

# Churchville Diamond Club

ARTICLES OF INCORPORATION & BYLAWS

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**Churchville Diamond Club, Inc.**  
**BYLAWS AND ARTICLES OF INCORPORATION**

ARTICLE 1: NAME, PURPOSE, AND MEMBERSHIP

1.1 Name

The name of the organization shall be Churchville Diamond Club, Inc. For purposes of abbreviation, acceptable names herein shall be CDC, Inc.

1.2 Purpose

The purpose of Churchville Diamond Club shall be to promote youth baseball and softball in the Churchville Elementary school area of the Buffalo Gap High School District and to further promote the development of leadership, character, sportsmanship, tolerance, discipline, and athletic ability, and to nurture of youth fitness, volunteerism, a lifelong love of sports and shall serve as the central feeder system to the Buffalo Gap High School Junior Varsity/Varsity Baseball and Softball programs.

1.3 Membership

Membership in the Churchville Diamond Club shall be open to all individuals in the Buffalo Gap High School district regardless of sex, race, color, creed, or religion.

1.4 Non-Profit Status

Churchville Diamond Club, Inc. is a non-profit organization exempt from taxation under section 501(c)(3) of the Internal Revenue Code.

1.5 Virginia Babe Ruth Baseball & Softball Participation

Churchville Diamond Club, Inc. participates under the Babe Ruth league rules.

## ARTICLE 2: FINANCE

### 2.1 Business Checking Account

A business checking account titled Churchville Diamond Club - Main Account has been established at Summit Community Bank and is the only designated depository of the organization (also known as the operating account). The President and Treasurer shall serve as executor of the CDC, Inc. checking account.

An account has been established for concession operations and is titled Churchville Diamond Club - Concession Account. Authorized signers will be the Concession Coordinator, President, and Treasurer. A maximum of \$1,000 balance will be held in the concession account at all times. Any balance over \$1,000 will be transferred to the Main Account via the online banking transfer option.

An account has been established for fundraising operations and is titled Churchville Diamond Club - Fundraising Account. Authorized signers will be the President and Treasurer. Only withdrawals to be made from this account will be to pay for fundraising initiatives.

All monies donated for various initiatives for CDC must be processed through Churchville Diamond Club and not an individual's personal accounts including social media.

### 2.2 Bank Withdrawals

Funds of the Organization more than \$500 for non-operating expenses may be withdrawn from the bank with which they are on deposit only on any two (2) of the signatures of the President and Treasurer. Any capital expenditure over \$1,500 has been documented within Section 2.5 Capital Expenditure Process.

Funds of the organization in the amount of less than \$500 may be withdrawn from the bank by either the President or Treasurer. If the main account balance is less than \$1,500; board approval will be needed for any non-operating expense withdrawals. Non-operating expense withdrawals require dual signatures. An email from the second signer is sufficient.

The concession account will have no limit as long as the funds are sufficient and do not require two signatures.

### 2.3 Fiscal Year

The fiscal year of the organization shall begin on January 1 and end on December 31 of the same year.

## 2.4 Reporting

The Treasurer shall present at each board meeting a financial report, and, if necessary or feasible, a recommended budget of line item expenditures for the ensuing fiscal year. This will include logging into online banking accounts to show the most current account balances.

The Treasurer shall present at Opening Day and Closing Day ceremonies an annual financial report. This report will outline a balance of the Club's accounts.

Annually by May 15, the treasurer will complete the EZ-990 form to continue the Club's 501c(3) non-profit designation.

## 2.5 Capital Expenditure Approval Process

Any proposed capital expenditure over \$1,500.00 shall require a minimum of three (3) bids presented to the Board of Directors (e-mail is acceptable).

## ARTICLE 3: GOVERNANCE

### 3.1 Governance

The governance of CDC shall be vested in the Board of Directors. CDC is governed by West Augusta Baseball for baseball programs and Augusta Babe Ruth Softball for the softball programs.

### 3.2 Board Positions

The Board of Directors of CDC will be comprised of eleven (11) officers/directors elected within staggered terms bi-annually at the May board meeting. Positions and terms comprising the board shall be:

- President – 2-year term
- Vice President – 2-year term
- Treasurer – 1-year term
- Secretary – 2-year term
- Directors at Large (7) – four with a 2-year term and three with a 3-year term
  - Director at Large - 2-year Term
  - Director at Large - 2-year Term
  - Director at Large - 2-year Term
  - Director at Large - 2-year Term
  - Director at Large - 3-year Term
  - Director at Large - 3-year Term
  - Director at Large - 3-year Term

### 3.3 Election Process

In April of each year, the Board will begin accepting nominations for individuals to be elected to the Board via our Board Nomination form through middle/late May. Once the applications are received, an election will be held through an official board meeting. The Board of Directors shall be elected by ballot (verbal is sufficient).

All Directors shall begin their term on July 1st after the official vote. Directors who are stepping down shall be responsible for an orderly transition for the new person who replaces them. Specific job descriptions have been outlined in Appendix.

### 3.4 Board Membership

Board membership cannot consist of immediate family members serving at the same time. The purpose of this is to avoid conflict of interest and rumors of impropriety.

### 3.5 Resignation

Any Board Member can resign at any time by giving formal notice of such resignation, to any other Board Member. The acceptance of such resignation shall not be necessary to make it effective.

### 3.6 Board Meeting Attendance

Any Director that fails to attend two (2) consecutive meetings will be subject to removal from the Board by a majority vote.

### 3.7 Robert's Rules of Order

In all instances of governance not outlined with the CDC Bylaws, Robert's Rules of Orders shall be the governing document.

### 3.8 Voting

Fifty-percent (50%) of voting Directors/Officers (5) must be in attendance to vote on any matter, except otherwise noted herein at all regular, special, or emergency meetings. Each member of the Board is entitled to one vote on each issue that comes before the Board; including, but not limited to, issues pertaining to the normal affairs, structure, and operations of the Club. In accordance with Robert's Rules of Order, voting may be accomplished either by a show of hands, secret ballot, or electronic (i.e., email) means. No member may be called to justify his/her vote in either instance.

### 3.9 Board Meeting Minutes

Minutes of meetings shall be sent out to the Board members and kept on file by the Secretary and archived for historical references.

### 3.10 Alcohol/Tobacco/ Use

The consumption of alcohol and the use of tobacco are not permitted at Board meetings.

### 3.11 Board Meeting Venue, Frequency, and Communication

Meetings of the Board of Directors shall be held in any reasonable public meeting facility. Board meetings shall be held at a time agreed upon by a majority of the Board Members unless otherwise directed by the President. Notice to Directors may take place via the Churchville Diamond Club Official website at [www.churchvillediamondclub.com](http://www.churchvillediamondclub.com), via email, or any other reasonable and accessible mode of communication.



### 3.12 Expulsion

Any member of the Board of Directors may, for cause, be removed by a fifty-percent (50%) majority vote of the members of the Board of Directors present at any regularly scheduled or emergency Board meeting.

### 3.13 Confidentiality

All actions/business of the Board of Directors involving or wrongdoings by another Board Member shall remain confidential with respect to non-board members excluding law enforcement or criminal authorities which may be consulted only after Board notification.

### 3.14 Committees

Committees will be established as needed.

### 3.15 Criminal Charges

No person shall be permitted to serve on the board that has pending criminal charges.

### 3.16 Background Check Authorization and APS Certification

Must submit a Full Background and complete the APS certification through Babe Ruth's approved vendor.

## ARTICLE 4: DUTIES AND RESPONSIBILITIES

### **Positions with Voting Rights**

***Additional position responsibilities can be found in the Appendix.***

#### 4.1 President

#### 4.2 Vice President

#### 4.3 Secretary

The Secretary of the board shall:

- Records the proceedings of all meetings.
- Prepare and mail the minutes.
- Maintains the minute's book and sends out the meeting notices.

#### 4.4 Treasurer

The Treasurer of the board shall:

- Collect and disburse all funds.
- Prepares budgets, reports on the status of the funds, and maintains all financial records.
- Maintain CDC website and social media accounts.
- Maintains all other records of the program, including financial records.

#### 4.5 Directors at Large

Directors at Large will be responsible for tasks/activities delegated by the board.

1. Director at Large (Head of umpires)
2. Director at Large (Head of Concessions)
3. Director at Large (Head of Field Maintenance)
4. Director at Large (Head of Fundraising)
5. Director at Large
6. Director at Large
7. Director at Large

## ARTICLE 5: COACHES

### 5.1 Age Requirements

All Head coaches will be a minimum of 21 years of age (unless approved by the Board of Directors). To be an assistant coach, the minimum of sixteen (16) years of age unless approved by the Board.

### 5.2 Coaching Application

Must register as a volunteer through CDC's registration website or through our online coaching interest form. By doing so, you are certifying that you have read and agree to comply with the terms and conditions defined by the Churchville Diamond Club bylaws.

### 5.3 Background Check Authorization and APS Certification

Must submit a Full Background and complete the APS certification through Babe Ruth's approved vendor.

### 5.4 Interview Subcommittee

The CDC Board of Directors will select one Head Coach per team.

### 5.5 Coach Selection

Coaches will be selected based on positive attitude, communication skills, leadership, qualities, technical knowledge, and support of the CDC objectives. If there is an opening for any Head Baseball or Softball coach in CDC candidates will be nominated and voted in by a majority vote of all Board members present at a duly called meeting.

Individuals who have pending criminal charges will not be permitted to coach with CDC.

### 5.6 Coach Certification

Each coach will have to complete a mandated coaching certificate.

### 5.6 Seasonal Termination

All coaching positions are automatically terminated at the close of each season. All coaches must reapply every year, and be approved by the CDC Board of Directors.

### 5.7 Alcohol/Tobacco Use

The consumption of alcohol and the use of tobacco are not permitted at practices or games.

### 5.8 Code of Conduct

They are responsible for ensuring that their actions and those of their own assistant coaches abide by the Coaches Code of Conduct of CDC and as enunciated by West Augusta and Babe Ruth Association. If an assistant coach or head coach is in violation

of either said Code of Conduct, a hearing before the Board of Directors is mandated. At such time, the Board of Directors will rule as to the future participation of said coach. The Board of Directors, by a two-thirds (2/3) vote of the Board members present at any duly called meeting, will have the authority to warn, suspend or dismiss any coach whose conduct is considered detrimental to the best interests of the organization.

#### 5.9 Coach / Parent Interaction/Conflict During Scheduled Practices and Game Day

Negative altercations of any kind will not be tolerated by Parent(s), Guardian(s), or Coaches before, during, or after games or practices. A meeting can be requested with the Coach(es). If the situation cannot be resolved, a meeting can be requested with the Board.

## ARTICLE 6: Players

### 6.1 Age Requirements

The age requirements are set within Babe Ruth rules for the playing year.

### 6.2 Team Assignment Selection

Coaches will be selected based on positive attitude, communication skills, leadership, qualities, technical knowledge, and support of the CDC objectives. If there is an opening for any Head Baseball or Softball coach in CDC candidates will be nominated and voted in by a majority vote of all Board members present at a duly called meeting.

#### 6.3.8 Code of Conduct

They are responsible for ensuring that their actions and those of their own assistant coaches abide by the Coaches Code of Conduct of CDC and as enunciated by West Augusta and Babe Ruth Association. If an assistant coach or head coach is in violation of either said Code of Conduct, a hearing before the Board of Directors is mandated. At such time, the Board of Directors will rule as to the future participation of said coach. The Board of Directors, by a two-thirds (2/3) vote of the Board members present at any duly called meeting, will have the authority to warn, suspend or dismiss any coach whose conduct is considered detrimental to the best interests of the organization.

ARTICLE 7: GAMES

CDC will follow the rules as outlined by the West Augusta Board and Babe Ruth Association.