

ZHAA BY-LAWS
Updated January 30, 2011

ZELIENOPLE-HARMONY ATHLETIC ASSOCIATION
BY-LAWS

PREAMBLE

The ZHAA By-Laws are written rules and regulations. They specify the number and respective duties of directors, officers and members, and govern how the association will be run. They should not be confused with the policy manual which outlines the various league day-to-day operations.

ARTICLE I NAME

The association will be known as Zelienville-Harmony Athletic Association. Herein known as ZHAA.

ARTICLE II – OBJECTIVE AND PURPOSE

The objective of the Zelienville-Harmony Athletic Association is to provide competitive and recreational Baseball & Softball leagues for youths ages 4-18. The objective shall be achieved by providing supervised Softball and Baseball programs that set a standard of participation which includes not only the enhancement of Baseball / Softball skills, but incorporates good sportsmanship, training and practice skills as our purpose.

ARTICLE III – OPERATING PERIOD

The ZHAA's fiscal and operating period will run from September 1 through August 31 of each year. All membership, elected officials, etc. will be based on the operating period of one year.

ARTICLE IV – MEMBERSHIP

Members shall be defined as any player 18 years or order and the parent/guardian of any player who within the operating period has completed registration to play baseball or softball with the ZHAA.

Registration shall be deemed completed upon submission of a signed completed registration form along with the appropriate fees and acceptance of aforementioned by a member of the Board of Directors. The participant will be considered a member of the ZHAA for one year based on the date of the registration form.

ARTICLE V – MEMBERSHIP DUES & FEES

Section 1 - The governing body of the Association shall set the Annual dues for members and sponsors.

Section 2 - Annual dues are payable at the time of registration and anytime thereafter with the consent of the Board of Directors.

Section 3 – Refund of dues shall be at the discretion of the Board of Directors.

Section 4 – The Board of Directors are exempt from paying the membership dues and fees for their children to participate in the association. This exemption only applies during their term(s) on the Board of Directors.

ARTICLE VI – VOTING

Any member or sponsor, as defined in ZHAA By-Laws, having attended forty (40) percent of the meetings and/or attended three (3) consecutive meetings starting 9-1 (fiscal year), shall have one (1) vote pertaining to the election of board members and league issues. Members who are eligible to vote must be in attendance of a sanctioned ZHAA meeting to have his or her vote counted.

The “Governing Body” is defined as the voting members in attendance at the meeting during the time of the vote.

ARTICLE VII – BOARD OF DIRECTORS

Section 1 – The government of ZHAA, with the authority set out herein and in the Policy Manual, shall be vested in a governing body know hereafter as the Board of Directors, or BOD.

Section 2 – The composition of the BOD shall be as follows:

- Four (4) elected officer positions exist, and shall be the President, Vice President, Secretary, and Treasurer.
- Two (2) appointed director positions exist, and are the Vice-President of Baseball and Vice-President of Softball.

Section 3 – The term duration for all BOD members shall last for 1 year, unless again nominated, accepted and re-elected for consecutive terms. The term will begin at the organization’s first meeting in September, consistent with ZHAA’s fiscal and operating period.

Section 4 – Nominations and Elections of Officers

Nominations for Officers: Nominations and nomination acceptances shall be announced and recognized at each organization meeting starting June 1st. An election notice shall be provided to all members during the nomination period. Election notice shall include Secretary’s contact information, Board position openings and responsibilities, opening date for nominations, election meeting date, and voting member requirements. Nominations and acceptances will be presented to the membership up to the time of elections. Any Nominee presented for election must be present to accept the nomination, or agree to the nomination in writing. The nominee must be a current member in good standing.

Election of Officers: The election of Officers shall be held annually at the organization’s second meeting in July. Nominees may provide and present a statement of qualifications to the membership prior to the election. If the candidate cannot attend, the Secretary will present their statement at the election meeting. The results of each election shall be reported to the organization at the conclusion of the election meeting.

Voting for Officers: Officer positions shall be elected by a simple majority vote (>50%) of the association's eligible voting members. Voting members may provide a written ballot prior to the election date, if they are unable to attend the election meeting. The member must be an eligible voter prior to and at the conclusion of the election meeting to cast an absentee vote. This ballot must be signed and provided to Secretary prior to the election.

Section 5 – Appointments to the Board of Directors

The two Vice Presidents (of baseball and softball) shall be appointed by the (newly elected) President at the organization's first meeting in September, as the first order of business for the newly elected BOD officers.

Section 6 – Officer or Director Resignation

If any Officer or Director is unable to maintain his/her position during their term, and consequently resigns, the remaining Board of Directors shall appoint an individual to maintain the position for the duration of the term. The appointment shall be conducted during an association meeting with a simple majority vote of approval from the governing body present.

Section 7 – Director Removal

An Officer or Director may be removed from the BOD by a major majority (two-thirds) vote of the eligible ZHAA voting members. Notice to remove a Board member should have credible basis and cause, and be discussed thoroughly before taking such action. Reasons for removal shall be of the nature of not being in good standing, conducting themselves in a way detrimental to the Organization, or non-fulfillment of responsibilities as an elected Officer or appointed Director. The Officer or Director shall be given the opportunity to resign before a removal vote motion is made by the membership. A motion to remove a Director must be accepted by the meeting's presiding Officer. In the event an Officer is removed, a special election will be conducted at the same meeting to fill the vacated position. If a Director is removed, the President should appoint a replacement at the same or next meeting to fill the vacated position.

ARTICLE VIII – OFFICIAL DUTIES OF THE BOARD OF DIRECTORS

Section 1 – The purpose of the BOD is to provide leadership and governance for effectively conducting the business of ZHAA.

Section 2 – Actions of the BOD will be consistent with the current approved ZHAA By-Laws, and ZHAA Policy Manual. The BOD is also responsible for enforcing the rules and policies of the Association, consistent with the By-Laws and Policy Manual.

Section 3 – Regular and Special meetings of the BOD shall exercise Robert's Revised Rules of Parliamentary Procedure.

Section 4 – Duties of Officers

President: The President shall preside as the Chair at all regular and special meetings of the Association at which he/she is present. The President shall have one vote at all meetings in which he/she is the Chair, to be cast only in the event of a tie in the voting. He/She shall serve as an ex-officio member of all committees, except on the nominating committee. The President may also appoint Director positions, Committees, and call special meetings of the Association, as defined in other sections of these By-Laws.

Vice President: The Vice-President shall assume all duties of the President in the absence of the President.

Secretary: The Secretary shall keep the minutes of all meetings of the Association, which shall be accurate and official records of all business transacted. He/She shall read all communications, provide notice of all meetings, conduct all formal correspondence, and maintain all files and records of the Association. He/She shall provide a report of their actions to the Association at all meetings, including distribution of minutes to the BOD and membership as requested. The Secretary shall assume all duties of the Chair, in the absence of the President and Vice-president.

Treasurer: The Treasurer shall have custody of all Association funds, and shall keep detailed accounts of all financial transactions of the Association. The Treasurer shall collect all debts and fees owed to ZHAA, shall give a receipt for all such collections, and shall deposit all such collections in a recognized bank account in the name of ZHAA. The Treasurer shall pay by co-signed check all bills, requests for reimbursement, or other financial obligations of ZHAA upon approval of the Board, and such check shall bear the signature of 2 of these officers: Treasurer, President or Vice-President. The Treasurer shall report on the financial status of ZHAA at all business meetings of the Board. He/She will coordinate the creation of the Budget with input from the Board, Committee Chairs, and Commissioners, and will present the budget at a BOD meeting for approval by the end of the operating period. All records shall be produced by the Treasurer and made available for review, at any business meeting, or upon request from the Board. He/She will provide all records necessary for an annual financial audit, conducted by a qualified person approved by the BOD.

Section 5 – Duties of the Appointed Directors

Vice-President of Baseball: The Vice-President of Baseball shall oversee and be responsible for all matters specific to “baseball” within the Association. He/She will coordinate activities of the league’s Commissioners, necessary for the scheduling of games and umpires, conduct during game play, acquisition of equipment and field supplies, and on-going maintenance of the baseball & T-Ball fields. He/She should inventory all equipment at the beginning and ending of the season, and will provide a written report for all fields to the Board. This should include any suggested acquisitions for the next season. He/She will act as a central contact for the coordination of Field-Day. He/She will provide a report of all baseball-related activities to the Association at all business meetings.

Vice-President of Softball: The Vice-President of Softball shall oversee and be responsible for all matters specific to “softball” within the Association, both fast-pitch and slow-pitch. He/She will coordinate activities of the league’s Commissioners, necessary for the scheduling of games and umpires, conduct during the game play, acquisition of equipment and field supplies, and on-going maintenance of the softball fields. He/She will act as a central contact for the coordination of Field-Day, in collaboration with the VP-Baseball. He/She will provide a report of all softball-related activities to the Association at all business meetings.

ARTICLE IX – MEETINGS

Section 1 – The Association shall meet not less than twice per month from January to March and not less than once per month between April and December, at a time and place suitable to the convenience of the members.

Section 2- Special meetings may be called by the President or upon written request of at least five (5) members.

Section 3 – Written notice of all meetings shall be given by the Secretary to every active member in good standing at least five (5) days prior to the day named for the meetings. In lieu of the written notice as foresaid, the Secretary shall give at least five (5) days notice of such meetings by advertising once in a newspaper of general circulation of the area served by the Association.

Section 4 – Meetings of the Association may be cancelled during the holiday periods at the discretion of the BOD.

Section 5 – All matters pertaining to the policy and finance of the Association shall be decided by the majority vote of a quorum.

Section 6 – A quorum of the BOD is necessary to conduct Association business. At least 2 BOD members, plus 6 additional members in good-standing, must be present to constitute a quorum.

ARTICLE X – ORDER OF BUSINESS

The order of business at all meetings of this Association shall be as follows:

1. Meeting Called to Order
2. Roll call of Officers and Managers or their representative or member in good standing (Conducted at the President’s discretion)
3. Reading of Minutes (Publication and distribution at the meeting of 3 and 4 will be acceptable.)
4. Treasurer’s Report
5. Committee Reports
6. Action on Communications
7. Action on Bills
8. Unfinished Business
9. New Business
10. Adjournment

ARTICLE XI – COMMITTEES

The President, with the approval of the other officers, may appoint such committees as he deems necessary, citing their duties at the time of appointments. All such committees shall dissolve:

- (a) upon the completion of their duties;
- (b) upon discharging by the appointed President; or;
- (c) with the end of his/her term of office, whichever occurs first.

ARTICLE XII – FINANCE POLICY AND PROJECTS

Section 1 – It is the responsibility of the Association to raise the funds necessary to carry out its program.

Section 2- The BOD shall decide on all matters pertaining to finances of the Association by the affirmative vote of fifty-one (51) percent.

Section 3 – All income shall be placed in a common treasury of the Association and all expenditures shall be made with fairness to all leagues and teams.

Section 4 – To equalize the benefits of the League for all participating teams, solicitation of funds shall be for the treasure of the League and contributions to individuals or teams shall be discouraged. However, funds collected for a specific activity which may primarily benefit an individual age group league, particular field or activity (e.g., general/specific tournaments, traveling teams) may be segregated and used for the purpose intended as approved by the BOD. As a condition for such approval, a budget showing, among other things, the proposed expenses of the specific activity shall be provided to the BOD prior to collecting any funds, and following the activity, a reconciliation of the expenses and revenues shall be provided to the BOD. Any revenues remaining following such activity shall be deposited in the League's treasure for the general use of the League.

ARTICLE XIII – DISSOLUTION

In the event of the complete dissolution of the Association, all assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county of Butler, exclusively for such purposes or to such organization(s), as such court shall determine.

ARTICLE XIV – LEAGUE OPERATIONS

Section 1- Control – All affairs of the leagues shall be governed by the BOD.

Section 2 – The commissioners for each league shall be nominated by the Vice President of that league and appointed/approved by the BOD. Managers of the various leagues will be nominated by the commissioner and appointed/approved by the BOD. See the Policy Manual for the commissioners and manager’s responsibilities.

Section 3 – Statement of Requirements and Rules – The Commissioner and the managers of the league will prepare and present to the BOD the requirements and rules for their respective leagues during a March general meeting. Any deviations from the general league rules outlined in the Policy Manual must be presented to the BOD during a March meeting. The deviations must be approved by the BOD.

Section 3 – ZHAA will maintain and observe a Child Protection Program to educate children and volunteers in ways to prevent child abusers from becoming involved with the league. This program will be incorporated into the Association’s Policy Manual.

ARTICLE XV – EMBLEM

The Association emblem shall be preserved for the exclusive use and benefit of the Association members.

ARTICLE XVI – ACCEPTANCE OF CONSTITUTION AND BY-LAWS

Every member of this Association, by his acceptance of membership and continuation thereof, thereby accepts the principles of the Association as expressed in its purpose and goals and agrees to comply with and be bound by the By-Laws and Policy Manual of this Association. No members shall be absolved from the observance of the aforementioned articles on the plea that he/she has not received a copy of them. By-Laws and the Policy Manual will be posted on the ZHAA official website.

Section 1 – The By-Laws or any section thereof may be amended or repealed by the affirmative vote of fifty-one (51) percent of the governing body.

Section 2 – The change to be made, plus the reasons for the changes, must be read at three (3) successive meetings and approved at the last two (2) of the three (3) meetings before the amendment is incorporated.

ARTICLE XVII – POLICY MANUAL APPEAL PROCESS

In the event a member does not agree with the decision of the BOD, the following appeal process can be initiated.

1. A formal (written) request outlining the change to be made and the reason for the change must be presented to the BOD and read at three consecutive Association meetings.
2. The governing body (voting members) shall vote on the appeal, and in order to override the BOD's decision, must have an affirmative vote of fifty-one (51) percent at all three meetings.
3. If the governing body (voting members) does not have an affirmative vote of fifty-one (51) percent at all three meetings regarding the topic being appealed, the issue cannot be appealed again for a period of four months from the date of the initial appeal.
4. If the governing body (voting members) render an affirmative vote of fifty-one(51) percent regarding the topic being appealed at three consecutive meetings, the appeal will stand and be implemented.

RECORD OF AMENDMENT

Most recently adopted Amendments are presented in italics within the document's body.

Ratified July 5, 2007 - Presented to Membership for vote June 6, 2007, June 21, 2007 and July 5, 2007.

Amendment summary:

- ARTICLE VII – Board of Directors (entirety)
- ARTICLE VIII – Official Duties of the Board of Directors (entirety)
- ARTICLE IX – Meetings Section 6
- ARTICLE XIV – League Operations Section 3

Ratified December 13, 2009 - Presented to Membership for vote October 11, 2009, November 8, 2009 and December 13, 2009.

Amendment summary:

- ARTICLE III – Changed ages from 5-18 to 4-18

Ratified January 30, 2011 – Presented to Membership for vote December 12, 2010, January 9, 2011, January 30, 2011

Amendment Summary:

- ARTICLE V – Section 4 added entire section.
- ARTICLE IX – Section 1 changed number of meetings per month from 2 per month from January thru August and 1 per month September thru December to 2 per month from January to March and 1 per month April thru December.
- ARTICLE IX – Section 6 changed quorum requirement from 8 additional members to 6 additional members.