

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 Nation Participation

Churchville Diamond Club, Inc. participates under the Babe Ruth league rules for baseball and Softball Nation for softball.

ARTICLE 2: FINANCE

2.1 Business Checking Account

A business checking account titled Churchville Diamond Club - Main Account has been established at Burke & Herbert Bank, formerly known as 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 Director of Concessions, President, and Treasurer. The concession will have a **\$2,000** starting balance at each season (spring and fall). The profits from each game will stay in the concession account until the end of that season. Any balance over **\$2,000 at the end of the Spring/Fall season** will be transferred to the Main Account via the online banking transfer option. All items will be left locked up and secured in the concession stand in the safe.

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 the Churchville Diamond Club Babe Ruth League (CDCBRL) for baseball and softball programs.

The board members of CDCBRL will consist of the presidents of each league that charters with the league with the chairman/commissioner being the president of CDC.

3.2 Board Positions

The Board of Directors of CDC will comprise 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 of Concessions - 2-year Term
 - Director of Support Services - 2-year Term
 - Director of Field Maintenance - 2-year Term
 - Director of Event Logistics - 2-year Term
 - Director of Fundraising - 3-year Term
 - Director of Softball Operations - 3-year Term
 - Director of Baseball Operations - 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, 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 wrongdoings (criminal violations or civil litigations) by another Board Member shall remain confidential with respect to non-board members excluding law enforcement or criminal/civil authorities which may be consulted only after Board discussion and vote.

3.14 Committees

Committees will be established as needed. The committee manager will be the Director of that topic. For example, if fundraising has a large event going on and they need a committee to aid in the event, then the supervisor responsible for the committee is the Director of Fundraising.

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

The Board has decided to restructure back to having a President and Vice President. As well assigning specific roles to directors to aid in smoother operations of the league. The board has also defined two of the director positions to oversee the operations of the baseball and softball operations. One position will be the Director of Baseball Operations (DOBO) and the other will be the Director of Softball Operations (DOSO).

The DOBO will be the point of contact for all baseball coaches and parents for any questions and concerns. The DOSO will be the point of contact for all softball coaches and parents for any questions and concerns. These are separate positions from the President and the purpose is to ensure the board members are not overwhelmed and that the service to the programs and the community are impeccable.

Positions with Voting Rights

Additional position responsibilities can be found in the Appendix.

4.1 President

The President is responsible for the day-to-day operations of the league, and is the public face of the organization. Their duties include:

- **Chairing meetings:** Presiding over CDC and CDCBRL league meetings
- **Ensuring compliance:** Consulting with the DOBO and DOSO to ensure the league is in compliance with the charter rules, regulations, and policies.
- **Managing finances:** Reviewing finances with the treasurer.
- **Handling disputes:** Working with the VP, DOBO, and DOSO to resolve local league protests and disputes.
- **Submitting applications:** Ensuring that charter applications and continuation forms are submitted to the charter headquarters
- **Growth:** Growing the league within its own area and the surrounding areas to ensure a quality experience for both baseball and softball programs.
- **Voting:** Votes in an instance when the board is tied.
- **Leading planning:** Overseeing long-term development and planning.
- Maintain CDC website

- **Coordinating:** Organizing and coordinating meetings, scheduling, and other events

4.2 Vice President

The Vice President is responsible for assisting in the day-to-day operations of the league and filling in when the president is absent/unavailable.

Their duties include:

- **Presiding:** Taking over the president's role when the president is absent or unable to serve.
- **Overseeing operations:** Managing and overseeing the league's day-to-day operations
 - -Registrations
 - -Coaches meetings (collaborate with President, DOBO, DOSO)
- **Facilitating:** Organizing and reviewing coaching certifications, feedback surveys, and assessments with the President
- **Managing publicity:** Overseeing league publicity campaigns, including announcements, registration, and clinics

4.2 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.

4.3 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.
- Responsible for managing the board's records to coordinate with the CPA for tax purposes.
- Ensures the league maintains a good standing with their 501(c)3 and SCC.
- Manages the Director of Concessions and Director of Fundraising pertaining to their budgets and financial responsibilities according to the bylaws

4.4 Directors at Large

Directors at Large have been assigned specific roles in which they are responsible for specific tasks/activities. This helps the board run smoother by allowing each board member to clearly know what role they play in the operation of the league.

4.4.a Director of Concessions

- Coordinate parent coverage for the concessions team parent/coach (with help from the Director of Support Services as needed).
- Cook the food and manage the staff on game days.
- Conduct breakdown and cleaning of concessions.
- Weekly Inventory of all concession items, report items needed to the Treasurer.
- Submit weekly work hours to the Treasurer for payment.
- Operate the grill and fryer.

4.4.b Director of Field Maintenance

- Responsible for the planning, direction, and coordination of all field maintenance for fields under CDC control.
- Maintain the fields and the facility at Churchville Elementary.
- Maintain field equipment in working order and communicate repairs or replacement needs to the President.
- Teach coaches how to drag a field and lay the proper lines at the Coaches Meeting if needed.

4.4.c Director of Event Logistics:

- Coordinate field use for practices and games for all fields under CDC control and/or authority.
- Coordinate with the Directors of Baseball/Softball to ensure the field schedule is accurate in case of rain delays and rescheduling.

4.4.d Director of Fundraising:

- Handle all fundraising activities
- Coordinate team and field sponsors.
- Implement Fanwear items.
- Maintain a positive presence on social media.

4.4.e Director of Support Services:

- Inventory first aid and safety supplies at the fields.
- Be the point of contact for team uniform issues.
- Assist vendor(s) with team uniform orders. (Coordinate reports for each team, sponsor, and jersey color as well as all communication with vendors for jersey creation.
- Distribute team uniforms to coaches
- Coordinate with vendor(s) for team photographs
- Assist other Directors as needed

4.4.f Director of Baseball Operations:

- Point of contact for all baseball complaints, questions, and concerns from coaches, parents, and players.
- Responsible for baseball player recruiting for CDC.
- Supervise baseball team picks to ensure they adhere to CDC Draft Rules and to ensure the teams do not get stacked.
- Assume the role of player support (ensuring players are getting the proper and safe coaching experience)
- Work with the President and Vice President to establish a committee to evaluate players for the allstars teams.

4.4.g Director of Softball Operations:

- Point of contact for all softball complaints, questions, and concerns from coaches, parents, and players.
- Responsible for softball player recruiting for CDC.
- Supervise softball team picks to ensure they adhere to CDC Draft Rules and to ensure the teams do not get stacked.
- Assume the role of player support (ensuring players are getting the proper and safe coaching experience)
- Work with the President and Vice President to establish a committee to evaluate players for the allstars/travel teams.
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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. 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.

5.5.a Maximum Number of Coaches

To address the concerns of "stacking" teams, CDC has implemented a maximum number of Assistant Coaches that a Head Coach can have on the team. This does not apply to T-ball. The Head Coach only gets to pick their 1st Base Coach, the other two positions must be filled from the pool of kids they drafted.

The coaching staff for a team will consist of the following:

Head Coach

Assistant Coach

Assistant Coach

Assistant Coach

5.6 Coach Certification

Each member on the coaching staff 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 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 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

CDCBRL will follow the rules as outlined by the Babe Ruth Association for baseball and softball will follow Softball Nation.

Directors of Baseball/Softball Operations have the authority to allow the Umpires to ignore the dropped 3rd strike rule during regular season play IF both head coaches discuss and agree upon it before the game begins.

The Umpire In Charge supervises the umpires and ensures the rules of that charter are followed appropriately.

When it comes to interleague play, CDCBRL teams will play by Babe Ruth rules and yield to home field rules.