

ARTICLE I. - NAME

The name of this association shall be BIG LAKE BASEBALL ASSOCIATION

ARTICLE II. - LOCATION

The principle place of business of this association and its location shall be the Big Lake High School.

ARTICLE III. - MEMBERSHIP

Membership in this association shall be residents of Big Lake School District and open enrollment to neighboring communities. Each member shall be entitled to one vote for elections of the Board of Directors who will be responsible for the management of this association.

ARTICLE IV. - PROPERTY RIGHTS

No member shall have any property rights in the property of the association. The property of the association, both real and personal, shall be under the management of the Board of Directors.

ARTICLE V. - VOTING RIGHTS

Each member shall be entitled to one (1) vote at elections only. Each member must be present to vote. The Board of Directors' members are the only members allowed to vote on management issues of this association.

ARTICLE VI. - NOTICE OF MEETINGS

A. A regular agenda or meeting shall be set by the Board of Directors. Notice of meetings will be given one (1) week in advance prior to the meeting, stating time and place. Notice of meeting will be published in the WEST SHERBURNE TRIBUNE, in the Club News Column.

B. In the case of a special meeting which can be called by five (5) members of the Board of Directors, or ten (10) members of the association. Notice shall be given one (1) week in advance prior to the meeting, published in the WEST SHERBURNE TRIBUNE, in the Club News Column.

C. Order of Business: The suggested order of business, as far as possible, shall be:

1. Calling of the roll.
2. Proof of due notice of the meeting.
3. Reading of minutes from previous meeting.
4. Reports of officers and committees.
5. Old business.
6. New business.
7. Adjournment

ARTICLE VII. - QUORUM

- A. Membership meetings shall require at least seven (7) members present in person.
- B. Board of Directors meetings shall require five (5) of the membership as a quorum

ARTICLE VIII. - VOTING

Members shall not be permitted to vote by proxy. Cumulative voting shall not be permitted. In case of dispute, the right to vote shall be determined by the Board of Directors, and in such case no vote may be cast until a final determination is proven by the member.

ARTICLE IX. - OFFICERS

The officers shall consist of President, Vice-President, Secretary and Treasurer. Said officers shall be elected for the term of two calendar years (Feb. 1 to Feb. 1) by the general membership. The duties of such officers shall be those usual for such officers, and may be defined by the Board of Directors.

ARTICLE X. - BOARD OF DIRECTORS

The Board of Directors shall consist of nine (9) members, which are President, Vice-President, Secretary, Treasurer and four (4) members at large to serve on the Budget Committee and an Associate Director. The nine (9) elected members are to serve two (2) year terms with the exception of the Associate Director which is a one year term. There are no term limits.

The following is the alternating election years of the Board of Directors:

PRESIDENT AND TREASURER IN ODD NUMBERED YEARS

VICE-PRESIDENT AND SECRETARY IN EVEN NUMBERED YEARS

2 MEMBERS AT LARGE ON BUDGET COMMITTEE IN ODD NUMBERED YEARS

2 MEMBERS AT LARGE ON BUDGET COMMITTEE IN EVEN NUMBERED YEARS

ASSOCIATE DIRECTOR VOTED ON EVERY YEAR

ARTICLE XI. - NOMINATION AND ELECTION

The President shall appoint a nominating committee of not less than three (3) and not more than five (5) at least thirty (30) days prior to the annual election. Said committee shall nominate two (2) qualified members for each member of the board that is up for election which is expiring at the end of their term (Feb.1st) and report the same to the President within ten (10) days after appointment. Voting for new terms of office shall be conducted at a regular membership meeting by secret ballot in January.

Board of Directors will be allowed to run for any other Board position up for election if they choose - thus vacating their previous position for the balance of their term. The vacated position would then be filled by another elected member for the remainder of the vacated position's term.

ARTICLE XII. - VACANCIES

The Board of Directors shall fill any vacancy in the office of a Director, or an officer for the remaining term.

ARTICLE XIII. - COMMITTEES

The standing committees shall consist of the Nominating Committee having not less than three (3) and not more than five (5) members, and such other standing committees as may be established from time to time by the President, with the advice and approval of the Board of Directors. Special committees may be appointed at any time by the President, by the Board of Directors, or by the membership assembled in meeting. Every committee shall have the power of investigation, report and recommendation. The Board of Directors or the membership may grant a committee authority to act.

A committee shall meet upon the call of the Chairman thereof, or of the President of the Association. The President and Secretary shall be ex officio members of all committees by shall be without power to vote on committee action.

ARTICLE XIV. - DUTIES OF THE SECRETARY

The Secretary shall keep the minutes and other official records of the Association, handle correspondence and perform such other duties as may be assigned to her/him by the Board of Directors.

ARTICLE XV. - DUTIES OF THE TREASURER

The Treasurer shall keep accurate account of all moneys received by her/him and deposit the same in the name of the Association in such account, or accounts, as shall be approved by the proper officers of the Association, whose approval shall be authorized by motion or resolution of the Board of Directors.

All outgoing checks shall be signed by both the Treasurer and President of the BLBA.

At each monthly meeting of the Board of Directors she/he shall make a statement of the financial condition of the Association, and at the annual meeting of the Association she/he shall submit a detailed report of the financial statement of the Association for the preceding fiscal year, which such report shall be audited either by the Board of Directors or an accountant designated by the Board of Directors.

ARTICLE XVI. - POWERS OF DIRECTORS

The Board of Directors shall have the following specific powers.

1. To appoint delegates to the different associations of which this Association may be a member, or for the purpose of conferring with any association of similar corporation respecting any matter in which the Association may be concerned.
2. To expel or suspend a member for any conduct in violation of the By-laws or improper or prejudicial to the interests of the association.
3. To make rules for the conduct of the members of the Association and for their use of the Association property.
4. To fix and enforce penalties for the violation of the By-laws and rules.

ARTICLE XVII. - DISSOLVEMENT OF ASSOCIATION

If the Big Lake Baseball Association should dissolve, all financial assets shall be given the Big Lake High School Baseball program.

AMENDMENT I.

The Big Lake Baseball Association is a nonprofit organization dedicated to improving any youth baseball program in Big Lake, MN. Any money earned or solicited will be used only for supporting or improving youth baseball programs in Big Lake, MN.

AMENDMENT II.

The only programs to benefit from the money earned or equipment purchased are youth baseball teams. These teams include Independent School District 727 school teams, Big Lake Community Education Summer Recreation teams, American Legion sponsored youth teams and any other teams that may be established to teach and to play baseball in Big Lake for any Big Lake youth

AMENDMENT III.

A member of the BLBA may be someone who is employed in the Big Lake School District.

AMENDMENT IV.

Nominations for elected positions will be conducted in January. Elections will occur in February.

AMENDMENT V.

Said organization is organized exclusively for charitable, religious, educational, and specific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

AMENDMENT VI.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the country in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. The destination preferred upon dissolution of the Big Lake Baseball Association shall be the Big Lake High School Baseball program.

AMENDMENT VII.

In order to play on a AAA or top tier team, the child must live in the Big Lake School District year round or who open-enrolls to the Big Lake School District.

Adapted December 2, 2007