics as directed by the Board of Directors.
- F. Work in conjunction with the Registrar as required.
- G. Order and distribute training materials to Managers, and coordinate appropriate certifications for all coaches.
- H. See that the Athletics Program is properly equipped and report and rectify any deficiencies in equipment.
- I. Keep a reasonable watch over the games throughout the season.
- J. Assist with the smooth operation of any tournaments held by their division.
- K. Perform the duties of the Vice President - Athletics in the absence or disability of the Vice President - Athletics, provided he or she is authorized by the President or Board so to act.
- L. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.



SECTION 9 –Vice President – House League

No person shall be nominated for the position of Vice President – House League unless having served on the Board of Directors for a minimum of one year immediately prior to the nomination.

The Vice President – House League shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. Be a Member of the Club Executive Committee.
- C. Be responsible to the President for the smooth operation of the House League baseball and softball programs.
- D. Uphold the Constitution and Bylaws with respect to the divisions.
- E. See that the House League Program participates efficiently in the fund-raising activity proposed by the Board.
- F. Gain the support and funds necessary to implement a program-wide training program.
- G. Assist with the coordination and operation of pre-season clinics as directed by the Board of Directors.
- H. Work in conjunction with the Registrar to run the spring draft as required by the division.
- I. Order and distribute training materials to Directors.
- J. See that the House League Program is properly equipped and report and rectify any deficiencies in equipment.
- K. Keep a reasonable watch over the games throughout the season.
- L. In conjunction with the Division Directors and the Scheduler create a diamond allotment schedule for each division of play.
- M. Ensure that all player evaluations are completed by all managers within the division and returned before the start of any season ending play-offs and/or Tournament.
- N. Be responsible for the smooth operation of any tournaments held by their division.
- O. Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President – House League shall have all the powers of that office.
- P. Coordinate and communicate with the Division Directors to create a comprehensive and up to date Coaches list and any credentials required by the Board of Directors.
- Q. Coordinate and oversee the House League Select Team Program, in a similar fashion as the travel program.
- R. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- S. Perform such other duties as naturally fall within the duties of the office.

SECTION 10 – Conflict Resolution Officer

The Conflict Resolution Officer shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. Be a Member of the Club Executive Committee.
- C. Maintain the Club's Privacy Policy
- D. Be responsible for the maintenance of the Club PRC/ODF file. Identify what volunteer needs a PRC or ODF before the commencement of their participation in any activity. Communicate process with volunteer, ensure collection of PRC/ODF, reimburse volunteer for cost of PRC and update the Club PRC/ODF file with most current information.
 - a. Should an issue be identified via a PRC, the matter will be discussed at the next Board meeting in an in camera session for resolution.
- E. Keep a reasonable watch over the Divisions throughout the season.
- F. Undertake special projects as assigned by the President;
- G. Assist and report to the President as required;
- H. Review and prepare By-law and Rules of Operations revisions for publication.
- I. Shall be responsible to sit on designated committees;
- J. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- K. Perform such other duties as naturally fall within the duties of the office.

SECTION 11 - Secretary

The Secretary shall:



- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. Be a Member of the Club Executive Committee.
- C. Be responsible for recording the activities of the Club and maintain appropriate files, mailing lists and necessary records.
- D. Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.
- E. Maintain a list of all Officers, Directors and committee members and give notice of all meetings of the Club, the Board of Directors and Committees.
- F. Keep the minutes of the meetings of the Members, the Board of Directors and the Executive Committee, in both hard copy and electronic format and have them filed in the Club office.
- G. Conduct all correspondence not otherwise specifically delegated in connection with said meeting and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed.
- H. Notify Members, Directors, Officers and committee members of their election or appointment.
- I. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- J. Perform such other duties as naturally fall within the duties of the office.



SECTION 12 - Treasurer

This shall be an appointed position for a two (2) year term following the Annual General Membership meeting of odd numbered years and may be terminated by a majority vote of the Board of Directors at any time or extended by mutual agreement at the discretion of the Board of Directors.

The Treasurer shall:

- A. Be a Member of the Club Executive Committee.
- B. Perform such duties as are herein set forth and such other duties as are customarily incident to the Office of Treasurer or may be assigned by the Board of Directors.
- C. Receive all monies and securities, and deposit same in a depository approved by the Board of Directors.
- D. Keep records for the receipt and disbursement of all monies and securities of the Club, including the Auxiliary, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Board of Directors. All disbursements by check must have dual signatures.
- E. Prepare an annual budget, under the direction of the President, for submission to the Board of Directors for approval.
- F. Prepare a monthly financial report, for submission to the Board of Directors at the monthly Board Meeting.
- G. Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the AGM, and to other necessary parties.
- H. Facilitate the submission of the annual financial statements to an independent accountant for review engagement.
- I. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- J. Perform such other duties as naturally fall within the duties of the office.

SECTION 13 – Digital Media Directors (2)

Each of the Digital Media Directors shall:

- A. Hold office for a two (2) year term. The elections shall take place at the Annual General Membership meeting of even numbered years.
- B. Manage the Club's digital media, with one managing the Club's website and the other, the Club's social media.
- C. Collaborate with each other with respect to the Club's digital media, ensuring Club news and information are communicated on a regular basis via the website and social media outlets.
- D. Promote the Club's and the Club's members' interests via digital media.
- E. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- F. Perform such other duties as naturally fall within the duties of the office.

SECTION 14 - Registrar

The Registrar shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. Manage all player registrations and maintain an accurate and up-to-date record thereof.
- C. Receive and review applications for player candidates and assist the President in verifying residence and age eligibility.
- D. Manage the receipt of payments and the confirmation of payments
- E. Prepare for the President's signature and submission, team rosters, including players' claimed, and the tournament team eligibility affidavit.
- F. Update rosters and notify appropriate parties of any subsequent player replacements or trades.
- G. Submit a year-end report to the President in advance to the Club AGM. The report shall be used in the preparation of the Presidents Report to the AGM and it shall be retained on file as a historical record.
- H. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- I. Perform such other duties as naturally fall within the duties of the office.
- J. Track and coordinate the List of players who have achieved 10 years played at TC for the Opening Day 10 year ring awards.



SECTION 15 - Umpire in Chief

The Umpire in Chief shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of even numbered years.
- B. Under the direction of the President establish a list of umpires who are available for umpiring assignments and arrange for appropriate coverage of all scheduled games by at least one qualified umpire.
- C. Will not be a Manager within any division unless deemed necessary and with Board approval.
- D. Prepare and organize clinics for new and or experienced umpires within their division, to ensure the ongoing development and sharpness of the volunteer umpire group;
- E. Establish an annual budget for umpires.
- F. Define and implement a process to manage payment of umpires.
- G. Assign and schedule all umpires in a fair and consistent manner.
- H. Check umpire efficiency by personal attendance at as many games as possible
- I. Inform the Board, disciplinary actions up to and including dismissal of inefficient umpires and acquire the services of new ones.
- J. Be the sole interpreter of the official Club Rules and shall report any violations to the Board.
- K. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- L. Perform such other duties as naturally fall within the duties of the office.

SECTION 16 – Scheduling Director

The Scheduling Director shall:

- A. Hold office for a (2) year term. The election shall take place at the Annual General Membership meeting of even numbered years.
- B. Work with the Vice President of House League to compile and coordinate the diamond allotment schedule for typical weekly House League usage, and travel usage.
- C. Receive requests for diamond, clubhouse and batting cage usage, manage the master schedule, and communicate status back to the requestors.
- D. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- E. Perform such other duties as naturally fall within the duties of the office.

SECTION 17 – Equipment Director

The Equipment Director shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. Be responsible for the distribution of all equipment to all baseball and softball managers such as bats, balls, helmets, uniforms, bases, catcher equipment and any other equipment necessary to play ball,
- C. Recommend to the Board of Directors replacement of any damaged or worn out equipment and replace such with approval of the Board.
- D. Keep in a good state of repair all equipment and order all new equipment as necessary.
- E. Maintain a proper inventory of items available and ensure that the appropriate user groups return the materials at the end of the season.
- F. Establish an annual budget for equipment requirements and work within that framework.
- G. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- H. Perform such other duties as naturally fall within the duties of the office.



SECTION 18 - Building and Grounds Director

This shall be an appointed position for a two (2) year term following the Annual General Membership meeting of even numbered years and may be terminated by a majority vote of the Board of Directors at any time or extended by mutual agreement at the discretion of the Board of Directors.

The Buildings and Grounds Director shall:

- A. Ensure that the facilities, diamonds, buildings and structures and all related hardware and accessories, under their jurisdiction, are maintained in a safe and playable manner, in keeping with the standards established by the Board of Directors.
- B. Ensure that the facilities, board room, restrooms and all related hardware and accessories, under their jurisdiction, are maintained in a safe and playable manner, in keeping with the standards established by the Board of Directors.
- C. Oversee any major construction activity directed by the Board of Directors to final completion and report regularly to the Board of Directors regarding the progress of such project;
- D. Determine before game time what diamonds are available and safe for play during inclement conditions in conjunction with the Safety Officer.
- E. Establish and supervise such grounds keeping help as is required to maintain the standards as outlined by the Board of Directors.
- F. Prepare an annual budget for Building and Grounds and work within that framework.
- G. Adhere to financial reporting requirements and procedures/controls as established by the Board of Directors.
- H. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- I. Perform such other duties as naturally fall within the duties of the office.

SECTION 19 – Concessions Director

This shall be an appointed position for a two (2) year term following the Annual General Membership meeting of even numbered years and may be terminated by a majority vote of the Board of Directors at any time or extended by mutual agreement at the discretion of the Board of Directors.

The Concessions Director shall:

- A. Establish and supervise such concessions help as is required to maintain the standards as outlined by the Board of Directors.
- B. Be responsible for the smooth operation of the concession stand during the House League season and any tournaments.
- C. Prepare an annual budget for approval for the operations of the concession stand.
- D. Establish and supervise such Concessions help as is required to maintain the standards as outlined by the Board of Directors.
- E. Adhere to financial reporting requirements and procedures/controls as established by the Board of Directors.
- F. Work in conjunction with the Master Scheduler to ensure that Concessions are operating when the Turtle Club Park is in use.
- G. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- H. Perform such other duties as naturally fall within the duties of the office

SECTION 20 – Tournament Director

The Tournament Director shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of even numbered years.
- B. Organize and direct all of the Baseball and Softball Tournaments that the Club Board approves.
- C. Understand the rules of Baseball and Softball as referenced in the appropriate Rule Book for a given year. Work with the Umpire in Chief as necessary on any tournament rulings.
- D. Act as "Tournament Director" for all the Club tournaments and any other tournament as necessary.
- E. Establish and Chair the Tournament Committee.
- F. Keep a documented list of all Clubs, teams, Managers/Coaches or other contacts that participate in the Club events.
- G. Develop and implement creative initiatives, activities or such that will draw Clubs and teams to participate in the Club tournaments.
- H. Organize and coordinate the availability of and contact information for local hotels
- I. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.



- J. Perform such other duties as naturally fall within the duties of the office.

SECTION 21 - Sponsorship and Events Director

The Sponsorship & Events Director shall:

- A. Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. Organize and direct all of the Board's sponsorship activities, including but not limited to seeking sponsors for all House League teams, representative teams, tournaments and events and advertising opportunities both at the park and on our website, etc.;
- C. Oversee any major events as directed by the Board of Directors to final completion and report regularly to the Board of Directors regarding the progress of such events;
- D. Organize and co-ordinate Opening Day activities and events
- E. Maintain existing list of Club sponsors and actively solicit new sponsors for the Club.
- F. Keep a documented list of all sponsors as well as a statement of funds received as sponsorships.
- G. Co-ordinate Club picture day and co-ordinate distribution of sponsor plaques.
- H. Organize and direct all of the Board's fundraising activities, including but not limited to Bingos, Nevada ticket sales, dances, sportswear sale items, 50/50 draws, raffles and other activities.;
- I. Develop and implement creative fundraising initiatives for capital fund growth and capital projects.
- J. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- K. Perform such other duties as naturally fall within the duties of the office.

SECTION 22 – Division Directors

The Division Directors may consist of:

- A. House League Director – Little Turtles and Jr. T-Ball - Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- B. House League Director – Sr. T-Ball and Rookie - Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.
- C. House League Director – Mosquito, Pee Wee, Bantam and Midget - Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of even numbered years.
- D. House League Director – Softball - Hold office for a two (2) year term. The election shall take place at the Annual General Membership meeting of odd numbered years.

The Division Directors shall:

- A. Be responsible to the President for the smooth operation of the division.
- B. Uphold the Constitution and Bylaws with respect to the division.
- C. See that the division participates efficiently in the fund-raising activity proposed by the Board.
- D. Represent coaches/managers in division.
- E. Present a coach/manager training budget to the board.
- F. Gain the support and funds necessary to implement a division-wide training program.
- G. Coordinate and operate pre-season clinics as directed by the Board of Directors.
- H. Work in conjunction with the Registrar and Director of Baseball to fairly distribute players to teams.
- I. Serve as the focal point for the Club manager/coach training programs for their division.
- J. Order and distribute training materials to players, coaches and managers.
- K. See that the division is properly equipped and report and rectify any deficiencies in equipment.
- L. Define the rules of play for the division in the Rules of Operation, review with UIC and present to the Board for approval.
- M. Keep a reasonable watch over the games throughout the season.
- N. Ensure that all player evaluations are completed by all managers within the division and returned before the start of any season ending play-offs and/or Tournament. Be responsible for the smooth operation of any select tournaments held by their division.
- O. Be responsible for the collection of PRC/ODF from their Managers and Coaches. Work with Information officer to ensure every volunteer in the division has a valid PRC/ODF.
- P. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.
- Q. Perform such other duties as naturally fall within the duties of the office.



ARTICLE VIII - COMMITTEES

SECTION 1 - Managers/Coaches Selection Committee

The Board of Directors shall appoint a Managers/Coaches Selection Committee consisting of no less than five (5) and no more than ten (10) Directors. This committee is responsible for the recommendation of House League managers and coaches to the Board of directors utilizing the Managers/Coaches Selection Process for House League. The Committee shall report on all applicants to the Board as well as its recommendation for a given position. The Vice President – House League shall chair the Committee. The Board of Directors has final say in the Manager and Coach Selection process for House League by a majority vote at any duly constituted Board meeting.

The House League Managers/Coaches Selection Committee may be made of:

- Vice President – House League
- President
- Past President
- Division Directors

The Titans & Athletics Managers/Coaches will be appointed by:

- President
- Past President
- Vice President – Titans
- Vice President - Athletics

SECTION 2 – Policy and Conflict Resolution Committee

The Board of Directors shall appoint a Policy and Conflict Resolution Committee consisting of no more than six (6) Directors. The committee is to recommend conflict resolution and/or disciplinary action for Directors, Managers, Coaches, Umpires, Players, Parents, Spectators, etc. The Policy and Conflict Resolution Committee shall be responsible for investigating any discipline issues through a Board approved process. The Policy and Conflict Resolution Officer shall chair the Committee.

The Policy and Conflict Resolution Committee shall be made of at least 3 of the following:

- Conflict Resolution Officer
- Vice President – Titans
- Vice President – Athletics
- Vice President – House League
- Past President
- Secretary

The Policy and Conflict Resolution Committee shall:

- (a) Recommend conflict resolution and/or disciplinary action for coaches, players, managers, trainers, umpires, parents, spectators, etc.
- (b) Make recommendations to the Board regarding policies, conflict resolution and discipline.
- (c) Appoint outside members as required to this committee to deal with matters as they arise.



SECTION 3 - Fundraising Committee

The Board of Directors shall appoint a Fundraising Committee consisting of not less than five (5) Directors and other appointed Regular Members as required. The Director of Fundraising shall chair the Fundraising Committee. The committee is to investigate and recommend additional initiatives and opportunities for Fundraising by the Club. They shall present their recommendations to the Board for approval before execution.

The Fundraising Committee shall be made of:

- Sponsorship & Fundraising Director
- Past President
- Vice President – House League
- Registrar
- Scheduling Director
- Division Director(s) as required

SECTION 5 - Auxiliary Committee

The Board of Directors may approve the formation of Auxiliary Committee's consisting of the Club Members. The Committee shall coordinate the activities of the Auxiliary. It shall review and evaluate auxiliary projects for raising money and disposition of profits, and make recommendations to the Board. The Board of Directors shall approve in advance all projects and actions of the Auxiliary.

SECTION 6 - Adhoc Committee

The Board of Directors may approve the formation of an adhoc Committee's consisting of the Club Members. The Committee shall coordinate the activities as directed by the Board of Directors. It shall review and evaluate and make recommendations to the Board. The Board of Directors shall approve in advance all projects and actions of an Adhoc Committee.



ARTICLE X - FINANCIAL AND ACCOUNTING

SECTION 1 - Authority

The Board of Directors shall decide all matters pertaining to the finances of the Club and it shall place all income including Auxiliary funds, in a common Club treasury, directing the expenditure of funds in such manner as shall give no individual or team an advantage over those in competition with such individual or team.

SECTION 2 - Solicitations

The Board shall not permit the solicitation of funds in the name of the Club unless all of the funds so raised are placed in the common treasury of the Club.

SECTION 3 – Charitable Donations and Support

As a not for profit organization itself, the Club does not affiliate itself with any other charitable organization. In being fiscally responsible to its membership the Club policy is to generally not make donations to other groups or organizations whether charitable, not for profit or other. In extreme cases the Club may decide to support a particular cause at the discretion of the Board.

SECTION 4 - Disbursement of Funds

The funds of the Club are for the conducting of Club activities in accordance with the rules, regulations and policies of the Club. The Board, however, may permit the disbursement of the Club funds for other reasons as an exception by a majority vote. All disbursements shall be made by cheque. All cheques shall be signed by any two of the following Officers of the Club: The President, Past President, Vice Presidents, Secretary and/or the Treasurer.

SECTION 5 - Compensation

Officers, Directors, Members and Volunteers shall serve without compensation and shall not directly or indirectly receive any compensation, salary or profit from their position on the Board of Directors.

An Officer, Director or Member may, however, receive compensation for providing a product or service to the Club under the circumstance that the opportunity to provide that product or service has been made public knowledge and afforded to all members of the Club and the general community. The position needs to be applied for and the Director of a specific role will make a recommendation to the Board of Directors for approval.

The Board of Directors shall establish policies relating to the reimbursement of reasonable expenses incurred in the performance of duties for the Club.

SECTION 6 - Deposits

All monies received, including Auxiliary Funds, shall be deposited to the credit of the Club in/at the approved depository, in the appropriate accounts.



SECTION 7- Fiscal Year

The fiscal year of the Club shall begin on November 1 and shall end on October 31.

SECTION 8 - Distribution of Property upon Dissolution

Upon dissolution of the Club and after all outstanding debts and claims have been satisfied, the current Board of Directors shall direct the remaining property of the Club to another Provincial Not For Profit entity which maintains the same objectives as set forth in Article II of this Constitution.



ARTICLE XI - AMENDMENTS

The Board or a member in good standing may recommend amendments to the Constitution of the Club from time to time, by submitting such amendments to the Policy and Conflict Resolution Committee for consideration by the Committee and the Board to then be taken to the next General Meeting. The recommended amendment(s) must be received no less than thirty (30) days prior to the AGM to be considered.

If the Board intends to discuss a recommended amendment of the Constitution of the Club at a Board Meeting, written notice of such intention shall be sent by the Secretary to each Director not less than seven (7) days before such Meeting. Where such notice is not provided, any recommendation to amend the Constitution may nevertheless be moved at the Meeting and discussion and voting thereon adjourned to the next Meeting for which written notice of intention to pass or amend such Constitution shall be given.

All members in good standing shall have access to any proposed amendments to the Constitution, seven (7) days prior to the General Meeting at a place as stated in the original meeting notice. Any new By-law or an amendment to a By-law in the Constitution recommended by the Board shall be presented for adoption at the next General Meeting. The notice of such a General Meeting shall refer to, describe and explain the By-law or amendment(s) to the Constitution to be presented at the General Meeting. A motion to amend the Constitution as recommended by the Board at a General Meeting called for that purpose must be approved by a majority vote of the Members present at such General Meeting. The Members at the General Meeting of Members may confirm the proposed By-law or amended By-law as presented or amend or reject the proposed By-law or amended By-Law.



ARTICLE XII – Effective Date

The Club Membership approved this Constitution on this _____ day of _____ in the Town of LaSalle,
County of Essex, Province of Ontario, Canada.

By:

Presidents Name

President's Signature

Witnessed By:

Name

Signature