

**BYLAWS OF
BOZEMAN BASEBALL, INC., LEGION DIVISION**

Article I. Membership

Section 1. Membership. The voting membership (“Membership” or “Members”) for the Legion Division of Bozeman Baseball, Inc. shall consist of:

Player’s Family. Parents or a legal guardian of any eligible player selected to play for either the Bozeman Bucks or Spikes that finishes the season is eligible to vote at the annual meeting following the season. To be eligible, the player must be in good standing, which includes dues are paid in full as well as adherence to other reasonable requirements as determined by the Executive Committee from time to time.

Article II. Special Election

Section 1. Nominations for Executive Committee. A one-time special election will be held to elect the Executive Committee for the American Legion Division of Bozeman Baseball as set forth in this section. Any Member may nominate a potential Executive Committee member by emailing the name to bucksbaseball@gmail.com on or before October 1, 2014. Members shall only nominate persons that are willing to serve if elected and meet the criteria set forth in Section 2 of this Article. No nominations will be accepted after the close of business on October 1, 2014. Mr. Ron Edwards shall prepare a list of nominees on a ballot form for the special election and send it by email to the Members on or before October 3, 2014.

Section 2. Qualifications. Any Member or non-member that is at least twenty (20) years old is eligible to be nominated for election to the Executive Committee. Active coaches for the American Legion baseball program are not eligible for election and if someone is elected that subsequently becomes a coach, that person shall resign from the Executive Committee.

Section 3. Voting Methods. Members shall vote via email for five (5) people on the nomination list. This voting “email ballot” shall be emailed to Mike Lilly, and Mike Lilly only, at mikelilly@berglawfirm.com on or before October 10, 2014. Mr. Lilly will count the votes and publish results to the Members via email on or before October 13, 2014. For this special election, in addition to the definition of “Member” set forth in Section 1 of Article I above, the voting membership shall also include the membership from the 2013 season. Each Player’s Family is entitled to one (1) vote for every player that is in the legion program or was in the 2013 legion program. The nominees who receive the highest number of votes for the five (5) Executive Director positions win the election. If a tie results, a run-off will be held between tied nominees. Those nominees who are elected will take office on October 15, 2014. An annual meeting shall be scheduled by the newly elected Executive Committee before November 1, 2014, and the Membership shall be notified by email the time and place of the annual meeting.

Section 4. Terms of Office. After the special election the newly elected Executive Committee shall decide, via majority vote, their terms of office as follows: One (1) member will serve for one (1) year; two (2) members will serve for two (2) years; and two (2) members will serve for three (3) years to establish a stagger for regular elections.

Section 5. Election Cycle. The first regular election will take place at the annual meeting in October of 2015 and subsequent elections in accordance with the following schedule:

3 Year Terms with 2015 considered the first year.

Seat	Term Years	Begin Term		End Term
A	1	Oct 2014	--	Oct 2015
B	2	Oct 2014	--	Oct 2016
C	2	Oct 2014	--	Oct 2016
D	3	Oct 2014	--	Oct 2017
E	3	Oct 2014	--	Oct 2017
A	3	Oct 2015	--	Oct 2018
B	3	Oct 2016	--	Oct 2019
C	3	Oct 2016	--	Oct 2019
D	3	Oct 2017	--	Oct 2020
E	3	Oct 2017	--	Oct 2020

Article III. Regular Elections

Section 1. Nominations. In subsequent elections, the Executive Committee shall have responsibility for the nominating process and shall appoint a three (3) member nominating committee. The nominating committee will present a list with the recommendations of the nominations committee at the third quarter meeting of the Executive Committee. The chairperson of the nominating committee or one of its members will supervise the election at the annual meeting.

Section 2. Annual Meeting. The Legion Board of Directors and Executive Committee general elections shall occur at the annual meeting in October, or subsequent meetings when directors are not voted on in October. Directors and the Executive Committee shall be elected by the Membership present. The Membership shall elect from the list of names submitted by the Nominating Committee to fill any vacancies that may exist at the time of the election. Names may be added to the ballot from the floor during the election.

Section 3. Voting Methods. Voting shall be by written ballot, and counted by the chairman of the Executive Committee. Each player's family is entitled to one (1) vote for each eligible player they have in the legion program. The nominees who receive the highest number of votes for the seat(s) that are open win the election. If a tie results, a run-off will be held between tied nominees. Those nominees who are elected will take office beginning November 1st.

Article IV. Executive Committee

Section 1. General Powers. The business and affairs of Bozeman Baseball, Inc., American Legion Division shall be managed by its Executive Committee. The Executive Committee shall in all cases act as a group, and it may adopt such rules and regulations for the conduct of its meetings and the management of Bozeman Baseball, Inc., Legion Division, as it may deem proper, not inconsistent with these Bylaws, the Bylaws of Bozeman Baseball, Inc., and the laws of this state. The Legion Division Board shall have the following powers:

- (1) Set policy governing the Bozeman Baseball, Inc., Legion Division;
- (2) Hire and fire coaches;
- (3) Approve an annual budget;
- (4) Approve all day-to-day purchases, contracts and agreements, and business in general unless the authority to conduct such business is delegated to a committee by a majority vote of the Executive Committee prior to the transaction of said business;
- (5) Act as the grievance and/or disciplinary committee for situations that may come up from time to time;
- (6) Represent the Legion baseball program with the Gallatin County Fair Board of Directors; and
- (7) Represent the Legion baseball program with our sponsor American Legion Post 14.

Section 2. Qualifications. Any Member or non-member who is at least twenty (20) years old is eligible to be nominated for election to the Executive Committee. Active coaches for the American Legion baseball program are not eligible for election, or appointment to the Executive Committee, and if someone is elected that subsequently becomes a coach, that person shall resign from the Executive Committee.

Section 3. Number and Tenure. The number of Executive Committee shall be no more than five (5). Each member of the Executive Committee shall hold office for a term of three (3) years. Executive Committee members shall be elected by a majority vote of the Membership at the annual meeting.

- (1) Youth Division Members. The Youth Division of Bozeman Baseball Inc. shall annually appoint one representative from the Babe Ruth League and one from the Cal Ripken League to the Legion Division Executive Committee. These members will serve as advisors and shall not have a vote on the affairs of the Legion Division.
- (2) Emeritus Members. The Executive Committee may appoint up to three (3) emeritus members to the Committee by a unanimous vote. These members will serve as advisors and shall not have a vote on the affairs of the Legion Division.

Section 4. Regular Meetings. The Executive Committee shall meet at least quarterly at a date, time, and place set by the Chairperson of the Executive Meeting. Attendance at meetings shall be mandatory unless excused by the Chairperson of the Board. More than two consecutive unexcused absences will result in disqualification as a member of the Executive Committee.

Section 5. Special Meetings. Special meetings of the Executive Committee may be called by or at the request of the Chairperson of the Executive Committee. The Chairperson of the Executive Committee may fix the place for holding any special meeting of the Executive Committee called by them.

Section 6. Annual Meeting. The Executive Committee shall hold an annual meeting in October of each year. The Chairperson of the Executive Committee shall provide notice of the annual meeting by mail or email to each member of the Executive Committee, the Board of Directors, and Membership at least four (4) weeks in advance of the date set for the meeting.

Section 7. Quorum. At any meeting of the Executive Committee, a majority shall constitute a quorum for the transaction of business. If less than a quorum is present, the meeting shall be adjourned and recalled at such time when a quorum may be present.

Section 8. Manner of Acting. The act of a majority of the Executive Committee members present at a meeting at which a quorum is present shall be the act of the Committee.

Section 9. Removal of Executive Committee Members. Any Executive Committee member may be removed by vote of the majority of the Committee for any reason, or no reason. Any Emeritus member may be removed by a unanimous vote of the Committee at any time for any reason, or no reason.

Section 10. Resignation. An Executive Committee member may resign for any reason or no reason at any time by giving written notice to the Chairperson. Unless otherwise specified in the notice, the resignation shall take effect upon the receipt thereof by the Chairperson of the Executive Committee, and acceptance of the resignation shall be unnecessary to make it effective. Any Executive Committee member who resigns shall be replaced by a majority vote of the Executive Committee. The person replacing the resigning member shall serve on the Executive Committee until the next annual meeting. That position will be open to an election by the Membership at the annual meeting. The term of office will be consistent with the election cycle schedule in Article II Section 5.

Section 11. Directors' and Officers' Insurance. The Executive Committee shall be responsible for procuring and maintaining Directors' and Officers' insurance insuring all Legion Division Directors and Officers against any claims arising out of or in connection with the exercise of their responsibilities and duties.

Article V. Board of Directors

Section 1. General Powers. The Legion Board of Directors ("Board of Directors") shall be responsible for planning, fund raising, setting parent work schedules, and running the day to day operations of the legion baseball season. The Board shall also act as an advisory committee to the Executive Committee on issues that it deems necessary. The Board shall be made from the following committees:

- (1) Game Operations Committee: Bucks and Spikes Parent Liaisons, Travel and Lodging Coordinator, Spikes Howard Rein Tournament Director, Bucks Superman Classic Tournament Director, and Field Maintenance Supervisor.
- (2) Fund Raising Committee: Concessions Supervisor, Booster Memberships and Team Apparel, Fence Sign Coordinator, Monster Bucks Coordinator, Basketball Tournament Coordinator, Golf Tournament Coordinator, and Special Events Coordinator.
- (3) Public Relations Committee: Marketing Coordinator, Media Relations Coordinator, and Technology Coordinator.
- (4) Finance Committee: Treasurer/Bookkeeper, and the Chairpersons for the Game Operations, Fund Raising and Public Relations Committees.

Section 2. Committee Chairpersons. Each committee shall be responsible for appointing a Chair and Vice-Chairperson for the committee which will also be considered as an appointment to the Board of Directors.

Section 3. Number and Tenure. The number of Directors of Bozeman Baseball, Inc., Legion Division shall be seven (7); represented by the Chair and Vice-Chairperson from the Game Operations, Fund Raising, and Public Relations Committees; and the Treasurer/Bookkeeper. A roster of the Board of Directors shall be submitted to the Executive Committee by November 1st of each season. Each member of the Board of Directors shall be a volunteer and hold office for a term of one year.

Section 4. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the Chairperson. The Chairperson may fix the place and time for holding any special meeting of the Directors called by them.

Section 5. Notice. Notice of any special meeting shall be given at least 3 days prior to the date of the meeting by written notice delivered by email and by posting on Bozeman Baseball, Inc.'s Legion website.

Section 6. Quorum. At any meeting of the Board of Directors, five (5) board members shall constitute a quorum for the transaction of business. If less than a quorum is present, the meeting shall be adjourned and recalled at such time when a quorum may be present.

Section 7. Manner of Acting. The Board of Directors shall appoint a Chair and Vice Chairperson to preside over the meetings of the Board, and a Secretary to keep

minutes for the Board meetings. The act of a majority of the Board of Directors members present at a meeting at which a quorum is present shall be the act of the Board.

Section 8. Removal of Directors. Any or all of the Board of Directors members may be removed by vote of the majority of the Board of Directors for any reason, or no reason.

Section 9. Resignation. Any Board of Directors member may resign at any time by giving written notice to the Chairperson. Unless otherwise specified in the notice, the resignation shall take effect upon the receipt thereof by the Chairperson of the Board, and the acceptance of the resignation shall not be necessary to make it effective. Any Director who resigns shall be replaced by a majority vote of the Board of Directors. The person replacing the resigning Director shall serve a term equal in length to the remaining term of the resigning Director.

Article VI. Executive Committee Officers

Section 1. Number. The Officers of the Legion Division of Bozeman Baseball, Inc. shall be a Chairperson, Secretary, and Treasurer, who shall be elected by the Executive Committee.

Section 2. Election and Term of Office. The Chairperson, Secretary, and Treasurer of Bozeman Baseball, Inc., Legion Division, shall be elected by the Executive Committee at its annual meeting. The Chairperson, Secretary, and Treasurer shall be members of the Executive Committee. They shall hold office until his/her successors have been duly elected, or until he/she resigns, or is removed in the manner hereinafter provided.

Section 3. Removal. The Chairperson, Secretary, and Treasurer appointed by the Executive Committee may be removed by the Executive Committee whenever in its judgment the best interests of Bozeman Baseball, Inc., Legion Division, would be served.

Section 4. Chairperson. The Chairperson of the Committee shall conduct all meetings of the Committee and be authorized to act on behalf of a majority of the Executive Committee.

Section 5. Secretary. The Secretary shall keep the minutes of the Executive Committee and may appoint a secretary to take the minutes from members' meetings and Board of Director's meetings in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required, be custodian of the corporate records and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him/her by the Chairperson of the Executive Committee.

Section 6. Treasurer. The Treasurer shall have custody of the corporate funds and securities and shall keep full and accurate account of the receipts and disbursements in books belonging to Bozeman Baseball, Inc., Legion Division, and

shall deposit all monies in the name and to the credit of Bozeman Baseball, Inc., Legion Division, in such depositories as may be designated by the Executive Committee. He/She shall disburse the funds of Bozeman Baseball, Inc., Legion Division, as may be ordered by the Executive Committee, taking proper vouchers for such disbursements, and shall render to the Chairperson of the Executive Committee at any meeting of the Executive Committee whenever they may require it, an account of all his/her transactions as Treasurer and of the financial condition of Bozeman Baseball, Inc., Legion Division.

Section 7. Bookkeeper. The Executive Committee may hire or appoint a bookkeeper to maintain and keep the financial records of the Legion Division. Such appointment or hiring must be approved by a majority vote of the Executive Committee. An appointed or hired bookkeeper shall also serve as the Chairperson for the Finance Committee of the Board of Directors.

Article VII. Contracts, Loans, Checks and Deposits

Section 1. Contracts. The Executive Committee may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of Bozeman Baseball, Inc., Legion Division, and such authority may be general or confined to specific instances.

Section 2. Loans. No loans shall be assumed on behalf of Bozeman Baseball, Inc., Legion Division, and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Executive Committee and approved by the Board of Directors of Bozeman Baseball, Inc. (the "Master Board of Directors"). Such authority may be general or confined to specific instances.

Section 3. Checks. All checks or demands for money and notes of Bozeman Baseball, Inc., Legion Division, shall be signed by the Treasurer and countersigned by the Chairperson, or Secretary if in excess of \$250.00; or may be signed by the Treasurer of Bozeman Baseball, Inc., Legion Division, the Chairperson, or Secretary, if less than \$250.00.

Section 4. Deposits. The Treasurer shall be responsible for all deposits made in to bank accounts that are in the name of Bozeman Baseball, Inc., Legion Division. Deposits shall be made no longer than monthly.

Article VIII. Fiscal Calendar Year

The Legion Division shall operate so its fiscal year corresponds with its annual meeting in October.

Article IX. Amendments

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a vote of the directors representing a majority of the directors at any Master Board of Directors' meeting or at any special Master Board of Directors' meeting when the proposed amendment has been set out in the notice of such meeting.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned Chairman, does hereby certify that the above and foregoing Bylaws were duly adopted by the Bozeman Baseball, Inc., Board of Directors, as the Bylaws of the Legion Division on the 17th day of September, 2014, and that the same now constitutes the Bylaws of Bozeman Baseball, Inc., Legion Division.

Bozeman Baseball, Inc.

By: _____

Pete Peck, Chairman