

**Constitution and Bylaws
Highland Village Area Baseball/Softball Association, Inc.
Amended May 8, 2008
Edited May 9, 2009**

This organization shall be known as the **HIGHLAND VILLAGE AREA BASEBALL SOFTBALL ASSOCIATION, INC.** (Herein after referred to as HVA or league) with a mailing address of 2221 FM 407, Suite 119-334, Flower Mound, TX 75028.

Article II - Objective

Section 1. The objective of the HVA 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.

Section 2. To achieve this objective the HVA will provide a supervised program under the Rules and Regulations of the HVA. All Directors, Officers and members shall bear in mind that the attainment of the exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is the prime importance. In accordance with Section 501(c) (3) of the Federal Internal Revenue Code, the HVA shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball games. No part of the net earning shall inure to the benefit of any private individual or other entity.

Article III - Membership

Section 1. Parents of any child registered in the league, managers and coaches in the league, all elected officers and members of the Board of Directors, committee people, and others so designated by the BOD shall be considered members.

Section 2. Suspension or Termination - Membership may be terminated by resignation or by a majority vote of a quorum of the Directors at any duly constituted Board of Director meeting. The BOD shall have the authority to discipline, suspend or terminate the membership of any member when the conduct of such person is deemed detrimental to the best interests of the HVA.

Section 3. Appeals - Any member who is suspended, terminated or otherwise disciplined by the BOD shall have the right to appeal such action before a majority of the members of the BOD at a regular or special meeting called for that purpose.

Article IV - Meetings

Section 1. BOD Meetings - The Board of Director shall meet the first week of each month at a place to be determined and published by the BOD, except for the months that the first Sunday falls on or during a holiday (including LISD holidays), and then the meeting will be held on the second Sunday of the month. An open forum shall follow the completion of the BOD's

agenda, at each monthly meeting, for all members in good standing to attend and discuss issues of concern.

Section 2. Notice of Meeting - The notice of the Board of Director monthly meetings shall be published by the BOD at least one week in advance. The time and place of the meeting can be obtained by contacting the League Secretary and/or the Web Page.

Section 3. Special Meetings - Special meetings of the Members or the Board Directors may be called by the BOD.

Section 4. Rules of Order - Roberts Rules of Order shall govern the proceedings of all meetings, except where same conflicts with the Constitution and Bylaws of the HVA.

Section 5. Voting - All league business will be voted on by the BOD.

Article V - Board of Directors

Section 1. Board and Number - The management of the property, policies and procedures of the HVA shall be vested in the Board of Directors.

1. There shall be thirteen(13) BOD members
2. There shall be one Baseball/Softball commissioners per division. Each commissioner does have voting rights with the exception of amendments to the Bylaws.
3. The BOD will have exclusive voting rights of amending bylaws.
4. The BOD shall consist of:
 - a. President,
 - b. Vice President of League Administration
 - c. Vice President of Baseball
 - d. Vice President of Softball
 - e. Treasurer
 - f. Secretary
 - g. Assistant Vice President of Softball
 - h. Assistant Vice President of Baseball
 - i. Director of Registration
 - j. Director of Fields
 - k. Director of Equipment
 - l. Director of Rules and Officials
 - m. Director of Sponsorships.
5. The Executive Board shall consist of:
 - a. President,
 - b. Vice President of League Administration
 - c. Secretary
 - d. Vice President of Baseball
 - e. Vice President of Softball.
6. Head Umpires - this is a paid position and is not part of the board or has any voting rights.
7. Concession Stand Manager - this is a paid position and is not part of the board or has any voting rights.

8. A person must hold the position of Director or Assistant Vice President for two years before he/she may be nominated to an Executive Board Position or otherwise appointed by the Executive Board;

Section 2. Annual Election and Term of Office

1. Board members may be nominated by written ballot signed by a minimum of five (5) current members in good standing.
2. Nomination ballots shall be distributed to all active members during the month of May (preferably the second week of May) for the length of one week, being Saturday to Saturday.
3. All Board of Directors nominations shall be approved by the current Board of Directors and included on an election ballot, which will be voted on by the current members in good standing.
4. Each member may vote only once, and must sign the ballot to make it valid.
5. The election ballots should be distributed the following week after the nominations have been secured and for the length of one week, being Saturday to Saturday.
6. The Secretary and one member of the Executive Board will count the ballots.
7. Once the count has been finalized the ballot results shall be announced via email to the member population and posted on the HVABSA website.
8. The elected BOD members assume their positions on August 1st of the election year.
9. The term of office for all BOD members shall be a minimum of one (1) year.

Section 3. Vacancies - If any vacancy occurs in the Board of Directors by death, resignation or otherwise, it may be filled by a majority vote of the remaining Directors at any regular meeting or at any special meeting called for that purpose.

Section 4. Quorum - A simple majority of seven (7) of the members of the BOD shall constitute a quorum for the transaction of business.

Article VI - Officers: Duties and Powers

Section 1. Officers

1. President
2. Vice President of League Administration
3. Vice President of Baseball
4. Vice President of Softball
5. Secretary
6. Treasurer
7. Assistant Vice President of Baseball
8. Assistant Vice President of Softball
9. Director of Equipment
10. Director of Fields
11. Director of Registration
12. Director of Rules & Officials
13. Director of Sponsorships

Section 2 - Duties & Powers - In addition, the Board of Directors may appoint such other officers or agents it may deem necessary or desirable, and may prescribe the powers and duties of each and may fill any vacancy which may occur in any office

Article VII - Contracts, Checks, Deposits and Funds

Section 1. Contracts - The Board of Directors may authorize the President or Executive Vice President to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances.

Section 2. Checks and Drafts - All checks or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by at least two (2) officers of the corporation; those two (2) officers being the Treasurer and the President. Additional officers who are authorized on the bank signature card are the Vice President of League Administration, Vice President of Baseball, Vice President of Softball and Secretary. Either/or may sign in the absence of the Treasurer and/or the President, on the fore mentioned items.

Section 3. Deposits - All funds of the corporation shall be deposited from time to time in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4. Contributions - To equalize the benefits of the HVA for all participating teams, solicitation of funds shall be for the treasury of the HVA. Contributions directly to individuals or individual teams shall be discouraged.

Article VIII - Amendments

This Constitution and Bylaws may be amended by a vote of at least eight (8) Board of Director members (this is two-thirds majority) at any meeting or special meeting called for that purpose.