

BY-LAWS
GRAND BLANC GLADIATORS TRAVEL BASEBALL, INC.

MISSION STATEMENT

The mission of the Grand Blanc Gladiators Travel Baseball, Inc. is to organize and maintain recreational athletics (Youth Baseball) in an instructional nature, all while teaching how to be a positive part of a team, enhance baseball skills, have respect for others, sportsmanship, and self-discipline. We will provide a healthy learning environment for our youth to learn and play the game of baseball.

ARTICLE I

Section 1. Name.

The name of the organization is Grand Blanc Gladiators Travel Baseball, Inc.
The Grand Blanc Gladiators Travel Baseball, Inc. (Organization) will forever exist as a nonprofit Organization.

Section 2. Registered Office.

The Registered Office for the Organization shall remain with the home address of the President of the Organization.

Section 3. Purpose of Organization:

The Organization is organized exclusively for the purpose of operating and maintaining a youth baseball program; the program is recreationally based and educational in nature. This provision includes the making of charitable distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE II: MEETINGS

Section 1. Place of Meetings.

Meetings of the Grand Blanc Gladiators Travel Baseball, Inc. shall be held at any place (within the State of Michigan) the President or Board Members may select from time to time.

Section 2. Normal Meetings.

Normal meetings will be held monthly as directed by the President or Board Members.

Section 3. Special Meetings.

Special meetings may be called by the President or by a majority of the Board Members.

Section 4. Notice of Meetings.

A written or printed notice of each meeting, stating the place, date and hour of the meeting, and in case of a special meeting the purpose or purposes shall be given by the Secretary of the Organization or the person authorized to call the meeting, to each member of record entitled to vote at the meeting. This notice shall be sent at least seven (7) days before the date of the meeting (unless a greater period time is required by law in a particular case) to each member by any of the following means of communication

not limited: United States mail, by telephone, email, organization website, or to his/her contact information appearing on the books of the Organization.

Section 5. Waive of Notice.

A member, before or after the meeting, may waive notice of the meeting. His/her waiver shall be deemed equivalent of giving notice. Attendance at an Organization meeting, either in person or by proxy, of a person entitled to notice shall constitute a waiver of notice of the meeting unless he/she attends for the express purpose of objecting to the transaction of business on the ground that the meeting was not lawfully called or convened.

Section 6. Voting Rights.

Subject to the provisions of the law of the State of Michigan, each Board Member or proxy registered with the Organization is entitled to one vote. Board members in good standing must attend at least 51% of meetings per year from August to July in order to vote on issues presented.

Section 7. Proxies.

A Board Member entitled to vote may vote in person or by proxy executed in writing to the Organization President.

Section 8. Quorum.

The presence, in person or by proxy, of the members of a majority entitled to vote shall constitute a quorum at the meetings. At a duly organized meeting, members present can continue to do business until adjournment even though enough members withdraw to leave less than a quorum.

Section 9. Adjournments.

Any meeting of members may be adjourned. Notice of the adjourned meeting or the business to be conducted there, other than by announcement at the meeting, at which the adjournment is taken, shall not be necessary. At an adjourned meeting at which a quorum is present or represented, any business may be conducted which could have been conducted at the meeting originally called.

Section 10. Informal Action by Members.

Any action that may be taken at a meeting of the Organization may be taken without a meeting if consent in writing setting forth the action shall be signed by all of the members. This consent shall have the same effect as a unanimous vote at an Organization meeting.

ARTICLE III: EXECUTIVE OFFICERS / BOARD MEMBERS

Section 1. Officers/Executive Board.

The Executive Officers of the Organization shall be elected by the registered voters of the Organization and shall consist of a President, Vice President, Treasurer, Secretary, and Baseball Director. Other officers, assistant officers, agents and employees that the Organization from time to time may deem necessary, may be elected by the Board Members or appointed in a manner prescribed by the Board. The Executive Officers shall constitute the Executive Board. The Executive Board shall be responsible for the operation of the Organization and have all powers of the Organization. The Executive Board shall meet as necessary.

Section 2. Vacancies.

When a vacancy occurs in one of the Executive Offices by death, resignation or otherwise, it shall or not be filled by the same due process as outlined in Section 1.

Section 3. Elections & Terms of Office.

Organization Executive Officers will be elected for a two-year term of office beginning on January 1 of the year after their election. Elections will be held at the last regularly scheduled meeting of the year with President, Treasurer, and Baseball Director being elected in even numbered years (years ending in 0 are considered even years) and Vice-president and Secretary being elected in odd numbered years. In the event a vacancy is created in another office as a result of the election of officers the vacancy will be filled in accordance with established procedures and the newly elected officer will serve the balance of the term of the vacating officer. Executive Board members may be elected for a maximum of two consecutive terms. Each Executive Board position may only be held once by an individual. Executive Board members may hold other positions of the Executive Board so long as their terms do not overlap. Only one Board position may be held at a time.

Section 4. Removal of Officers and Agents.

An Officer or Agent of the Organization may be removed by a majority vote of the Organization whenever in their judgment the best interests of the Organization will be served by the removal. The removal shall be without prejudice to the Officer or Agent. An agent shall include, but is not limited to the following: Managers, coaches, board members, board appointees, or employees of the organization.

Section 5. President: Powers and Duties.

The President shall be the chief executive officer of the Organization and have general supervision of the Organization. He/she shall preside at all meetings and discharge the duties of a presiding officer, shall present to the members at the first meeting following the end of the fiscal year a report of the business of the Organization for the preceding year, and shall perform whatever duties the Organization may from time to time prescribe.

Section 6. Vice-President: Powers and Duties.

The Vice-president shall, in the absence or disability of the President, perform the duties and exercise the powers of the President. He/she shall perform whatever duties and have whatever powers the Organization may from time to time assign him/her. He/she shall not, however, serve as President of the Organization unless the members elect him/her to that capacity by a duly called meeting for said purpose.

Section 7. Secretary: Powers and Duties.

The Secretary shall attend all meetings of the Organization and shall keep or cause to be kept a true and complete record of the proceedings of those meetings. He/she shall give, or cause to be given, notice of all meetings of the Organization and shall perform whatever additional duties the Organization and the President may from time to time prescribe. The Secretary shall be responsible for maintaining the rolls of membership, as well as tracking attendance at all official Board meetings.

Section 8. Treasurer: Powers and Duties.

The Treasurer shall have custody of the Organization funds and securities. He/she shall keep accurate accounting of all receipts and disbursements and shall deposit all Organization monies and other valuable effects in the name and to the credit of the Organization in a depository or depositories designated by the Executive Officers and/or the Board. He/she shall disburse the funds of the Organization and shall render to the President, whenever he/she may require it, an account of his/her transactions as Treasurer and of the financial condition of the Organization.

Section 9. Baseball Director: Powers and Duties.

The Baseball Director shall plan, administer, and direct the Organization's baseball activities and interprets and participates in formulating the Organization's policies and procedures. He/she may recommend for the recruiting, employment, evaluation and/or discharge of managers, coaches or other employees with consultation of the Board. He/she may plan and/or coordinate activities of the coaching staff or serve as Tournament Director and Umpire-in-Chief of any activities as designated by the Board.

Section 10. Delegation of Duties.

Whenever an officer is absent or whenever for any reason the Executive Board may deem it desirable, the Board may delegate the powers and duties of an officer to any other officer or officers.

Section 11. Board Membership and Board Size.

Membership to the Board shall occur by nomination from an existing member and subsequent approval by a majority of the Board. Any Board or Executive Board members will be automatically removed from all voting privileges upon absence from six (6) consecutive meetings.

Section 12. Distributions and Activities:

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, intervene in (including the publishing or distribution of statements) a political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt of federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE IV: EXECUTIVE BOARD ACTS

Section 1. Execution of Written Instruments.

The President or Vice-President shall execute contracts, deeds, documents and instruments unless the Executive Board shall, in a particular situation, designate another procedure for their execution.

Section 2. Signing of Checks and Notes.

An officer or officers shall sign from time to time a check, drafts, notes and/or demands for money as designated by the Executive Board. In the event that no designation is made by the Executive Board, checks, drafts, notes and demands for money may be signed by any two (2) officers.

ARTICLE V: CONDUCT OF MEETINGS

All meetings shall be conducted in accordance with procedure as set forth in Robert's Rules of Order. In the event of a deadlock on any issue, the meeting shall be adjourned for not less than seven (7) days and not more than fourteen (14) days, the parties shall agree on the organization President to cast the deciding vote at the next meeting.

ARTICLE VI: AMENDMENTS

The power to amend or repeal by-laws or to adopt a new code of by-laws is reserved to the Board Members, the affirmative votes of members of not less than three-fourths (3/4) in number of the total number of voting rights issued and outstanding being necessary to exercise that power.

ARTICLE VII: DISSOLUTION OF ORGANIZATION

Upon dissolution of the Organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

By appropriate Resolution, these by-laws were adopted on September 18, 2012,
By: Kurt Schutt, President
Grand Blanc Gladiators Travel Baseball, Inc.

By appropriate Resolution, these by-laws were amended on December 17, 2014,
By: Kurt Schutt, President
Grand Blanc Gladiators Travel Baseball, Inc.

By appropriate Resolution, these by-laws were amended on January 23, 2022, By: Ben Taylor,
President Grand Blanc Gladiators Travel Baseball, Inc.