



SaberCat Diamond Club
Bylaws
A 501c3 Nonprofit Corporation
EIN 47-5250926

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Article I: Mission, Purpose, and Powers

Section 1.1 Name

The name of this organization is the Sabercat Diamond Club ("Club").

Section 1.2 Mission Statement

To further the Castle View High School Baseball experience, to provide support to the program, the coaches, and athletes as they provide a positive influence on the school, younger athletes, and the community. To achieve this mission, the Club will conduct its activities such that the physical and moral welfare of the participants shall remain paramount, and all matters of policy shall be determined on that basis.

Section 1.3 Nonprofit Purpose

This corporation is organized exclusively to promote the year-round Castle View High School Baseball program and foster amateur sports competition, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

The Club is organized and shall be operated as a non-profit organization. Support will include providing funds, encouragement, promotion, and assistance to the baseball program at Castle View High School. At no time will interference or influence be deemed a purpose of this club, but rather the club shall cooperate fully with the coaching staff in supporting baseball for our youth.

Section 1.4 Purpose and Powers

The Club shall be operated specifically for the charitable purpose of lessening the financial burden of the Castle View Baseball program and shall responsibly direct expenditures of the Castle View Baseball program in support of specific activities and/or capital improvements.

The Club shall have as its primary purpose the provision of volunteer services and funds to the Castle View Baseball program, including, but not limited to fundraising, promotion, marketing, and support that will enhance the stature of the Castle View Baseball program within the school and the community. Officers (Board Members), members-at-large, and/or Committees of the Board may execute the mission and responsibilities set forth in these Bylaws or as decided by members.

Section 1.5 Limitations of Power

Subject to the other provisions of these bylaws, the Club may do any and all acts that it deems necessary or proper to affect its purposes.

However, notwithstanding other provisions of these Bylaws, the Club shall not engage in any activity that is not permitted by: (a) a nonprofit organization under Colorado law; (b) Douglas County School District Policy; or (c) Colorado High School Activities Association policy.

Article II: Club Membership

Section 2.1 Membership

Membership in the Club is open to all parties interested in its purposes as set forth in these Bylaws. Each such person is referred to as a "Member" in these Bylaws. To be in good standing, and to be able to vote, a Member must be present at the meeting where voting takes place. Meetings will be primarily in person; however, virtual meetings may be employed, when necessary.

Members must be in good standing¹ to enjoy the rights, privileges, and responsibilities of the Club. A member not in good standing may not vote. Members are in good standing when they are current in their financial obligations to the Club and are in compliance with the Club's Bylaws, rules, policies and procedures.

The Club shall not discriminate on the basis of race, color, ethnic or national origin, ancestry, age, sex, gender, sexual orientation, gender identity and expression, religion, creed, political beliefs, or disability.

Section 2.2 Guarantees

Membership in the Club does not guarantee a spot on the team or guarantee playing time for a student athlete. Team rosters and playing time are solely at the discretion of the baseball coaching staff.

Article III: Officers

Section 3.1 Board of Directors Number

The Board of Directors shall consist of four (4) Officers, collectively known as "the Board" (or "Officers"). Executive Officers of the Club shall consist of the President, Vice President, Treasurer, and Secretary. Other voting Officers of the Board include the Coach Advisor, as well as two (2) additional members ("at large" members). A quorum constitutes the simple majority of the presence of the President, Vice President, Treasurer, Secretary, Coach Advisor, and at large members, if the latter positions are filled.

Section 3.2 Term of Office

Officers shall serve a twelve- (12) month term (June 1 through May 31) or until their successors are elected. If a successor has not been identified/elected, any vacancies shall be filled by the Membership of the Sabercat Diamond Club.

¹ Member has an active student-athlete on the team and are in financial good standing with the Club.

To hold an officer's position, the parent or guardian must have a student player in the program. In the effective year of these Bylaws only (2024), the Officers will serve from the date of formation until the next election of Officers during the May 2024 meeting.

Section 3.3 Compensation

Directors and Members shall serve without compensation.

Section 3.4 Authority

The Board shall have general supervision of the affairs of the Sabercat Diamond Club between its general membership meetings, shall fix the hour and place of such meetings, shall make recommendations to the general membership, and perform such other duties as are specified in these Bylaws.

Section 3.5 Voting

During general meetings of the Sabercat Diamond Club, any Officer or Member may make a motion, second a motion made, and vote on all motions that may affect the business or activities of the Club.

Each Officer and Member shall be entitled to one (1) vote on each matter submitted to a vote of members. Where a family is a member, each family can cast up to two (2) votes, representing the voice of each parent/guardian/adult caregiver in the student-athlete's household. are. All voting by members shall be in person, and there shall be no voting by proxy.

A simple majority of the membership present shall be required to enact or undertake action.

A majority vote at any meeting in which there is a quorum shall be required on any matter before the Board, except as may otherwise be required by law or these Bylaws. If there is no quorum at any meeting of the Board, the Officers present may adjourn the meeting until a quorum shall be present.

Article IV: Duties of Officers

Section 4.1 All Board Members

All Board Members shall conduct themselves in a manner consistent with the Club's mission and values; speak with candor, and be open, honest, and professional in their communications; promote the Club in all communications regarding the Club; attend and participate in Club events, attend Board meetings; and share fiduciary responsibility for the assets, finances, and investments of the Club.

Section 4.2 President

The President shall preside at all meetings of the Sabercat Diamond Club and shall be the spokesperson for the Club. The President shall coordinate the work of the Officers; will form and dissolve ad hoc Committees as necessary; and will present the annual budget to the Head Coach

and the Athletic Director. The President shall address infractions of Club rules and bylaws, as well as protests and grievances. The President also executes other necessary duties and functions as may become necessary in carrying out the functions of the organization.

Section 4.3 Vice President

The Vice President shall have such authority and perform such duties as may be delegated, permitted, or assigned from time to time by the President or Board, and in the event of the absence, unavailability or disability of the President, shall perform the duties and have the authority and exercise the powers of the President.

Section 4.4 Treasurer

The Treasurer shall receive and be accountable for all funds belonging to the Club; pay all obligations incurred by the Club when payment is authorized by the President; maintain bank accounts in depositories designated by the Treasurer; conduct annual audits and prepare tax returns; and render periodic financial reports.

The Treasurer shall keep an accurate record of receipts and expenditures for the Club and shall submit a report at all meetings. The Treasurer shall be responsible for developing an annual budget in collaboration and cooperation with the Board, members, and coaching staff. The annual budget shall be posted on the Castle View Baseball program's website or other public social media forum. The Treasurer shall also be responsible for reviewing and approving all outside reimbursements of the Membership (except his or her own). The President or delegate shall approve receipts and expenses from the Treasurer. The Treasurer is responsible for filing appropriate tax documents.

Section 4.5 Secretary

The Secretary shall record the minutes of all meetings of the Club, shall handle all correspondence, shall notify members of all general meetings and shall perform other duties as may be delegated by the other Officers. Such activities may include but may not be limited to: maintaining a file of the Club records including bylaws and meeting minutes; maintaining player and coach rosters; and, maintaining a calendar of important Club or Castle View Baseball program dates. The minutes of each meeting shall be reviewed and approved by all voting Members at the subsequent meeting and published, once ratified, on the Castle View Baseball program's website or other public forum.

In the absence of the Secretary, the minutes of all the meetings of the Board shall be recorded by such person as shall be designated by the President.

Section 4.6 Coach Advisor

The Coach Advisor provides counsel and guidance to the Club in any and all baseball-related matters. This position preferably shall be held by the Castle View High School Head Baseball Coach or delegate(s).

Section 4.7 Grievance Committee / Disciplinary Actions

If necessary, a Grievance Committee will resolve any written objection which is a grievance or a complaint. The Grievance Committee will consist of the President, Vice President, Coach Advisor and Secretary. The Committee will meet and discuss any grievance/complaint within two weeks of receipt.

Board Members shall have the authority to suspend, discharge, or otherwise discipline any Club Officer or Member whose conduct is in violation of these Bylaws, and/or is considered detrimental to the best interest of the Club. Persons subject to disciplinary action shall have the right to a hearing before the Board.

Section 4.8 Spending Authority

The Castle View Baseball coaches will submit their annual budget before winter training and once roster sizes have been determined by the coaching staff. Budgets must be approved by the Board. The Board will determine the payment schedule for registration fees and other fees as appropriate.

A minimum of two (2) competitive bids or statements of work are required to be submitted to the Board for any Program expenditures in excess of \$1,000 for review and approval or can be exempted by a vote of the Board.

The Board shall review and approve any expenditures in excess of 10% of the allocated approved annual budget amount.

Section 4.9 Books and Records

The Board and its Members shall keep correct and complete books and records, including that of its financial accounts (including budgets, ledgers, and financials) and minutes of the proceedings of the Board and each committee of its Board of Directors having any authority of the Board of Directors. Any books, records and minutes may be in written form or in any other form capable of being converted into written form within a reasonable time.

Article V: Election of Officers

Section 5.1 Nominations

Nominations for Officers shall be made each year in April, prior to the general meeting in May of the Sabercat Diamond Club. It shall be the duty of the Officers and Members to nominate two (2) candidates for each of the offices to be filled at the first meeting in May. Additional nominations from the floor at the May meeting shall be permitted before the election of new Officers shall commence.

Section 5.2 Election Date

Sabercat Diamond Club elections will be held during the general meeting in May. The offices outlined in these bylaws will be filled if a quorum is met and then by majority vote of the eligible membership.

Section 5.3 Assumption of Duties

All Officers will assume their positions after the May general meeting, beginning on June 1. The Officers will serve for a period of one (1) year. No member shall hold more than one office at a time, and no elected officer shall be eligible to serve more than two consecutive terms in the same office unless this requirement is waived if a quorum is met and then by majority vote of the eligible membership in May when Officers are be elected.

Section 5.4 Replacement of Directors

Whenever a vacancy exists on the Board, the vacancy will be filled by the appointment of a new director or officer by the President, subject to the approval of the Board and subject to the further requirement that the President and Board shall seek input as it determines is appropriate with respect to the filling of such vacancy from the members of the Baseball Boosters Club. Any person appointed to fill a vacancy on the Board of Directors will hold office for the unexpired term of their predecessor in office.

Section 5.5 Liability of Officers and Members

The Officers and Members of the Club will not be personally liable for the debts, liabilities, or other obligations of the Club.

Section 5.6 Resignation

Any Officer may resign at any time by written notice to the Board. Any such resignation shall take effect at the date of receipt of such notice or at such other time as may be specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5.7 Removal

Any Directors may be removed from office by a three-fourths vote of a quorum, excluding the vote of the Director being considered for removal, at any regular or special meeting of the membership of the Club. Notice of the proposed removal of an Officer must be given to such Officer prior to the date of the meeting at which such removal is to be voted upon. Such notice to the Officer must state the cause for the proposed removal.

Unexcused absences from two consecutive meetings of the Board may be cause for the removal of an Officer.

Section 5.8 Vacancy

Any vacancy occurring on the Board by reason of death, resignation, or removal of an Officer shall be filled by any active member in good standing (as described in Article II, Section 2.1 of these By-Laws) appointed by the President. Such appointment shall serve during the unexpired term of the Officer whose position has become vacant.

Article VI: Meetings

Section 6.1 Cadence

Meetings shall be held once each calendar quarter. The quarterly meeting shall be held on the first Tuesday of each quarter at 6:30 PM or as voted upon by the membership. If the quarterly meeting – or any scheduled meetings of the Board – must be adjusted, notification of the new date/time will be shared with the Membership and posted prominently, and at the earliest reasonable time, to the Castle View Baseball program’s website.

Section 6.2 Location

Physical Meeting

Meetings shall be held at the Castle View High School or at other locations (within a 10-mile radius of the Castle View High School) as designated from time to time by resolution of the Board of Directors.

Virtual Meeting

Any Officer, or a member of any committee designated by the Board, may participate in, and hold a meeting of the Board of Directors, or such committee, by virtual means or teleconference where all persons participating in the meeting can hear each other. Participation in a meeting by such means shall constitute presence in person at the meeting. The date, time, and location (physical and/or virtual), as well as proposed agenda, of all meetings shall be posted prominently, and at the earliest reasonable time, to the Castle View Baseball program’s website.

Section 6.3 Special Meetings

Special meetings of members may be held for any purpose unless otherwise prescribed by law or by the Articles of Incorporation or by these Bylaws and may be called by the President, or upon request of at least three members of the Board of Directors. A special meeting of the Officers and/or general membership can be called within three (3) days’ notice for Officer meetings and five (5) days’ notice for the Membership. Notices of special meetings shall be posted on the Castle View Baseball program’s website or other public forum within four (4) days’ notice of Member meetings.

Section 6.4 Minutes

Meetings Minutes shall be kept of the proceedings of any meeting of members. The minutes of each meeting shall be reviewed and approved by all voting Members at the subsequent meeting and published, once ratified, within 48 hours of approval on the Castle View Baseball program’s website or other public forum.

Section 6.5 Parliamentary Authority

Robert's Rules of Order Revised shall be followed for all meetings. If the President is unavailable for the meeting, the Vice President shall chair the meeting. If the Vice President is unavailable, the Secretary will chair the meeting. If the President, Vice President and Secretary are all unavailable, the meeting will be held at a later date as determined by the Membership.

Article VII: Committees

Section 7.1 Standing Committees

The Sabercat Diamond Club may have committees as required. They may include but are not limited to:

- Community Outreach and Volunteerism
- Concessions
- Facilities
- Fundraising
- Spirit/Team Building
- Technology

Section 7.2 Chairmanship of Committees

Chairmanship of a committee will be on a volunteer basis or as appointed by the Board and voted upon by the Membership. The position of chairperson for a committee will be for one year.

Article VIII: Gifts and Contributions

Section 8.1 Gifts and Contributions

The Board may accept, on behalf of the Sabercat Diamond Club, any contribution, gift, bequest, or devise of any type of property ("donations") for the general and special charitable purposes of the Club on such terms as the Board will approve.

Article IX: Amendments and Dissolution

Section 9.1 Amendments

Amendments to these bylaws may be submitted by any Officer or Member of the Club and shall be voted upon at the general meeting in May of each year. Any amendment receiving a majority vote shall be incorporated into the bylaws.

Section 9.2 Dissolution

The Athletic Director in his or her sole and subjective discretion may dissolve this Club. In the event of the dissolution of this organization, the assets of the Club, after all outstanding debts have been paid, shall be donated to Castle View High School for the purpose of supporting the Castle View Baseball program.

Article X: Bylaw Administration

Section 10.1 Annual Review

Bylaws will be reviewed, revised if necessary, and approved by the Board on an annual basis at the general meeting in May.

Section 10.2 Revision History

Version	Author	Approval
November 2023 V.1.1 Initial Draft	Mindy Scott	Approved by the Sabercat Diamond Club Board November 30, 2023, by a majority vote of a quorum