



**Bowie Blue Jays Athletics, Inc.**

*Maryland Non-Profit Corporation & 501(c)(3) Organization*

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## BOWIE BLUE JAYS ORGANIZATION BYLAWS

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## BOWIE BLUE JAYS ORGANIZATION BYLAWS

### Section 1 – Name and Purpose

- 1.1 The name of this nonprofit corporation is Bowie Blue Jays Athletics, Inc.
- 1.2 The registered office of the corporation is 918 Sangerville Circle, Upper Marlboro, MD 20774 or such other place as the Executive Board may designate from time to time hereafter.
- 1.3 The purpose of this organization is:
  - a. To establish an active select fastpitch softball organization in the area of Prince George’s County, Maryland, exclusively to foster local and national amateur sports competition by support and development of amateur athletes for competition at the local and national level and to conduct such competition;
  - b. To identify and select athletes with ability and potential for success in fastpitch softball competition at a local and national level;
  - c. To train and develop the advanced skills incidental to fastpitch softball for competition at the local and national level;
  - d. To promote, organize and support these athletes in development and preparation for, and during, local and national competition;
  - e. To engage in any other lawful activity which may hereafter be authorized from time to time by the board of directors, provided, however, that the purposes for which the corporation is formed shall at all times be consistent with Section 501(c)(3) of the Internal Revenue Code, as it now exists or as hereafter amended.
- 1.4 This organization is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.
- 1.5 This organization is a non-member corporation.



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### Section 2 – The Executive Board of Directors

- 2.1 The affairs of the corporation shall be governed by an Executive Board of Directors composed of five or six directors or officers including a President, Vice President, Secretary, Treasurer and Director of Operations.
- 2.2 Executive Board directors shall be appointed or elected by the executive board and shall serve until resignation or removal from office.
- 2.3 Each executive board director shall have one vote in matters decided by the executive board. A motion shall be passed by majority vote. Tie votes shall be resolved by vote of the President.
- 2.4 Removal of an executive board director may be accomplished by vote of the general board of directors. The general board of directors may vote to remove a director at any time for inactivity or behavior which the general board of directors considers detrimental to the organization. A meeting to consider the removal must be called. Notice of the meeting shall state that the issue of possible removal of the director will be on the agenda. The director shall have the right to present evidence at the meeting as to why he or she should not be removed and shall have the right to representation by an attorney at and before the meeting. At the meeting, the organization shall consider possible arrangements for resolving the problems that are in the mutual interest of the organization and the director. An executive board director may be removed by affirmative vote of two-thirds (2/3) of the general board of directors.
- 2.5 Duties of the executive board are:
  - a. To set goals or limits and determine the focus of the organization in pursuit of stated purposes and objectives, ensuring compliance with provisions of IRS codes and laws governing tax exempt organizations under Section 501(c)(3),
  - b. To establish organization policies procedures and rules regarding, but not limited to, fiscal, personnel, and grievance matters,
  - c. To coordinate activities of the organization in all areas including, but not limited to, purchasing, fields and facilities, fundraising, travel and advertising;
  - d. To appoint committees
  - e. To approve or deny nominations or recommendations from committees
  - f. To approve new teams or appoint new coaches
  - g. To keep organization records and prepare and submit required reports
  - h. To arbitrate disputes, and hear and rule on grievances and determine action to be taken including the length or term of any suspension or disqualification;
  - i. To determine what issues are to be submitted to the general board of directors for vote or decision;
  - j. To formulate agenda for meetings;
  - k. To write bylaws including amendments and restatements;
  - l. To enlist the services of a Certified Public Accountant (CPA) when necessary;



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- m. To review team fund-raising activities for compliance with regulations governing fundraising for charitable corporations and for appropriateness and consistency regarding the purpose and operation of this corporation, and to approve or deny such team fund-raising activities;

### 2.6 Duties of executive board officers

- a. The President/Commissioner shall:
  - i. supervise and control all of the business and affairs of the organization;
  - ii. call meetings and preside at all regular and special meetings of the general board of directors and executive board of directors,
  - iii. have authority to make a motion at all board meetings
  - iv. appoint chairpersons or all committees
  - v. act as chairman of the personnel selection committee
  - vi. sign organization general fund checks
  - vii. perform other duties prescribed by the executive board of directors and all duties incident to the office of the president
  
- b. The Vice President shall:
  - i. assume the duties of the president in case of absence
  - ii. act as chairman of the grievance committee
  - iii. perform other duties as assigned by the president or executive board of directors
  
- c. The Secretary/Registrar shall:
  - i. keep minutes of all board meetings
  - ii. keep all records regarding the business of the organization including a master list of names and addresses of board members, coaches, assistant coaches, managers and participants, a master list defining which persons have responsibilities for all assigned duties, documentation and analysis of all fundraising activities, documentation of all grievance and dispute matters, documentation of all written policies set by the organization and all other records appropriate to and required by codes and laws regarding nonprofit, tax exempt corporations
  - iii. prepare correspondence as requested and approved
  - iv. produce and maintain the organization's Internet web site
  - v. maintain insurance records and submit paperwork for insurance coverage each year
  - vi. maintain records of all USA Softball / ACE background checks
  - vii. maintain the organization bylaws and articles of incorporation
  - viii. perform all the duties incident to the office of secretary



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- d. The Treasurer shall:
  - i. maintain a ledger for the organization general fund account
  - ii. keep receipts and invoices for expenditures and income for the organization general fund account
  - iii. act as chairman of the fiscal policy committee
  - iv. receive accounting reports and annual budgets from teams and maintain a comprehensive accounting and annual budget for the organization
  - v. prepare required reports for submission to the Secretary of State and Internal Revenue Service
  - vi. submit all records and ledgers to the CPA when directed
  - vii. perform all the duties incident to the office of treasurer
  
- e. The Director of Operations shall:
  - i. attend all board meetings
  - ii. serve with the vice president on the grievance committee
  - iii. serve with the president on the personnel selection committee
  - iv. act as advisor to organization teams and participants
  - v. perform other duties as prescribed by the president or executive board of directors



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### Section 3 – The General Board of Directors

- 3.1 The operation of the organization shall be conducted by the general board of directors composed of the executive board and the head coach and team manager of every team in the organization.
- 3.2 Head coaches shall be appointed or elected by the executive board and team managers shall be appointed by head coaches. Both shall serve until resignation or removal from office.
- 3.3 Each member of the general board of directors shall have one vote in matters decided by the general board of directors. A member shall have only one vote even if serving in more than one position. Voting on routine business may be completed by a show of hands or voice vote. By request from the floor, votes may be polled individually and recorded. A motion shall be passed by majority vote. Tie votes will be resolved by the vote of the president. Suspension shall disqualify a board member from voting.
- 3.4 Removal of a board of director may be accomplished by vote of the general board of directors. The general board of directors may vote to remove a director at any time for inactivity or behavior which the general board of directors considers detrimental to the organization. A meeting to consider the removal must be called. Notice of the meeting shall state that the issue of possible removal of the director will be on the agenda. The director shall have the right to present evidence at the meeting as to why he or she should not be removed and shall have the right to representation by an attorney at and before the meeting. At the meeting, the organization shall consider possible arrangements for resolving the problems that are in the mutual interest of the organization and the director. A board director may be removed by the affirmative vote of two-thirds (2/3) of the general board of directors.
- 3.5 The general board of directors may accept on behalf of the organization any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the organization. The board of directors may make gifts and give charitable contributions that are not prohibited by the bylaws, the articles of incorporation, state law and any requirements for maintaining the organization's federal and state tax status.
- 3.6 Duties of head coaches and team managers:
  - a. Head Coaches shall:
    - i. serve on the general board of directors and attend meetings
    - ii. coordinate team business as required by the organization
    - iii. appoint assistant coaches and team manager
    - iv. keep current with rules of competition and abide by all rules
    - v. conduct try-outs to identify and select participants with potential for success in competition at a local or national level



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- vi. conduct training and practices to develop the skills necessary for competition at a local or national level
  - vii. lead the team in competition
  - viii. maintain order on the playing field at all times during practices and games including control of parents and spectators
  - ix. determine team discipline policy with authority to suspend or expel participants, parents and spectators
  - x. notify the grievance committee within 24 hours of each action of suspension or expulsion of participants, parents and spectators
  - xi. display sportsman like conduct at all times
  - xii. participate in other business of the organization as requested or directed
- b. Team Managers shall:
- i. maintain accounting ledger for team account and prepare annual team budget
  - ii. keep receipts, purchasing records, and invoices for expenditures and income for the team account
  - iii. prepare periodic reports and annual budget for submission to the executive board treasurer as required by the organization
  - iv. maintain copies of birth certificates and emergency medical release information for all participants
  - v. maintain official team rosters and proof of insurance
  - vi. appoint team representatives for committee participation as requested by the organization
  - vii. assist head coach as requested and organize schedule tournament play and make travel arrangements
  - viii. procure and display team banner
  - ix. notify the executive board vice president of all fund-raising activities to be conducted by the team and obtain approval before conducting the fundraiser
  - x. participate in other business of the organization as requested or directed



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### Section 4 – Committees

- 4.1 Committees will be appointed to make recommendations on organization policy and conduct organization business as needed by the organization
- 4.2 The organization shall have four standing committees including: fiscal policy, personnel selection, grievance, and fundraising
- 4.3 Duties of Fiscal Policy Committee:
  - a. Have executive board treasurer as chairman and team managers of each team as members
  - b. Advise the executive board on all matters concerning fiscal policy
  - c. Write statements of policy as directed by the executive board
  - d. Study requirements and regulations governing fiscal matters pertaining to the organization
- 4.4 Duties of the Personal Selection Committee:
  - a. Have executive board president as chairman and executive board advisor(s) and head coaches of each team as members.
  - b. Accept applications from prospective coaches and make recommendations to the executive board regarding coach selection
  - c. Offer support, guidance and assistance to new coaches as requested
- 4.5 Duties of the Grievance Committee:
  - a. have executive board vice president as chairman and executive board advisor(s) as members
  - b. receive, investigate and document all grievances
  - c. develop recommendations for action including probation, suspension or disqualification of directors, coaches, managers, participants, parents or spectators for the violation of rules and regulations or misconduct or unsportsman like conduct in applying the precepts of the articles of incorporation or bylaws or for failure to perform duties assigned by the executive board and the president and/or failure to perform duties incumbent to their office.
  - d. Present each case to the executive board for hearing and ruling
- 4.6 Duties of the Fundraising Committee
  - a. have a chairman appointed by the president with executive board members and a representative from each team as members
  - b. coordinate and administrate organization fundraisers
  - c. appoint sub-committees to organize specific fundraising activities
  - d. coordinate opportunities to participate in fundraising activities conducted by teams when offered and when practical





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- 4.7 Other committees may be established when desired by the executive board with duties and purposes determined by the executive board.

### Section 5 – Meetings

- 5.1 The general board of directors shall hold monthly meetings. Meeting times shall be at an agreeable location. Meeting dates and times may be changed or meetings may be cancelled by giving notice to all board members at least two days before the scheduled meeting.
- 5.2 Executive board directors and general board directors (head coaches and team managers) shall attend board meetings. Assistant coaches may attend meetings but have no vote.
- 5.3 The August meeting shall be designated the “annual meeting of the corporation.”
- 5.4 Special meetings and meetings of the executive board shall be held at such times and places as decided by the president or executive board.
- 5.5 The president of this organization may make a motion. All other issues not covered shall be in accordance with Roberts Rules for Order, revised edition.

### Section 6 – Insurance

- 6.1 All organization teams are required to carry USA Softball team insurance. No team is allowed to practice or play until that team has been covered by USA Softball insurance. Teams and coaches need to coordinate their insurance requirements with the executive board secretary prior to practicing, scheduling games or playing pre or post season tournaments. The “proof of insurance” coverage lies with the teams, coaches and managers, not the organization. USA Softball insurance cards will be issued to the head coach of the respective teams.
- 6.2 To the fullest extent permitted, the board shall purchase liability insurance to cover acts of directors and officers of the corporation.

### Section 7 – Financial Responsibility

- 7.1 Revenue for the administration and operation of this organization shall come from contributions, grants, donations, gifts, sponsorships, bequests and fundraising activities.
- 7.2 The fiscal year shall begin the first day of September and end the last day of August of the following year.
- 7.3 The organization will not be responsible for financial obligations incurred by individuals or teams without prior written approval of the executive board.



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- 7.4 An annual review of the organization's financial records and statements will be accomplished as soon as possible after September 1 of the new fiscal year. This review will be accomplished in accordance with generally accepted accounting methods. The method and personnel doing the review will be determined by the executive board. The review results will be presented at a monthly meeting and become part of the organization financial records.
- 7.5 In the event the executive board treasurer resigns, the president shall call for an immediate review of the books and records maintained by the treasurer and report review findings to the executive board.

### Section 8 – Protect Youth Sports (PYS) Background Checks

- 8.1 Every director, head coach, assistant coach and team manager must have on record a current PYS background check. Any person convicted of a crime as defined by Maryland State laws may be disqualified, dismissed or deemed unsuitable for any position
- 8.2 The executive board secretary shall maintain all records
- 8.3 It is the responsibility of the head coaches to ensure all assistant coaches and team managers have met this requirement
- 8.4 It is the responsibility of the executive board secretary to ensure all executive board directors and head coaches have met this requirement.

### Section 9 – Required Recordkeeping

- 9.1 In addition to all records kept by the executive board secretary and treasurer in accordance with these bylaws, the following records must be kept at the registered office of the corporation:
  - a. A copy of current articles of incorporation and bylaws
  - b. A complete record of officer and director names and addresses
  - c. Correct and adequate records of accounts and finances
  - d. Minutes of the proceedings of the board and any minutes which may be maintained by committees of the board
- 9.2 These records shall be open at any reasonable time to inspection by any director or committee member. Any such requester must have a purpose for inspection reasonably related to their interests. Copies of inspection or copying shall be borne by such requester except for costs for copies of articles or bylaws.
- 9.3 The superior court of the corporation's or requester's residence may order inspection and may appoint independent inspectors. Such requester shall pay inspection costs unless the court orders otherwise.



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- 9.4 Copies of any other records required by the Secretary of State or Internal Revenue Service to be kept for inspection by any person so entitled shall be maintained at the registered office of the corporation or made available at the registered office upon request.

### Section 10 – Dissolution

- 10.1 The organization may be dissolved by a unanimous vote of the executive board members (end of tax year). The organization will also be dissolved on the occurrence of events specified in the Act.
- 10.2 Upon dissolution of the organization, the organization will collect outstanding accounts receivable (before notification to all customers).
- 10.3 Upon dissolution of the organization and liquidation of any organization property, and after payment of all selling costs and expenses, the liquidator will distribute the organization's assets to the following groups according to the following order of priority:
- a. in satisfaction of liabilities to creditors except organization obligations to current members;
  - b. in satisfaction of organization debt obligations to current members; and then
- 10.4 Upon dissolution of the organization, the organization will perform the following:
- a. Close all business bank accounts and any other accounts.
  - b. Cancel state or county permits and licenses.
  - c. File all final income tax returns, checking the box stating that it is the final return.
  - d. File "certificate of dissolution".

### Section 11 – Bylaws and Articles of Incorporation

- 11.1 These bylaws shall become effective immediately upon their adoption. Amendments to these bylaws shall become effective immediately upon their adoption unless the executive board, in adopting them provides that they are to become effective at a later date.
- 11.2 Proposed amendments, alterations, or repeal of any portion of the bylaws must be presented in writing to the executive board and discussed at the next convening of the executive board. Such proposals must be voted on and adopted or rejected by the executive board.
- 11.3 The bylaws may be amended, altered, or repealed by a majority vote of the executive board at any regular executive board meeting or special meeting called for such purpose.



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- 11.4 Amendments or restatement of the Articles of Incorporation must be accomplished by the executive board of directors, by resolution. These additions or changes must be filed with the Secretary of State as required in the applicable governing codes for nonprofit corporations.
- 11.5 If any bylaw provision is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality or unenforceability shall not affect any other provisions and the bylaws shall be construed as if the invalid, illegal or unenforceable provision had not been included in the bylaws.

The foregoing bylaws were adopted by the Executive Board of Directors on July 1, 2019.