

Beech Baseball



Dugout Club

Club By-Laws

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Article I: Constitution

The Beech Baseball Dugout Club (hereinafter referred to as the BBDC) is organized as a nonprofit corporation incorporated pursuant to the Tennessee Nonprofit Corporations Act.

The purposes for which the BBDC is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501©(3) of the Internal Revenue Code of the 1986 or the corresponding provision of any future United States Internal Revenue law, as more specifically described below.

Notwithstanding any other provisions of these articles, BBDC shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501©(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

1. Mission Statement: The BBDC is organized to raise funds through various solicitations, fund raising events, the resale of products, and other efforts for the purpose of assisting the Beech Baseball High School baseball program in meeting the costs associated with participation in baseball events and the operations associated with the baseball program.
2. Organization: BBDC is a volunteer organization comprised of BBDC students, parents, teachers, and administrative staff.

Article II: Governing Bodies

3. Executive Board: BBDC will have an executive board consisting of the officers of the organization

Article III: Officers

4. Number: BBDC shall have a president, vice president, secretary, and treasurer. Any two or more offices may not be held by the same person. No member of the BBDC athletics staff, commonly referred to as “coaches”, shall hold an officer position within the BBDC.
5. Election and Term: The officers shall be elected by the BBDC members. Each officer shall serve for the terms of one year, provided that if this clubs meets quarterly throughout the year. The terms of officers serving an annual term, shall commence September 1st and end on August 31st.
6. Duties: All officers shall have such authority and perform such duties in the management of the BBDC as are normally incident to their offices and as the club members may from time to time provide.

Article IV: Conflicts of Duality of Interest

7. Statement of General Policy:
 - i. It is natural for both real and apparent conflicts or dualities of interest to sometimes occur in the course of conducting the daily affairs of the club. A conflict or duality of interest is defined as referring only to personal, proprietary interests of the persons covered by this policy and their immediate families and not to philosophical or professional differences of opinion. Conflicts or dualities of interest will occur because the many persons associated with the Club should be expected to have and do in fact generally have multiple interests and affiliations and various positions of responsibility within the community. Sometimes a person will owe identical duties to two (2) or more organizations having similar activities.
 - ii. Conflicts or dualities of interest are to be avoided because they potentially or apparently place the interests of others ahead of the club obligations to its corporate purposes and to the public interest. Conflicts or dualities of interest are also undesirable because they often reflect adversely upon the persons involved and upon the parties. However, it is decidedly not in the long range best interests of the club to terminate or cease all association with persons who may have real or apparent conflicts or dualities of

interest if there is a prescribed and effective method of rendering such conflicts harmless to all concerned.

- iii. It shall be the policy of the BBDC, therefore, not to preclude dealings with those having actual or apparent conflicts or dualities of interest so long as the same are disclosed promptly and fully to all necessary parties whenever they occur.
8. Coverage of this policy: This policy shall apply to all members of the Governing Bodies, officers, members, including independent contractor providers of services and materials. It shall be the obligation of the club's management to publicize this policy to all such parties on a recurring basis.
9. Disclosure of all Conflicts: All officers and members shall disclose all real or apparent conflicts or dualities of interest which they discover or have brought to their attention in connection BBDC activities. "Disclosure" as used in these by-laws shall mean providing to the appropriate persons a written description of the facts comprising the real or apparent conflict or duality of interest.
10. Proscribed Activity by Persons Having Conflicts: Where an individual officer, agent or member believes that he or a member of his or her immediate family might have or does have a real or apparent conflict or duality of interest, he or she should, in addition to filling the notice of disclosure required under Disclosure of All Conflicts, abstain from making motions, participating in relevant deliberations, voting, executing agreements, attempting to influence others' votes, or taking any similar direct action on behalf of the club where the conflict or duality of interest might pertain.

Article V: Resignations, Removals, and Vacancies

11. Resignations: Any officer or director may resign at any time by giving written notice to the president of the board, or secretary. Any such resignation shall take effect at the time specified therein, or, if no time is specified, then upon its acceptance by the members.
12. Removal of Officers: Any officer may be removed from the board of directors whenever in its judgement the best interests of the BBDC will be served thereby.
13. Removal of Directors: Any or all of the directors may be removed for cause by a proper vote of the members.

14. Vacancies: Vacancies occurring for any reason, including removal of an officer, may be filled by the vote of a majority of the members, even if less than a quorum exists.

Article VI: Meetings of General Members

15. Annual Meeting: BBDC shall hold an annual meeting of the general membership on a date and time designated by the officers for the purpose of nominating and electing officers. Publication of no less than (10) days nor more than two (2) months in advance of the annual meeting is mandatory. Notice shall provide the date, time, location, and subject matter or agenda requiring a vote of the general membership. Each general member of the BBDC will be allowed to cast a vote. The votes will be tallied, and notification will be given.
16. Special Meetings: The officers may call a special meeting of the general membership at any time upon publication of no less than two (2) days in advance of the specially called meeting of the BBDC. Notice shall provide the date, time, location, and subject matter of agenda requiring a vote of the general membership. Each general member of BBDC will be allowed to cast a vote. The votes will be tallied, and notification will be given.
17. Quorum and Vote: The presence of a majority of members shall constitute a quorum for the transaction of business. The vote of a majority of members present at a meeting at which a quorum is present shall be the officers.
18. Board Committees: The officers, by a resolution adopted by a majority of its members, may create one or more committees, consisting of one or more directors, and may delegate to such committee or committees any and all such authority as is permitted by law.

Article VII: Financial Governance

19. Funds obtained: The BBDC will utilize the funds raised by the club to offset all capital campaigns for Beech Baseball Team. In addition to capital campaigns, all operating expenses of the baseball program will be paid to the BBDC including but not limited to field maintenance, uniforms, equipment and all other items voted on by the BBDC board.
20. Funds disbursement: The treasurer of the BBDC will release and distribute all funds to pay for items discussed in item 19 above as well as any other needs for the Beech Baseball team as voted on by the BBDC board. Any payment of \$500 or less will only require approval from the Treasurer to make the payment. All payments of greater than

\$500 will require dual authentication of the President and Treasurer. The head coach of the baseball team will have a debit card and authorization of up to \$250 per transaction for small purchases.

21. Debt Acquirement: The BBDC will and can acquire debt for capital improvement assuming they follow the process set for by Sumner county schools and have approval from the Principal of Beech High School.
22. Distribution of Assets Upon Dissolution: Upon dissolution of the BBDC, all assets and cash will be distributed to Beech High School.