

Bylaws of East Torrens Baseball Club Incorporated.



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BYLAWS OF EAST TORRENS BASEBALL CLUB

1. BYLAWS

These Bylaws of the East Torrens Baseball Club are an enlargement of the Constitution of the East Torrens Baseball Club and are binding on all members.

2. DEFINITIONS AND INTERPRETATIONS

Refer Clause 2 of the Constitution.

3. ALTERATIONS TO BYLAWS

The Committee shall have the power from time to time to make, alter and repeal any Bylaws as it may deem necessary, convenient, or expedient, in relation to the proper conduct, management and affairs of the Club and in the attainment of its objects. All Bylaws so made and for the time being in force shall be binding on all members of the Club and shall have full effect accordingly and immediately they are adopted.

4. MATTERS NOT DEALT WITH

Any matter of any kind whatsoever not dealt with or provided for in these Bylaws of the Club, may be dealt with, in such manner as the Committee may deem fit.

5. MEMBERSHIPS

5.1 Categories of Members

The members of the Club consist of:

- a) Life Members; and
- b) Player Life Members; and
- c) Playing Members; or
- d) Associate Members (This includes non-playing coaches and volunteers)

5.2 Admission of Members

Application for membership must be made to the Club via the appropriate means, as may be determined by the Committee and must be accompanied by the required fee if applicable.

Submission of an application of membership with or without fee as required does not constitute membership until the Committee of Management approves such application.

5.3 Discretion to Accept or Reject an Application

- a) The Committee may accept or reject an application. The Committee are not required, nor can they be compelled to provide, any reason for the rejection.
- b) Membership begins on the later to occur of;
 - 1. acceptance of the application by the Committee; or
 - 2. payment of any fees payable by the new member.

5.4 Life Members

- a) Life Membership is the highest honour that can be bestowed by the Club for longstanding and valued service.
- b) Any member may recommend a person for Life Membership by notice in writing to the Committee. A recommendation made under this clause must include a written report outlining the history of services of the nominee.
- c) A person may be appointed a Life Member only by Special Resolution put to an Annual General Meeting by the Committee.
- d) Life Members shall only be elected if approved by three fourths (3/4) majority of those present and entitled to vote at the Annual General Meeting.
- e) A Life Member has all the rights of an Ordinary Member.
- f) A Life Member cannot be required to pay fees or subscriptions (other than fees that are required to be paid to play in a team representing the Club).

5.5 Player Life Members

- a) Player Life Membership shall only be awarded to those who have represented the club as a player in senior grades for fifteen (15) years, unbroken by service to another club as determined by club records with the exception of a player
 - 1. who moves interstate or country; provided that such player has not left the club for specific baseball gains and resumes playing for the club immediately on their return; or
 - 2. been suspended by the club for conduct which could bring discredit to the club; or
 - 3. for service to their country.
- b) Subject to the Committee's discretion, part of a season may constitute a full season for the purposes of qualification of a Player Life Member.

- c) Should a player continue to coach with the Club, they may qualify for Player Life Membership, provided they meet all the requirements.
- d) The committee shall have the power to elect Player Life Membership to those who have rendered outstanding service to the Club and assisted it in furthering its objectives and that have fulfilled the above requirements.
- e) More than one (1) Player Life Membership can be awarded in any one year.
- f) A Player Life Member has all the rights of an Ordinary Member.
- g) A Player Life Member cannot be required to pay fees or subscriptions (other than fees that are required to be paid to play in a team representing the Club).

5.6 Playing Member

- a) A playing member is any member paying the relevant subscription fixed by the Committee under Clause 9 of the Constitution and shall be entitled to all the privileges of the club.
- b) Membership is for a twelve (12) month period terminating September 30th yearly.

5.7 Associate Members

- a) An associate member includes;
 - 1. An Honorary Member;
 - 2. Non-Playing Members paying the relevant subscription set by the Executive under clause 9 of the Constitution; or
 - 3. Non-Playing Coach or Volunteer
- b) Associate members shall have the privileges of the club except for playing
- c) Membership is for a twelve (12) month period terminating September 30th yearly.

5.8 Obligations of Members

Each Member must;

- a) treat all members, contractors and representatives of the Club and the League with respect and courtesy always;
- b) maintain and enhance the standards, quality and reputation of both the Club and the Sport; and
- c) not act in a manner unbecoming of a member or prejudicial to the objects or the interests or reputation of the Club, the League or the Sport.

5.9 Register of Members

Subject to the Act, confidentiality considerations and privacy laws:

- a) the Club must keep and maintain a register of Members, which shall contain, at least;
 - 1. the full name, address, category of membership and date of entry to membership of each Member.
- b) the Register may contain such other information as the Committee considers appropriate;
- c) Members must provide the Club with the details required by the Club to keep the register complete and up to date; and
- d) Members shall provide notice of any change and required details to the Club within one month of such change.

5.10 Effect of Membership

The Constitution constitutes a contract between each of the Members and the Club and each member is bound by this Constitution and the Regulations.

Each Member is also bound by the bylaws, rules and regulations governing competitions in which the member participates.

6. CESSATION OF MEMBERSHIP

6.1 General

A member ceases to be a member of the Club if:

- a) the member dies;
- b) the member resigns from membership;
- c) transfers to another club; or
- d) the member is expelled from the Club

6.2 Notice of Resignation

A member may resign from membership of the Club. A resigning member is liable for any outstanding fees or subscriptions which may be recovered as a debt due to the Club.

6.3 Expulsion for breach

The Committee may expel a member from membership of the Club if, in the opinion of the Committee, the member has materially breached any of its obligations under the Constitution or the Regulations.

The Committee may, in its discretion, convene a judiciary committee under the Constitution clause 12 to hear and determine an allegation that a member has materially breached one or more of its obligations under the Constitution or the Regulations and to make recommendations to the Committee about the appropriate consequences of its findings. The Committee may rely on the findings and recommendations of the judiciary committee.

A member may not be expelled under clause 6.3 unless the member has been afforded natural justice.

The termination of a member's membership shall not affect the right of the Club to recover from them any subscription, debt, sum or thing and the rules shall, for the purpose of such recovery, by them deemed to be a bond.

Such right shall exist notwithstanding that the member's failure to pay or deliver was the subject matter of the complaint.

6.4 Return of Property

A member who ceases to be a member must not thereafter use any property of the Club (including, without limitation, its intellectual property) and must immediately return to the Club all the Club's documents, records or other property in the possession, custody or control of the former member.

6.5 Membership may be Reinstated

Nothing in this clause 6 prevents a former member from applying for readmission to membership but, in considering the readmission application the Committee is entitled to consider the facts and circumstances in which the prior membership (or memberships) ceased.

Membership which has ceased under this clause 6 may be reinstated at the discretion of the Committee without an application having been made, with such conditions as it deems appropriate.

6.6 Refund of Membership Fees

Membership fees or subscriptions paid by the former member may, at the Committee's discretion, be refunded on a pro-rata basis to the member on cessation of the membership.

7. DISPUTE RESOLUTION PROCEDURE

The dispute resolution procedure set out in this clause applies to disputes between a member and;

1. another member; or
2. the Club.

The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all parties.

If the parties are unable to resolve the dispute at the meeting or if a party fails to attend that meeting, then the parties must, within ten (10) days after the scheduled meeting, refer the dispute to the peak body this club is affiliated with, who may refer the matter to an external agency, including the State Sport Dispute Centre, for resolution.

The Committee may prescribe additional grievance procedures in Regulations consistent with this clause 7.

In this clause 'Member' includes any former member who was a member not more than twelve (12) months before the dispute occurred.

8. THE COMMITTEE

The club will use a two-tiered management structure consisting of the Executive Committee (known as the Committee) and a Management Committee (known as the Management Committee).

The Management of the club shall be vested in The Committee with the support of the Management Committee.

All Committee members and persons acting on behalf of the club must be members of the Club as defined by clause 5.1 for the season during which the appointment is held.

9. COMPOSITION OF THE COMMITTEE

9.1. Executive Committee

The Committee will comprise up to seven (7) Executive Committee Members (first tier) elected under clause 10, comprising of;

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Operations Manager
6. Assistant Secretary
7. Assistant Treasurer

9.2. Management Committee

Up to thirteen (13) Management Committee Members (second tier) can be appointed under clause 10, comprising of;

1. Senior Coach (Division 1 Head Coach)
2. Equipment Manager
3. Uniform & Regalia Manager
4. Bar Manager
5. Canteen Manager
6. Social & Fundraising Manager
7. Sponsorship Coordinator
8. Facilities Manager
9. T-Ball Coordinator
10. Social Media and Online Coordinator
11. Junior Coaching Coordinator
12. Umpire Coordinator (Delegate to Baseball Umpires Association SA)
13. Delegate to Baseball Scorers Association SA

All Executive members will sit on the management committee.

For the purposes of these Bylaws, the Management Committee shall be managed as per the Committee.

10. ELECTED COMMITTEE MEMBERS

10.1 Nominations

The Committee must call for nominations for all Elected Committee Member positions at least seven (7) days prior to the Annual General Meeting.

10.2 Form of Nomination

Nominations must:

- a) be in writing;
- b) be in the prescribed form provided for that purpose;
- c) nominee must be a member of the club;
- d) be signed by the nominee.

10.3 Elections

If the number of nominations received for the Committee does not exceed the number of vacancies to be filled, then those nominated will be declared elected at the Annual General Meeting.

If there are insufficient nominations received to fill all vacancies on the Committee, nominations for the remaining Elected Committee Member positions may be made from the floor of the Annual General Meeting. If the number of nominations received from the floor does not exceed the number of vacancies to be filled, then those nominated will be declared elected at the Annual General Meeting.

If at any stage the number of nominations for the Committee exceeds the number of vacancies then to be filled, an election must be conducted at the Annual General Meeting.

Elections must be conducted in accordance with the Constitution.

If at the close of the Annual General Meeting, vacancies on the Committee remain unfilled, the vacant positions will be casual vacancies under clause 11.1.

10.4 Term of Appointment for Elected Committee Members

The term of office of each Elected Committee Member begins at the conclusion of the Annual General Meeting at which their election occurs.

If the law requires the Elected Committee Member to have a particular qualification or clearance (for example, police clearance), the Elected Committee Member's term will not begin until the qualification or clearance has been established.

The term of office of each Elected Committee Member ends at the conclusion of the Annual General Meeting following their election.

11. VACANCIES ON THE COMMITTEE

11.1 Casual Vacancies

Any casual vacancy occurring in a position of Elected Committee Members may be filled by the remaining Elected Committee Members.

A person appointed to fill a casual vacancy holds office only until the end of the next Annual General Meeting irrespective of the term of office of the person whom he or she replaces.

11.2 Grounds for Termination of a Committee Member

The office of a Committee Member becomes vacant if the Committee Member:

1. dies;
2. suffers from mental or physical incapacity;
3. is disqualified from office under section 30 of the Act;
4. resigns his or her office by notice in writing to the Club;
5. is absent without the consent of the Committee from meetings of the Committee held during a period of six (6) months;
6. is directly or indirectly interested in any contract or proposed contract with the Club and fails to declare the nature of his or her interest; or

11.3 Committee May Act

If there are any vacancies on the Committee, the remaining Committee Members may temporarily act in that role but, if the number of remaining Committee Members is not sufficient to constitute a quorum at a meeting of the Committee, they may act only for the purpose of increasing the number of Committee Members to a number sufficient to constitute a quorum.

12. MEETINGS OF THE COMMITTEE

12.1 Committee to Meet

The Committee must meet as often as it considers necessary in every calendar year for the dispatch of business (and must meet at least as often as is required under the Act).

The Committee may adjourn and otherwise regulate its meetings as it thinks fit.

Any Committee Member may at any time convene a meeting of the Committee on reasonable notice to the other Committee Members.

12.2 Attendance by Telephone

A Committee Member may attend a meeting by telephone or other electronic means by which he or she can hear and be heard.

12.3 Decisions of Committee

Subject to the Constitution and Bylaws, questions arising at any meeting of the Committee may be decided by Ordinary Resolution. Each Committee Member has one (1) vote on any question. The chairperson does not have a casting vote.

12.4 Resolutions not in a Meeting

The Committee may pass a resolution without a Committee meeting being held if all the Committee Members entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document. The resolution is passed when the last Committee Member signs.

Any document referred to in this clause may be in the form of an electronic transmission.

A resolution may not be passed under clause 12.4 if, before it is circulated for voting, the Committee resolves that it can only be put at a meeting of the Committee.

12.5 Quorum

At meetings of the Committee the number of Committee Members whose presence is required to constitute a quorum is:

- a) if the number of Committee Members then in office is an even number, half of the number of Committee Members plus one; or
- b) if the number of Committee Members then in office is an odd number, half of the number of Committee Members rounded up to the next whole number.

12.6 Chairperson

The Committee must appoint one of the Committee Members as its chairperson. The chairperson will act as chair of any Committee meeting or General Meeting at which he or she is present and unless the Committee decides otherwise is the nominal head of the Club. If the chairperson is not present or is unwilling or unable to preside at a Committee meeting the remaining Committee Members must appoint another Committee Member to preside as chair for that meeting only.

12.7 Committee Members Interests

The Committee Members must comply with sections 31 and 32 of the Act regarding disclosure of interests and voting on contracts in which a Committee Member has an interest.

13. DUTIES OF THE COMMITTEE

Duties of the committee will be in accordance with the approved Job/Position Descriptions of the positions.

14. FINANCE

14.1 The income and property of the Club must be applied solely towards the promotion of the Objects.

14.2 Except as prescribed in the Constitution, Bylaws or the Act, no portion of the income or property of the Club may be paid or transferred, directly or indirectly or whether by way of dividend, bonus or otherwise, to any Member or any associate of a Member unless bona fide for compensation for services rendered or expenses incurred on behalf of the club.

14.3 The banking of the club shall be kept at an approved banking institution with commercial arrangements.

14.4 The under mentioned elected committee members of the club shall have the power to authorise payments (requires any two) from the institution on behalf of the club as approved by the Committee.

1. Treasurer
2. Secretary
3. Assistant Treasurer

14.5 Subject to clause 14, nothing in clause 14.2 prevents a payment in good faith to any Member:

- a) for any services actually rendered to the Club whether as an employee, Committee Member or otherwise;
- b) for goods supplied to the Club in the ordinary and usual course of operation;
- c) for any reasonable out-of-pocket expenses incurred by the Member on behalf of the Club.

14.6 No payment made under clause 14.2 may exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

14.7 All monies received shall be paid into the banking account within seven (7) days of its receipt.

14.8 The Club shall use a cloud-based accounting software that is accessible and transferable.

14.9 The Financial year of the club shall end on the 30th June each year.

15. PERPETUAL TROPHIES

The following trophies constitute the Perpetual Trophies of the Club

- a) Graham Fisher Memorial Trophy
- b) George Hayman Shield
- c) The Peter Pike Red Sox Coach of the Season Trophy
- d) The Max Trengove Junior Batting Trophy
- e) Best & Fairest Player Trophies
- f) Volunteer of the Year Award (Patrons Trophy)
- g) Under 21 Red Sox Trophy

15.1 Nominations for Perpetual Trophies

Nominations from members can be received for Perpetual Trophies including the;

1. Graham Fisher Memorial Trophy
2. Peter Pike Red Sox Coach of the Season Trophy
3. Volunteer of the Year Award
4. U21 Red Sox Trophy

All other perpetual trophies are based on tangible data or statistics and are awarded according to their criteria.

All nominations must be submitted to the Committee by the end of the regular season and must include;

1. Name of nominee
2. Reasons the nominee meets the essential criteria
3. Background support to nomination

Nominations received will remain confidential and do not guarantee acceptance to the perpetual trophy. All recipients will be validated by the Committee prior to final selection.

15.2 Graham Fisher Memorial Trophy

The Graham Fisher Memorial Trophy is awarded to the most outstanding registered and financial player or coach of the club. It is based on playing/coaching ability together with Club interest.

15.3 George Hayman Shield

Awarded to the most successful team in the Club. Criteria for winning the George Hayman shield in order are;

1. Premiership Division One Team
2. Premiership Division Two Team
3. Premiership winning team where Division One or Two are not premiers
4. Premiership winning team with the highest winning record
5. Team which progresses furthest in the finals
6. Team which progresses furthest in finals with the highest winning record
7. Team with the highest winning record

Winning record shall be expressed as a ratio of games won to games played, including final round games.

15.4 The Peter Pike Red Sox Coach of the Season Trophy

Awarded to the coach, who in the opinion of the committee has had the most impact on their players.

15.5 Best & Fairest Trophies

Best and Fairest Player Trophies votes for Division One and Two are to be cast by the Head Coach, their Nominee and a Senior Assistant Coach. Consistency in the delegation is required for duration of the season.

In other senior divisions the player with the most umpire votes (voting slip to be completed by umpire) in each Club team entered in the senior team competitions conducted by the League.

Any effect on the designation of these teams of the Club owing to the alteration of the divisions of competition to have no effect on the allocation of these trophies.

15.6 The Max Trengove Junior Batting Trophy

Awarded to the junior player who has the best relative batting average calculated by dividing the player's batting average by the team batting average.

15.7 The Volunteer of the Year Award (Patrons Trophy)

Awarded to any member, including committee members for outstanding service to club, service that goes above and beyond.

15.8 The Under 21 Red Sox Trophy

Awarded to any member under the age of twenty-one (21) who has given the club outstanding service.

16. ESTABLISHING PERPETUAL TROPHIES

16.1 Requesting a Perpetual Trophy

Any request for the introduction of a Perpetual Trophy shall be given to the Committee in written form outlining;

1. The name of the trophy
2. The reason for its inclusion as a perpetual trophy
3. Funding of the trophy

The committee will take any request to a General Meeting for a member vote as per the constitution.

17. EJECTIONS AND LEAGUE FINES

17.1 Ejections

As per League rules, any player, coach or member ejected from a game that incurs a fine will be the sole responsibility of said person to pay in full said fee. The Club will not be liable for covering any fines incurred through an ejection including any fees payable to appear in front a tribunal committee of the league.

17.2 League imposed fines

As per league rules any player, coach or member including teams who are fined for breaching the rules of the League will be liable for all costs associated with this action. The Club will not be liable for covering any fines imposed by the League.

17.3 Failure to Pay

Where a player, coach or member fails to pay the required fee, they shall be deemed unfinancial and unavailable for selection for the upcoming round(s) until such time the debt is paid or lose all member privileges until the debt is paid.

18. UNIFORMS

18.1 The approved uniform for all players and coaches shall be;

1. Playing Cap (navy crown, red peak with the approved ET logo)
2. Playing Top to include White button up top with Red Sox on front, Red button up top with Red Sox on front (Division One and Two only) or a Navy-Blue Top with Red Sox on the front in the prescribed font.
3. Playing Pants (white pants which can include a red stripe)
4. Navy Belt
5. Red Socks
6. Undergarments are to be Navy Blue

18.2 Junior Coaches

All junior coaches in U/11, U/13, U/15 and U/17 shall wear the uniform as specified by the League. The Club requires these coaches to be wearing the Club approved hat, polo or t-shirt and shorts.

18.3 Senior Coaches

All senior coaches including the Don Rice League will be required to wear a full uniform as specified in clause 18 in all games.

18.4 Players

All players are required to wear the approved uniform, which includes Playing Cap, Playing Top, Playing Pants, Socks, Belt and Undershirt.

19. CODES OF CONDUCT

19.1 Codes of Conduct

All coaches, officials, players, parents, supporters and spectators be it members or not will be bound by the Codes of Conduct of the Club and be held accountable for their actions as a representative of the Club.

19.2 Infringement

Any coach, official, player, parent, supporter or spectator infringing any Club Bylaw, League Bylaw or law of the game, or who by their action brings the game into disrepute, shall be dealt with as the Committee may think fit. This may include application of Clause 6 of the Bylaws of the Club.

Unless otherwise stipulated the Club shall give to the person whom a charge has been made, and any other person affected, three (3) clear days written notice of such charge and shall set out the matter or matters of such charge and a time and place appointed for a hearing.

Any charge under the Bylaw shall be heard and determined by the Committee, or by a Sub-Committee appointed, and such hearing and determination shall be valid notwithstanding the non-attendance of any party upon whom notice has been served.

Where a charge under this Bylaw has been found to be proved, the authority hearing the charge may inflict such punishment either by way of censure, fine, suspension or disqualification as it deems fit and shall duly notify all parties involved of their decision by way of a written formal letter.

The adjudication of the Committee or appointed Committee, as to whether a person's actions have brought the game into disrepute shall be final and binding upon and observed by all parties to such matter.

20. GRIEVANCE POLICY

For any grievance of a player or parent within a team of the Club refer to the ETBC Grievance Policy.

21. COACHES

21.1 Appointment of coaches

Division One and Two coaches will be appointment by the Committee. As per Clause 12 of the Constitution the Committee may delegate this Authority to a subcommittee.

Division Three to Seven coaches will be at the discretion of the Operations Manager.

Junior Coaches will be at the discretion of the Junior Coordinator.

All coaches will be ratified by the Committee before commencing in their roles.

21.2 Accreditation

All coaches will need to be accredited as per the League requirements.

Any costs incurred to achieve accreditation will be covered by the Club.

Any costs for accreditation above the required agreeable minimum level of accreditation shall be the responsibility of the individual.

21.3 Legal requirements

All coaches and officials, including any volunteers, working in the presence of children will be required to have a Department for Communities & Inclusion (DCSI) Working with Children check.

All costs associated with this clearance will be covered by the club.

22. TEAM SELECTION

All senior teams; Division 1 – 4, must be selected and posted on the clubhouse notice board and/or social media by Friday 10am for games that coming weekend. The exception to this is any twilight games where teams are not required to be posted prior to such a match. Senior teams; Division 5-7, Women's and Junior teams are not required to post teams as per clause 22.

Junior teams are required to adhere to the Junior Selection and Participation Policy in terms of team selection.

23. DON RICE FOUNDATION

23.1 Income

The Don Rice Foundation will receive 10% of all profits made through Social & Fundraising.

Alternatively, any donations directly made to the Don Rice Foundation will also be classified as income.

23.2 Expenditure

The use of the Don Rice Foundation monies will be based on the needs of the Junior Development Program and will need to ensure it meets the following objectives;

1. Improves multiple athletes;

2. Assists in athletes achieving higher levels of representation including but not limited to State and National duties;
3. Supports both coaches and players in developing and has the benefit of return service to the club for information and experience gained.

Monies used shall not fund individual athletes unless it is deemed appropriate by the Committee as a special circumstance.

24. EQUIPMENT

The Club shall provide all teams, Senior and Junior with the required equipment to play baseball. This will include;

1. Game Balls
2. Training Balls
3. Gear Bags (based on requirements but can include a gear bag, ball bag or bat bag)
4. Game Bat (multiple bats at the discretion of the Committee)
5. Set of Catcher gear, including a catcher's glove
6. First Base glove
7. First Aid Kit
8. Coaching Helmets

Items that can be requested for team issue are;

1. Fungo Bat

Items the Club shall not provide are;

1. Batting Helmets

The amount of equipment allocated will be at the discretion of the Committee and based on individual team needs, the current equipment management policy and the club's financial position.

25. VERSION CONTROL

Date	Clauses amended	Description of change	General Meeting Date
12.06.2019	All clauses amended	Full rewrite of the 2004 ETPBC Bylaws	12.06.2019