

LE CLUB DE BASE-BALL PIERREFONDS INC .

PIERREFONDS BASEBALL CLUB INC .

C O N S T I T U T I O N

ARTICLE 1 - NAME

The name of the Corporation is "Le Club de base-ball Pierrefonds inc. / Pierrefonds Baseball Club Inc."

ARTICLE 2 - HEAD OFFICE

The head office and the Corporation's central office will be located in Pierrefonds on the Island of Montreal, Province of Quebec, at a civic address to be determined at intervals by Resolution of the Executive Committee.

ARTICLE 3 - JURISDICTION

All persons or groups affiliated to the Corporation are subject to the regulations of the Corporation. All assets acquired by or on behalf of the Corporation shall be the property of the Corporation.

The Corporation can affiliate itself to any other similar organization that can assist it in pursuing common goals.

ARTICLE 4 - DISSOLUTION

Upon dissolution, and payment of all outstanding accounts of the Pierrefonds Baseball Club Inc., all remaining properties and finances will be turned over to the Ville de Pierrefonds for distribution in a manner they may deem justifiable.

ARTICLE 5 - TERRITORIAL JURISDICTION

This jurisdiction will include the following municipalities: Pierrefonds, Île Bizard, Roxboro and Ste-Geneviève.

ARTICLE 6 - OBJECTIVE OF THE CORPORATION

The objective of the Corporation shall be to promote and organize minor baseball and recreation for its members and that of the community, regardless of sex, race, color or creed. It is a non profit organization.

ARTICLE 7 - MEMBERSHIP

Members will not be personally liable for any incident related to their volunteer work done on behalf of the Corporation.

7.1 - Regular

Membership in this organization will automatically include parents or guardians of duly registered baseball players for the current year and residing within the territorial jurisdiction as defined in Article 4. All other non-residents are welcome to participate; however, have no voting privileges with the exception of the Board Members, Convenors, Registered Coaches, Assistant-Coaches and Managers.

7.2 - Officer

The elected individuals in the following positions shall be considered Officers, hereafter referred to as Officers:

- President
- Director Finance
- Vice-President Operations (Recreation)
- Vice-President Operations (Inter-City)
- Vice-President Administration
- Director Property
- Secretary

7.3 - Board Members

The non-elected individuals in the following positions shall be considered Board Members:

- Immediate Past-President
- Registrar
- Umpire-in-Chief
- Scheduler
- Convenors
- City of Pierrefonds Recreation Department Representative (consultant / non-voting)

Other positions may be created as required with majority approval of the Officers and Board Members.

7.4 - Associate Board Members (non-voting at Regular Meetings)

The appointed individuals in the positions of Convenors, Managers, Coaches, Equipment Managers shall be considered as Associate Board Members.

ARTICLE 8 - MEETINGS

An Annual Meeting must be held each year, as provided in the By-Laws.

Regular meetings must be held as provided for in the By-Laws.

ARTICLE 9 - AMENDMENTS

This constitution may be amended only at the Annual General Meeting by a majority vote of the Officers and Board Members present. Amendments to this constitution may be proposed by an Officer, Board Member or Associate Board Member who shall deliver his/her proposal, in writing, to the Secretary no later than one (1) month prior to the Annual General Meeting. The Secretary shall mail to all the Officers and Board Members a list of all proposals submitted including the name of the proposer and the date of the proposal by at least two (2) weeks prior to the Annual General Meeting.

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B Y - L A W S

All adopted By-Laws shall not be inconsistent with this Constitution. Such By-Laws may be amended as therein provided.

ARTICLE	1	ELECTIONS
	1.1	Nomination Process
	1.2	Electoral Process
ARTICLE	2	TERM OF OFFICE
ARTICLE	3	MEETINGS
	3.1	Annual General Meeting
	3.2	Regular Meetings
	3.3	Special Meetings
	3.4	Quorum
	3.5	Method of Voting
	3.6	Participation
	3.7	Procedures
ARTICLE	4	AGE CATEGORIES
ARTICLE	5	COMMITTEES
	5.1	Disciplinary Committee
ARTICLE	6	FINANCES
	6.1	Fiscal Year
	6.2	Deposits
	6.3	Signors
	6.4	Budget
	6.5	Corporate Logo & Standards
	6.6	Sponsorship
	6.7	Fund Raising
ARTICLE	7	DUTIES OF OFFICERS AND BOARD MEMBERS
	7.1	President
	7.2	Director Finance
	7.3	Vice-President Operations (Recreation)
	7.4	Vice-President Operations (Inter-City)
	7.5	Vice-President Administration
	7.6	Director Property
	7.7	Secretary
	7.8	Immediate Past-President
	7.9	Registrar
	7.10	Umpire-in-Chief
	7.11	Scheduler
	7.12	Convenors
ARTICLE	8	EVENTS
	8.1	Tournaments and Exhibition Games
	8.2	Annual Awards
	8.3	Recognition of Convenors, Managers and Coaches
ARTICLE 9		INSURANCE
ARTICLE 10		AMENDMENTS

ARTICLE 1 - ELECTIONS

The President shall, at the AGM, appoint a President of Elections responsible for implementing the following:

1.1 - Nomination Process

Adult residents in good standing within the territorial limits shall be approached to fill vacant positions.

Current Officers are automatically accepted as nominated candidates. For the purpose of contravening any conflict of interest, no supplier or potential supplier of equipment, uniforms or miscellaneous stock shall be allowed to hold office on the Board.

Nominees for the office of President must have had prior involvement to a minimum of two (2) years within this organization as an Officer, Board Member, Associate Board Member, Coach, Assistant-Coach, Manager or Convenor.

The list of vacant offices will be posted on our website.

All nominations must be submitted in writing and received no later than two weeks from the date set for the AGM to the Sports and Leisure Department of Pierrefonds/Roxboro.

The list of candidates for each vacancy will be mailed to all Board Members, nominees and current year's Convenors, Managers and Coaches.

1.2 - Electoral Process

Elections will be held at the Annual general Meeting.

The nominations for each office will be placed on a ballot and a subsequent vote will take place.

Officers, Board Members, Associate Board Members and Regular Members in attendance may exercise the right to vote.

ARTICLE 2 - TERM OF OFFICE

The term of office of all Officers and Board Members shall be as follows as of 2016 beginning on December 1.

President: (1) year, thereafter (2) years in 2017

V.P. Administration: (2) years

V.P. Recreation: (2) years

V.P. Intercity: (1) year

Treasurer: (2) years

Secretary: (1) year

All board members (1) year

Any vacancy on the Board during a term shall be filled by the actions of the remaining Officers.

Upon premature retirement or completion of a mandate, Board Members must surrender to the Association all records relating to their office.

Any Board Member who is absent for three (3) consecutive regular meetings without valid reason will be relieved of his duties and such vacancy will be filled by the actions of the Officers and Board Members.

ARTICLE 3 - MEETINGS

3.1 - Annual General Meeting

The Annual general Meeting shall be held either late October or early November according to accessibility of a meeting room in the borough, at which time the election of Officers shall take place.

The Agenda of the Annual General Meeting shall be:

- a) Verification of quorum;
- b) Reading of the minutes of the last Annual General Meeting;
- c) Discussion of the minutes of the last Annual General Meeting;
- d) President's Address;
- e) Report from each Officer;
- f) Varia;
- g) Election of Officers.

3.2 - Regular Meetings

Regular meetings shall be held as deemed necessary. However, a minimum of one (1) such meeting must be held per month.

3.3 - Special Meetings

Special meetings can be called by the President whenever deemed necessary, or upon request from two (2) Members of the Board, due notices having been given.

3.4 - Quorum

- a) A majority of Officers and Board Members shall constitute a quorum at the Annual General Meeting.
- b) A majority of Officers shall constitute a quorum at the regular and special meetings.

3.5 - Method of Voting

All business shall be transacted by open vote unless two (2) eligible voters request a secret ballot. A majority shall consist of fifty percent (50%) plus one (1).

3.6 - Participation

All regular and special meetings of the Board shall be open on a non-participating basis to any Associate Board Member or invited guest. Participation is by invitation of the Officers.

3.7 - Procedures

Proceedings at all meetings will be guided as follows:

- a) All motions proposed and seconded must be considered;
- b) A motion duly proposed and seconded must be voted on;
- c) As long as a motion has not been voted on, no other motion shall be received, nor can any other business be brought up;
- d) All discussions shall cease when a vote is called for by the Chairman;
- e) A defeated motion cannot be revived again at the same meeting but may be brought up at a subsequent meeting;
- f) In the event of several Members requesting the floor at the same time, the Chairman shall determine the priority.

ARTICLE 4 - AGE CATEGORIES

The following ages will apply to the different levels:

NOVICE	7 and under
ATOM	8 - 9
MOSQUITO	10 - 11
PEEWEE	12 - 13
BANTAM	14 - 15
MIDGET	16 - 17

These ages must be attained during the current calendar year.

ARTICLE 5 - COMMITTEES

The President shall, subject to the approval of the Officers, appoint any committee that he/she may deem necessary for the internal administration of the Board's affairs.

An Officer must be appointed to oversee the proceedings of each committee.

5.1 - Disciplinary Committee

This Committee shall be responsible for overseeing all disciplinary matters within the Organization. It shall be comprised of:

- President or his delegate;
- Two (2) other Board Members so appointed by the Officers and Board Members.

ARTICLE 6 - FINANCES

6.1 - Fiscal Year

The fiscal year shall extend from November 1 to October 31.

6.2 - Deposits

The Director Finance shall deposit all funds in a bank to be named by the Officers.

6.3 - Signors

All cheques must be signed by the Director Finance and any one (1) of two (2) other Officers so delegated.

6.4 - Budget

Prior to March 1 of each fiscal year, the President and/or Director Finance shall prepare or cause to be prepared a budget of estimated income and expenditures for the year. These sums, having been agreed to by the Board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the Board. This budget shall show a revenue and expense breakdown by category and shall be used as a basis for determining the registration fee. Additional fees will be assessed to all participants in the Inter-City program.

6.5 - Corporate Logo & Standards

The Board prohibits the provision of jackets, equipment or awards to teams, participants and coaches over and above those sanctioned and approved as the Organization's logo and standards.

6.6 - Sponsorship

Any organization, business or individual wishing to sponsor a team must submit their proposal to the Board for approval.

6.7 - Fund Raising

Any and all fund raising schemes must be approved and verified by the Board.

ARTICLE 7 - DUTIES OF OFFICERS AND BOARD MEMBERS

7.1 - President (Officer)

It shall be the duty of the President to:

- a) Chair the meetings of the Board;
- b) Perform such other duties that ordinarily pertain to his/her office;
- c) Oversee and advise all members of their respective duties;
- d) Act as representative at any special occasion;
- e) Ensure that the basic principals contained in the Constitution and By-Laws are directly adhered to.

7.2 - Director Finance (Officer)

It shall be the duty of the Director Finance to:

- a) Oversee all financial matters;
- b) Manage the budget;
- c) Record all financial transactions in a clear and concise manner;
- d) Account to the Board at all meetings;
- e) Provide, upon request by the Officers, any financial records;
- f) Submit a financial statement to the Annual General Meeting covering all matters transacted during the past fiscal year;
- g) Coordinate registration with the Registrar;
- h) Supervise and verify all fund raising activities.

7.3 - Vice-President Operations (Recreation) (Officer)

It shall be the duty of the Vice-President Operations (Recreation) to:

- a) Be responsible for all activities relating to the recreation program.
- b) Select convenors, managers and coaches;
- c) Coordinate the drafting of the teams and supervise with the convenors the balancing of teams.

7.4 - Vice-President Operations (Inter-City (Officer))

It shall be the duty of the Vice-President Operations (Inter-City) to:

- a) Be responsible for all activities in the Inter-City programs involving the "A" and "AA" teams;
- b) Represent the Organization at all meetings with the affiliated zone or region authorities;
- c) Coordinate with the Inter-City convenors the:
 - Selection of coaches and managers;
 - Field allotment for each category's practices and playing schedule;
 - Overseeing of disciplinary matters within realm of responsibility;
 - Completion of necessary documents pertaining to players' contracts in cooperation of the Registrar.
- d) Arrange and provide Coaches and Umpires clinics.
- e) Ensure that all concerned are well informed regarding rules, fines and league operations.

7.5 - Vice-President Administration

It shall be the duty of the Vice-President Administration to:

- a) Administer all umpiring matters with the Umpire-in-Chief;
- b) Oversee field allotment with the Scheduler;
- c) Coordinate tournaments and special events.

7.6 - Director Property (Officer)

It shall be the duty of the Director Property to:

- a) Recommend any purchases in the preparation of the budget;
- b) Arrange for the distribution and collection of all equipment, uniforms and supplies;
- c) Maintain a record of the inventory and the distribution of equipment;
- d) Repair and replace any equipment during the year;
- e) Supervise the responsibilities delegated to the Equipment Manager.

7.7 - Secretary (Officer)

It shall be the duty of the Secretary to:

- a) Be responsible for all documents and archives of the Association;
- b) Send convocation notices, record attendance and minutes of all meetings;
- c) Handle all official correspondence of the Association;
- d) Maintain records of membership.

7.8 - Immediate Past-President (Board Member)

It shall be the duty of the Immediate Past-President to provide, when requested, assistance and counsel to the President and the Board.

7.9 - Registrar (Board Member)

It shall be the duty of the Registrar to:

- a) Organize the registration program;
- b) Arrange the date and location of registration;
- c) Ensure public notice;
- d) Collect and remit registration fees;
- e) Maintain complete records of registration;
- f) Remit to both Vice-Presidents Operations a complete list of player evaluations at the end of the season;
- g) Complete the necessary forms pertaining to player contracts.

7.10 - Umpire-in-Chief (Board Member)

It shall be the duty of the Umpire-in-Chief to:

- a) Operate annual umpire clinics;
- b) Ensure an adequate supply of umpires to cover all scheduled baseball games;
- c) Coordinate the work load of available umpires as equitably as possible;
- d) Record and maintain performance and attendance records of his umpires;
- e) Approve the payments to the umpires;
- f) Counsel his umpires towards improving their skills;
- g) Provide year-end evaluation of performance of each umpire;
- h) Maintain up to date all league and affiliated Associations' Baseball rules and inform the Board of any changes.

7.11 - Scheduler (Board Member)

It shall be the duty of the Scheduler to:

- a) Prepare a regular season and a playoff schedule for all divisions;
- b) Re-schedule any games which are rained out or re-assigned in cases of tournaments or special events;
- c) Maintain team statistics and standings.

7.12 - Convenors (Associate Board Member)

It shall be the duty of the Convenors to:

- a) Liaise with coaches and the Board on all matters pertaining to the day to day operations in their respective categories;
- b) Coordinate pre-season training and outdoor try-outs and year-end player evaluations;
- c) Assist the Vice-Presidents Operations in selecting coaches and drafting teams.

ARTICLE 8 - EVENTS

8.1 - Tournaments and Exhibition Games

Any player or team may participate in tournaments and exhibition games provided financial arrangements have been approved in advance and permission has been granted by the Board.

8.2 - Annual Awards

The Annual Baseball Awards event shall be held no later than the end of September.

8.3 - Recognition of Convenors, Managers and Coaches

Convenors, managers and coaches shall be recognized each year in a manner to be determined by the Board.

ARTICLE 9 - INSURANCE

The Board, at its discretion, shall undertake to provide adequate insurance to indemnify and save harmless any Officer or Board Member from any civil liability arising from their actions as a duly elected officer of the Corporation.

ARTICLE 10 - AMENDMENTS

These By-Laws may be amended at any regular meeting, a majority of Officers and Board Members being present, by a majority vote of Officers and Board members present, provided that notice of such proposed amendment shall have been mailed to each Officer and Board Member at least ten (10) days prior to such meeting. No amendment or addition to these By-Laws can be made which is not in harmony with the Constitution.