BYLAWS

OF

YC YOUTH BASEBALL ORGANIZATION

SECTION 1

DIRECTORS

1.01 Powers: All powers of the Yamhill Carlton Youth Baseball Organization shall be exercised by, or under the authority of, the Board of Directors. The affairs of the organization are to be managed under the direction of the Board.

1.02 Number and Qualifications of Directors: The Board of Directors shall consist of not fewer than four nor more than nine members. The qualifications for each position on the Board of Directors will be assessed and determined at the point of election.

1.03 Election and Tenure of Office: Directors shall serve for a term of two years, with terms aligned to the baseball season for better planning and preparation. The terms of the board positions shall be staggered to maintain continuity and stability. Directors may be re-elected for any number of additional terms. It is encouraged that spouses not serve on the board in voting positions at the same time. If there is another eligible individual and a spouse up for election for the same position, the spouse will then become ineligible. This will help reduce conflicts of interest, and monopolization of the board. Board members shall be elected at a public meeting and results shall be posted in the minutes. All votes must be cast in person, by the YC Baseball Organization. This includes board members, program volunteers, coaches, and YC Baseball donors.

Voting eligibility: All board members, and coaches are eligible for 1 vote. Program volunteers must meet a minimum of 6 hours a year of volunteer work for the baseball program to become eligible for a vote. YC Baseball donors must meet a minimum of $500 a year in donations to become eligible for a vote. Voting requirements shall be verified by the secretary before voting at the public meeting.

1.04 Vacancies: A vacancy in the Board of Directors shall exist upon the death, resignation, or removal of any director. Vacancies may be filled by the remaining members of the Board, and each director so elected shall hold office for the balance of the unexpired term of his or her predecessor.

1.05. Resignation. A director may resign at any time by delivering written notice to the chair of the Board of Directors or to the secretary. A resignation is effective upon acceptance from the chair of the Board of Directors or if approved by the chair can be extended to the date specified in the notice of resignation. Once delivered, a notice of resignation is irrevocable unless revocation is permitted by the Board of Directors.

1.06. Removal. A director may be removed, with or without cause, by a vote of not less than 80 percent of the other directors.

1.07. Meetings. If the time and place of any directors' meeting is regularly scheduled by the Board of Directors, then a meeting is a regular meeting. All other meetings are special meetings. The Board of Directors may permit any director to participate in a meeting by the use of any means of communication by which all directors participating in the meeting may simultaneously hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

1.08. Action Without Meeting. An action required or permitted to be taken at the Board of Directors meeting may be taken without a meeting if the action is taken by all members of the Board of Directors. The action shall be evidenced by written consent describing the action taken, signed by each director, and included in the minutes of filed with the corporate records reflecting the action taken. Action taken under this section is effective when the last director signs the consent, unless the consent specifies an earlier or later effective date.

1.09. Call and Notice of Meeting. Regular meetings of the Board of Directors may be held without further notice of the date, time, place, or purpose of the meeting. Special meetings of the Board of Directors must be preceded by at least forty eight hours' notice, if delivered personally or given by telephone, email, or text to each director of the date, time and place of the meeting. The chair of the Board of Directors or any two directors of the corporation then in office may call and give notice of a meeting of the Board.

1.10. Waiver of Notice. A director may at any time waive any notice required by these bylaws. A director's attendance at or participation in a meeting waives any required notice to the director unless the director, at the beginning of the meeting or promptly upon his or her arrival, objects to holding the meeting or transaction of business at the meeting and does not thereafter vote or assent to any action taken at the meeting. Except as provided in the preceding sentence, any waiver must be in writing, must be signed by the director entitled to the notice, must specify the meeting for which the notice is waived, and must be filed with the minutes of the corporate records.

1.11. Quorum and Voting. A quorum of the Board of Directors shall consist of a majority of the number of directors in office immediately before the meeting begins. If a quorum is present when a vote is taken, the affirmative vote of a majority of the directors present when the action is taken is the act of the Board of Directors except to the extent that these bylaws or applicable law require the vote of a greater number of directors. A majority of directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place. Notice of an adjourned meeting need not be given unless the meeting is adjourned for more than twenty four hours, in which case notice of the time and place shall be given before the time of the adjourned meeting to the directors who are not present at the time of the adjournment.

1.12. Board Committees. The Board of Directors may create one or more and appoint members of the Board or other persons to serve on the committees. Each committee shall consist of two or more appointees who serve at the pleasure of the Board of Directors. The creation of a committee must be approved by a two-thirds majority of the entire Board of Directors.

1.13. Board Committee Powers and Procedures. The provisions of these bylaws governing meetings, action without meetings, notice and waiver of notice, and quorum and voting requirements of the Board of Directors shall apply to the committees of the Board of Directors and their members as well. Committees may, to the extent specified by the Board of Directors, exercise the authority of the Board of Directors.

However, no committee may:

a) Authorize distributions;
b) Approve dissolution, merger, or the sale, pledge, or transfer of all or substantially all of the organization's assets;
c) Elect, appoint, or remove directors or fill vacancies on the board or any of its committees; or
d) Adopt, amend, or repeal these bylaws.

1.14. Compensation. Directors and members of committees shall not receive compensation for their services but may be eligible for reimbursements of expenses in accordance with policies or resolutions adopted by the Board of Directors.

Section 2

OFFICERS

2.01. Designation; Election; Qualification. The officers of the organization shall be a chair of the Board, a vice-chair of the Board, a secretary, a treasurer, and such other officers as the Board of Directors may appoint. The officers shall be elected per section 1.03. The same individual may simultaneously hold more than one office, except that the offices of the chair of the Board and secretary may not be held simultaneously by the same individual.

2.02. Chair of the Board (President). The chair of the Board shall preside at meetings of the Board of Directors, shall assure that the Board of Directors is advised on all significant matters of the organization' business, shall have all powers and duties ordinarily exercised by the chair of the board of a non-profit corporation, and shall have such other powers and duties as may be prescribed by the Board of Directors of the bylaws.

2.03. Vice-Chair of the Board (Vice-President). The vice-chair of the Board shall perform such duties as the Board of Directors may prescribe. In the absence or disability of the chair of the Board, the duties and powers of the chair of the Board shall be performed and exercised by the vice-chair of the Board.

2.04. Secretary. The secretary shall ensure that all of the minutes of meetings of the Board of Directors and minutes of meetings of committees of the Board of Directors are prepared and kept at the principal office or such other place as the Board of Directors may order. The secretary shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or these bylaws.

2.05. Treasurer. The treasurer shall be the chief financial officer of YC Baseball, a subordinate of YCTC and shall cause to be kept adequate and correct books and records of accounts of the properties and business transactions of the organization. The treasurer shall ensure that all money and other valuables in the name and to the credit of the organization are deposited with such depositories as may be designated by the Board of Directors and the board of directors of YCTC; shall ensure that funds of the organization are disbursed as may be ordered by the Board of Directors; and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or these bylaws.

2.06. Sponsorship/ Marketing. The sponsorship/ marketing director shall oversee all sponsorship, marketing, and fundraising for the YC Youth Baseball Organization.

2.07. Instruction League. The instructional league director will coordinate team selection and field assignments for all Junior Minor league teams and teeball league teams.

2.08. Competitive League. The competitive league director will coordinate tryouts, team selection, and field assignments, and scheduling for all minor, junior and senior league teams.

2.09. Assistants; Coordinators. The Board of Directors may appoint or authorize the appointment of assistants to the secretary or treasurer or both. Such assistants may exercise the powers of the secretary or treasurer and shall perform duties as prescribed by the Board of Directors. The Board of Directors may also appoint Coordinators to specific organizational needs.

SECTION 3

CONFLICTS OF INTEREST

3.01. Conflict of Interest Policy. Each member of the Board of Directors as well as each member on committees as appointed by the Board of Directors shall sign the ‘Conflict of Interest Statement’ document. The ‘Conflict of Interest Statement’ will again be reviewed and acknowledged by all members annually thereafter. [Attachment – 1]

SECTION 4
GENERAL PROVISIONS

4.01. Amendment of Bylaws. Except as otherwise provided in these bylaws, or by law the Board of Directors may amend or repeal these bylaws or adopt new bylaws by vote of a majority of the entire Board of Directors. Whenever an amendment or new bylaw is adopted, it shall be copied in the minutes book with the original bylaws in the appropriate place. If any bylaw is repealed, the fact of repeal and the date on which the repeal occurred shall be stated in such book and place.

4.02. Annual Budget. The organization shall issue an annual budget. The annual budget shall include a financial statement, a list of assets, and such additional information as necessary to provide transparency to the community.

4.03. Checks, Drafts, Etc. All checks, drafts, and other orders for payment of money, notes, or other evidences of indebtedness issued in the name of or payable to the organization shall be signed or endorsed by such person or persons and in such manner as shall be determined by resolution of the Board of Directors.

4.04. Execution of Documents. The Board of Directors may, except as otherwise provided in these bylaws, authorize any officer or agent to enter into any contract or execute any instrument in the name of and on behalf of the organization. Such authority may be general or confined to specific instances.

Unless so authorized by the Board of Directors, no officer, agent or employee shall have any power or authority to bind the corporation by any contract or engagement, or to pledge its credit, or to render it liable for any purpose or for any amount.

4.05. Fiscal Year. The fiscal year of the organization shall begin on the first day of ___November____ and end of the last day of ___October___ in each year.

Composition of the Board of Directors (as per 1.02):

Voting Positions:
- President (2026): Vacant
- Vice President (2027): Vacant
- Treasurer (2026): Vacant
- Secretary (2027): Vacant
- Sponsorship/Marketing (2027): Vacant
- Instructional League (2026): Vacant
- Competitive League (2026): Vacant

Non-Voting Positions:
- Equipment Coordinator (2026): Vacant
- Umpire Coordinator (2027): Vacant
- Fields Manager (2026): Vacant
- Player/Coach Development (2027): Vacant
- Social MediaCoordinator (2026): Vacant
- Volunteer Coordinator (2027):

Adopted: ______________________________________

President: ______________________________________
Vice President: __________________________________
Secretary: ______________________________________
Treasurer: ______________________________________