

DYB Inc.

Bylaws

Revised August 2022

DYB, Inc. ("DYB") is a non-discriminatory community-based baseball organization which aims to promote fair play for all participants through the uniform adherence to DYB Official Rules, Policies & Regulations. DYB, Inc. is fully committed to equal opportunity and abides by all applicable Federal, state and local laws pertaining to nondiscrimination and fair practices. DYB, Inc does not and shall not discriminate on the basis of race, color, religion, ethnicity or disability.

Article I: Name and Location

Section 1. The name of this corporation shall be DYB, Inc. (the "Corporation").

Section 2. The principal office of the registered agent of DYB, Inc. shall be located at Clemson, SC.

Section 3. Other offices for the transaction of business shall be located at such places as the Board of Directors may from time to time determine.

Article II: Board of Directors

Section 1. Number and Qualifications

(a) The business and property of the corporation shall be managed by a Board of Directors comprised of the incorporators, life members elected by the Board, the President, Commissioner, Treasurer and a State Director and eligible National Directors from each state and a Regional Director and one eligible National Director from each region.

(b) **States** –Any individual state which franchises at least one hundred and eighty (180) total teams in all divisions shall be designated a state and entitled to four directors as outlined in Section 1(a) above. Any existing state which franchises less than one hundred and eighty (180) total teams in all divisions for three consecutive years will be assigned to designate a region and entitled to a Regional Director and one National Director.

(c) Regions

Group of States - Any group of states which franchises at least 180 total teams in all divisions shall be designated a region by the Commissioner and shall be entitled to two directors as outlined in Section 1(a) above. Any group of states, organized as a region, which franchises less than one hundred and eighty (180) total teams in all divisions for three consecutive years, will be assigned to a state organization.

Individual State - Any new state which franchises at least one hundred (100) total teams in all divisions shall be designated a region by the Commissioner and shall be entitled to two directors as outlined in Section 1(a) above. Any new state, organized as a region, which franchises less than one hundred and eighty (180) total teams in all divisions for three consecutive years, will be assigned to a state organization.

(d) All members of the Board of Directors, except Honorary Life Members and Retired Board Members, have a vote in all matters pertaining to the business, property, and management of the corporation in all of the deliberations of the regular and special meetings of the Board of Directors.

(e) The Board of Directors may grant, by majority vote, Retired Board Member status to any person who has served as a member of the Board of Directors for fifteen (15) years or more. All Retired Board Members will be invited to the World Series each year for five consecutive years beginning the year after they leave the Board. All Retired Board Members will be given World Series game passes and shall be invited to all social events sponsored by the World Series host. DYB Inc. will reimburse the World Series host for social event costs for Retired Board Members. Retired Board Members must notify the National DYB office at least 30 days prior to the World Series if they plan to attend.

(f) The Board of Directors may grant, by majority vote, Honorary Lifetime Member status to any person who has served (15) or more years as President or Commissioner of the National DYB program. Such persons shall serve in the same capacity as elected National Directors except that they shall not be entitled to vote on any matters coming before the National Board of Directors. They shall be granted the same privileges, rights, per diem, etc. as are granted to National Directors.

(g) To be eligible for nomination, election or appointment to any official position in DYB, Inc., a person shall:

- (1) Be of good moral reputation;
- (2) Has no record of conviction of any felony or of any crime of moral turpitude;
- (3) Has served in any prior year as a local, district, state or national official of DYB, Inc.;
- (4) Not be eligible to serve in more than one official position in DYB, Inc., above the district level, at the same time, except as provided in these bylaws;
- (5) Not participate in any other organized baseball program, above the district level, with the exception of school and church leagues or other baseball programs affiliated with DYB, Inc., which operates in more than one state;

(6) Enter into no personal or business venture that can, in any way, be considered or viewed as a conflict of interest (including, but not limited to, activity such as acting as a representative of those companies listed as "Official Suppliers" or manufacturers of DYB, Inc. approved equipment or fundraising materials or products);

(7) Not seek personal financial gain from the use of the person's position within the organization or through the use of the name or emblem of DYB, Inc.

(8) Furnish a written statement to the President accepting any position above the district level and agreeing to fulfill all duties and responsibilities of the office for which the person has been nominated, as outlined in the Bylaws, including attendance at all meetings; agree to serve without personal remuneration except for reimbursement of out-of-pocket expenses incurred in the performance of the duties of the position and expense allowance determined annually by the Board while in attendance at the annual meeting of the Board and during the DYB World Series, providing the member is performing required duties.

(9) Not have been removed from the National Board of Directors for any reason.

Section 2. Election and Term of Office

(a) With the exception of the incorporators, life members, and voting ex officio members, all members of the Board of Directors shall be elected by the affiliated leagues in their respective states.

(b) All elected members of the Board of Directors shall reside within the state they represent in the year elected or re-elected except for current members of the Board as of October 1, 2008.

(c) State organizations may choose a process to ensure that leagues are equally represented geographically throughout their state by their National Directors. *Note: This may involve the nomination process of the election procedure of the National Director whereby no more than two (2) are elected from one (1) geographical area of a state. Any process chosen by a state organization must meet the approval of the President and Commissioner of DYB, Inc.

(d) An authorized representative of each franchised league is entitled to cast one vote in all elections held for each director representing its state. An authorized representative of a league is the league president or a person designated in writing by the president who is an active official of the league.

(e) Individuals seeking election to the DYB, Inc. Board of Directors as a state or national director representing their state or a regional director or a national director representing their region must be nominated by the President of a local league holding a current franchise with the Commissioner's Office, DYB, Inc. This nomination letter, addressed to the President, DYB, Inc., should state the individual's qualifications and must be signed by the local league's President. This nomination must be mailed on or before May 15.

(f) The nomination process for an incumbent board member desiring to continue serving in their respective position will be a letter or email from the board member to the President, DYB, Inc., stating their desire to continue serving. These nominations must be mailed/emailed to the President, DYB, Inc. on or before April 1.

(g) Incumbent Board Members and nominees for positions on the DYB National Board of Directors that do not have a current completed DYB background check on file with DYB as prescribed in Appendix A, must do so as a condition of eligibility for nomination.

(h) The nominations for state and National Directors by currently franchised leagues shall be emailed or mailed to the President of DYB, Inc. on or before May 15 of the year in which:

(1) the director's term expires, or

(2) a special election is held to elect and qualify a successor to serve the unexpired term of any director due to his death, resignation, disqualification, or removal.

(i) The President or a National Director designated by him shall conduct contested elections of members of the Board of Directors by electronic online ballots. Each nominee shall bear the cost of mailing any campaign materials to the franchised leagues for the purpose of soliciting votes.

(j) A link to an online ballot for contested state or national director elections will be emailed to each league at their current email address on record with the National Office prior to June 1. The deadline for returning the ballot is June 10. Each league shall access their ballot, mark the ballot and electronically submit their ballot via the internet. Votes will be tabulated by online balloting software which does not disclose how each league votes but tabulates the total votes received by each candidate. If there are more than two candidates for a position the President of DYB Inc. will review the results after the ballot deadline is reached. If one candidate has a majority of the votes cast in the election no further action is required. If there is not a majority the President of DYB Inc. will conduct a runoff election between the two candidates with the most votes in the first election and will send out a new electronic online ballot to each league to vote in the runoff election in the same manner as described above. Results of all elections will be announced by mail no later than one week after the DYB World Series.

(k) When there are two or more nominees, the President shall declare the nominee elected who receives the majority of votes cast.

(l) If no one nominee receives a majority of the votes cast on the first ballot, a run-off election between the two nominees receiving the most votes on the first ballot shall be conducted in the same manner as the original election.

(m) When there is only one nominee for any director's position, the President shall declare that the nominee is elected.

(n) Each national and State Director shall serve a term equal to the total number of eligible national board members allowed his/her state for representation on the National Board of Directors.

(o) The director's term commences on October 1 of the year following elections and terminates on September 30; but a director shall continue in office until his successor has been duly qualified and elected. In special elections to fill a vacancy for an unexpired term of a director, the new director shall take office immediately.

(p) If a state or National Director does not attend at least three annual board meetings through the adjournment of all meetings during his/her four-year term, they will not be eligible for re-election. Exception: Excused absences for family or medical reasons will not apply to this requirement.

(q) Vacancies on the Board may be filled by the remaining members of the National Board from each respective state with such appointment to be effective until the next regular or special election within the state.

Section 3. The Board of Directors may establish as many standing and special committees as it considers necessary. When the Board is not in session, the Executive Committee may authorize special committees as it considers necessary.

Section 4. All officers of the corporation, except the President, Treasurer and Commissioner, shall be elected by the Board of Directors from among the current national board members serving on the Board of Directors. (See Article IV – Section 8).

Section 5. All proposed and adopted rule and policy changes shall be emailed to all DYB officials and leagues and posted on the DYB national website. Proposed changes shall be emailed prior to July 1 and adopted changes shall be emailed prior to October 1, annually.

Article III: Meetings

Section 1. The annual meeting of the Board of Directors shall be held at the site of the DYB World Series beginning on Monday of World Series Week.

Section 2. Special meetings of the Board of Directors may be called by the President or by any six members of the Board. Special meetings may be via telephone conference call. By unanimous consent, these meetings may be held without notice.

Section 3. Notice of special meetings, except as provided in Section 2 of this article, shall be emailed to each director by the Secretary at least fifteen (15) days previous to the time fixed for the meeting. All notices of special meetings shall state the purpose thereof. Only that business, as is stated in the notice, may be considered at that meeting.

Section 4. A quorum for the transaction of business at any regular or special meeting of the directors shall consist of one more than half the voting members of the Board; but a majority of those present at any regular or special meeting shall have the power to adjourn the meeting to a future time.

Section 5. Any member of the Board may request a paper ballot on any motion presented to the Board for a vote. On any Board vote taken by a paper ballot during an annual meeting or any special meeting of the Board; all ballots will be counted by three Board members appointed by the President. The results of the vote including the vote count shall be announced and recorded in the minutes of the meeting.

Section 6 During any special meeting by telephone conference call of the Board, any motion voted on by the Board will be by electronic ballot. Electronic voting will be available for 24 hours after the meeting is adjourned. The results of the vote including the vote count will be forwarded to the Board. The ballots will be retained for a period of one year.

Article IV: Officers

Section 1. The officers of this corporation shall be a President, Vice-President, Secretary, Treasurer, Commissioner, and Deputy Commissioner.

(a) Each officer shall be elected for a term of three years and shall hold office through the completion of the DYB World Series in the year their successor(s) are elected and qualified. All officers, except the President, Treasurer and Commissioner, shall be either elected National Board Members or voting lifetime members of the National Board.

(b) Officers shall serve without compensation.

(c) Any officer may be elected to serve concurrently as Treasurer.

(d) The President shall conduct contested elections of officers by paper ballot. The Vice-President shall conduct contested elections for the office of President. All contested elections for officers shall be held as the last board agenda item, immediately before the adjournment of the annual board meeting.

(e) Vacancies due to death, resignation, removal from office or failure to be re-elected to the National Board of Directors shall temporarily be filled, where not otherwise provided in these bylaws, by a majority vote of the Executive Committee. Such appointee(s) shall serve until the next annual meeting where an election will be conducted to fill the unexpired term of office.

Section 2. The President is charged with enforcing the provisions of these bylaws. His duties include but are not limited to the following:

(a) presiding as Chairman of all meetings of the Board of Directors;

(b) appointing all committee members and committee chairman to special and standing committees and specify the number of committee members, unless otherwise provided in these bylaws;

(c) accepting nominations and conducting elections for all State and National Directors;

(d) presiding as Chairman of all meetings of the Ethics Committee, unless he is accused of a violation of the Code of Ethics;

(e) presiding as Chairman of all meetings of the Executive Committee;

(f) ensuring that the Constitution and Bylaws of each state organization is not in conflict with the national bylaws;

(g) representing DYB Inc. at all official functions which he may attend;

(h) making an annual report to the Board of Directors and such other reports as he may consider necessary;

(i) presenting bids to host the DYB World Series to the Board of Directors for consideration;

(j) signing contracts and other legal documents executed on behalf of DYB Baseball, Inc;

(k) promoting public relations activities for the DYB program;

(l) approving all facilities, functions, and agendas for use or in connection with the annual board meeting;

(m) serving as an ex-officio member of all committees; and,

(n) performing such other duties as may be placed upon him by the Board of Directors.

Section 3. The Vice President shall perform the duties of the President in the absence or disability of the President or when the office of President is vacant. He shall serve as Chairman of the Ethics Committee in cases where the President is accused of a violation of the Code of Ethics. He shall perform such other duties as may be placed upon him by the Board of Directors.

Section 4. The Secretary shall have charge of all corporate books, records, and papers; maintain custody of the corporate seal; attest with his signature all contracts of the corporation; and perform all other duties incidental to this office. He shall perform such other duties as may be placed upon him by the Board of Directors.

Section 5. Treasurer

(a) The Treasurer shall serve as the chief administrative officer of the corporation;

(b) The Treasurer shall maintain a general investment fund and have custody of all money, certificates of deposit and other securities of the corporation for the general operating fund and the supply center operating fund. The scholarship fund assets shall be maintained by the Scholarship Committee Chairman. The Treasurer shall give bond in such sum, and with such sureties, as the Board of Directors may require, conditioned upon the faithful performance of this office.

(c) The Treasurer is authorized to sign checks, transfer funds and invest funds which are held in the general operating fund, the supply center operating fund and the scholarship fund.

(d) The Treasurer shall require each fund custodian to keep regular books of account and shall submit them, together with all vouchers, receipts, records and other papers, to the Board of Directors for their examination and approval.

(e) The Treasurer shall sign contracts and other legal documents executed on behalf of DYB, Inc;

(f) He shall perform all such other duties incidental to this office including the employment of personnel, and any other duties as may be placed upon him by the Board of Directors.

Section 6. The Commissioner is charged with enforcing the rules and regulations under which leagues and teams play. His duties include, but are not limited to, the following;

- (a) serving as the ultimate arbiter in any dispute or protest concerning the rules and regulations of DYB, Inc.;
- (b) serving as the chief operating officer of the corporation;
- (c) authorizing all actions necessary to discharge the duties of his office;
- (d) representing DYB Inc. at all official functions which he may attend;
- (e) coordinating and promoting public relations activities for the DYB program;
- (f) coordinating and approving all playing field facilities, functions and agendas in connection with the DYB World Series;
- (g) making an annual report to the Board;
- (h) accepting bids from groups bidding for rights to host the DYB World Series; and,
- (i) performing such other duties as may be placed upon him by the Board of Directors.

Section 7. The Deputy Commissioner is charged with assisting, as directed by the Commissioner, in the enforcement of the rules and regulations under which leagues and teams play. His duties include, but are not limited to, the following:

- (a) performing the duties of Commissioner in the absence or disability of the Commissioner or when the office is vacant;
- (b) representing DYB at all official functions which he may attend;
- (c) serving as a Tournament Director for any DYB World Series as appointed by the Commissioner; and,
- (d) performing such other duties as may be placed upon him by the Board of Directors.

Section 8. The President, Treasurer and Commissioner shall be voting members of the Board of Directors so long as they serve in such capacity. A person shall not hold the position of national or State Director concurrently while serving as Commissioner or President.

Section 9. The Commissioner shall serve as a nonvoting member of the Rules Committee, the Equipment Specifications Committee, the World Series Requirements Committee, and such other committees to which he may be appointed by the President.

Article V: Committees

Section 1. Executive Committee

The officers shall serve as an Executive Committee which shall be empowered to conduct business of the corporation between National Board meetings. This committee shall make decisions in the best interest of the corporation and such decisions shall be subject to review and approval of the National Board at its next regularly scheduled or special called meeting. The Executive Committee shall be charged with recommending the official calendar for board approval and developing long-range strategic plans for the organization. The President shall serve as Chairman of the Executive Committee. The committee shall meet as deemed necessary by the Chairman or any three members of the committee, but a maximum of four meetings per year shall be held, unless emergency conditions are declared creating the need for additional meetings beyond the maximum. Minutes of all Executive Committee meetings shall be recorded by the Secretary and submitted by mail to each member of the Board of Directors no later than two weeks following each meeting of the Committee.

Section 2. Committees

(a) The following committees shall be appointed for a term of one year:

Finance	Safety & Equipment
Insurance	Scholarships
Policy	WS Min Requirements
Rules	WS Umpires

(b) **Policy Committee**

(1) The President shall appoint eleven members to the Policy Committee composed of one representative from each state.

(2) The President shall appoint the chairman of the Policy Committee who shall not vote except to cause or break a tie.

(3) The Policy Committee shall review proposed changes to DYB regulations and proposed changes to the DYB Bylaws which are submitted to the Deputy Commissioner on or before June 1 annually from leagues and DYB officials

and shall make a recommendation at the Annual Meeting to the Board of Directors to either approve or reject the adoption of each proposed rule change.

(4) The Policy Committee may also recommend approval of other proposed regulations or changes to the DYB bylaws including editorial changes submitted to the Policy Committee by the Commissioner or Executive Committee and any other policy changes which are discussed in the Policy Committee and passed by a majority vote.

(5) All other proposed playing rules and tournament rules must be brought up under new business for consideration as specified in Article XI Section 3.

(c) **Rules Committees**

(1) The President shall appoint eleven members to the Rules Committee composed of one representative from each state.

(2) The Deputy Commissioner shall serve as chairman of the Rules Committee and shall not vote except to cause or break a tie.

(3) The Rules Committee shall review proposed playing rule and tournament rule changes which are submitted to the Deputy Commissioner on or before June 1 annually from leagues and DYB officials and shall make a recommendation at the Annual Meeting to the Board of Directors to either approve or reject the adoption of each proposed rule change.

(4) The Rules Committee may also recommend approval of other proposed playing and tournament rules changes including editorial changes submitted to the respective Rules Committees by the Commissioner or Executive Committee and any other rule changes which are discussed in the respective Rules Committees and passed by a majority vote.

(5) All other proposed playing rules and tournament rules must be brought up for consideration under new business as specified in Article XI Section 3.

Article VI: Scholarship Fund

Section 1. A college, trade, junior college or other post high school educational scholarship fund shall be established by the Board of Directors.

Section 2. The scholarships shall be awarded by the Board of Directors under such rules and conditions as it may determine; provided, however, that only those who participated in the program of the corporation who are in need of financial assistance shall be eligible.

Section 3. Any scholarship awarded in the state during a year in which an active member of the Board of Directors from that state has died shall be awarded in honor and memory of that board member for that year only.

Section 4. Children of members of the Board of Directors and the officers of the corporation shall not be eligible for a scholarship.

Section 5. The chairman of the Scholarship Committee shall have custody of all funds and shall make all disbursements. He shall furnish bond in such amounts as may be directed by the Board of Directors and is authorized to invest all scholarship funds in accord with the laws of South Carolina.

Section 6. The deadline for scholarship applications shall be March 1 and an announcement of scholarship recipients shall be made no later than May 1.

Article VII: Finance

Section 1. The Board of Directors shall develop a written financial plan comprised of policies and procedures adopted to administer all financial matters of DYB, Inc.

Section 2. The President shall appoint a finance committee composed of eleven members of the Board of Directors, one member from each state, to administer the financial plan of DYB, Inc.

Section 3. The financial plan shall include, but not be limited to, provisions for the following:

(a) A franchise fee shall be assessed each league affiliating itself with DYB, Inc. The franchise fee shall be determined by the Board of Directors. It shall be assessed on a per team basis and shall be the same amount for each team within each division, without exception.

(b) All directors and officers shall serve without compensation; but they shall be reimbursed for all authorized expenses incurred in the performance of their official duties. Authorized expenses shall be specified in a written travel and expense policy adopted by the Board of Directors.

(c) The Board of Directors shall adopt a written investment policy for DYB, Inc. funds.

(d) The Board of Directors shall adopt an annual operating budget for the forthcoming fiscal year at the annual Board meeting.

(e) The fiscal year of DYB, Inc. shall begin on October 1 and end on September 30.

Section 4. National officers' expenses to local league tournaments and other local functions shall be at the expense of the inviting league.

Section 5. DYB will invite a maximum of forty-four (44) winning District Directors (a maximum of four (4) from each state) to attend the Division I or II DYB World Series of their choice to support a team from their district. The Commissioner may approve an additional director from a state upon the request from the State Director if the total directors attending does not exceed forty-four (44).

(a) If a winning District Director declines the invitation to attend the World Series, the state organization may appoint a substitute from the state board of directors who shall be authorized to attend in the winning District Director's absence. Each winning District Director or substitute who attends the Majors, "O"Zone, AAA or AA World Series shall be entitled to the same expense reimbursements granted to national board members until their team is eliminated from World Series competition.

(b) Any District Director that attends the World Series for AA, AAA, Majors or "O"Zone that does not stay for the second game of his or her state that is playing in the tournament will not get full compensation for travel. If the Director has an emergency, the Commissioner must approve the absence or his mileage will be prorated or adjusted.

Section 6. District Directors who choose to attend a World Series not held concurrently with the DYB Annual Meeting will be asked to work in the Series. If a state does not send a winning District Director or substitute to a World Series not held concurrently with the DYB Annual Meeting, the Commissioner may ask the state to appoint one (1) DYB official from its state to work in a non-concurrent World Series as needed. Directors who work in a World Series not concurrently held with the DYB Annual Meeting shall be entitled to the same expense reimbursements granted to national board members who attend the DYB annual meeting.

Section 7. Franchise Renewal Deadline

(a) The deadline for leagues renewing their franchise privileges shall be April 1 provided that any franchise renewals and fees forwarded by mail which are postmarked on or before the deadline date by the United States Postal Service shall be treated as received on that date, and further, when the deadline falls on a United States legal holiday or Sunday, the next calendar day shall be the deadline for filing.

(b) Any league failing to meet this deadline must pay a "penalty" fee of \$50.00 in order to be granted tournament rights. This fee will be applied to the Scholarship Fund. There will be no exceptions.

Article VIII: World Series Tournaments

Section 1. The Corporation shall conclude its baseball program each year with tournaments in the 8U, 10U and 12U age classifications. These tournaments in each age classification shall be known as the DYB World Series, hereinafter referred to as the World Series.

Section 2. Division I/Division II Tournaments - World Series tournaments shall be held for two levels of competitive play known as Division I for larger leagues and Division II for smaller leagues.

(a) Each state, at its option, may offer Division II state tournament play in the 12U, 10U and/or 8U divisions and advance a Division II state champion to the Division II World Series in each age classification as authorized by the Board of Directors.

(b) The respective state board of directors shall develop the format for Division II tournament play within its state to advance teams to the next level of tournament play. This may include:

- i. Holding separate district and/or state tournaments for Division II teams, or;
- ii. Holding combined tournaments in district and/or state tournaments and declaring the highest finishing Division II team as the Division II district/State Champion. In combined tournaments, if the State Champion is a Division II team, it advances as the Division II State Champion and the highest finishing Division I team advance as the Division I State Champion.

(c) No DYB State Tournament Host or World Series Host may broadcast any television or web-streamed video or audio nor enter into agreement to broadcast or video any game without permission from DYB Inc.'s Commissioner's Office.

Section 3. Criteria for Division II Status

(1) Each state board of directors has the option to identify the Division I and Division II leagues using the prior year or current year franchise number of franchised teams.

(2) To qualify for Division II play, a league must have franchised nine (9) or less total teams in 12U, 10U and 8U divisions for the current or prior year. Exception: A league that does not franchise teams in all divisions may participate in Division II, provided that, they do not have more than six (6) total teams franchised in two divisions or more than three (3) total teams franchised in one division.

(3) Multi-league franchises are not eligible to participate in Division II play under any circumstances.

(4) On a case-by-case basis, the state board of directors is authorized to adjust the Division I status of a league, and/or adjust the status of an age division within a league if there no more than two teams franchised in the age division. A Division I league may submit a written request to the State Director stating justification to participate in Division II tournament play for the current year no later than May 1 of the current year. The state board of directors is required to

approve all requests to adjust a league's Division I status to Division II on a case-by-case basis only for good and substantial reasons.

(5) An eligible Division II league or divisions within an eligible Division II league may elect to participate in Division I tournament play for the current year. A league must notify their respective State Director in writing no later than May 1 of the current year.

Section 4. The tournament(s) shall be awarded to that city, who, in the discretion of the Board of Directors, offers the best conditions and facilities. The city so awarded shall be permitted to field a host team.

Section 5. All applications for the tournament(s) shall be submitted to the Commissioner under such terms and conditions as required by the Board of Directors.

Section 6. The Board of Directors shall award the rights to host the DYB World Series to the city which receives a majority of votes cast by paper ballot when more than one bid is properly submitted for approval.

IX. CODE OF ETHICS

In accepting the office of President, Commissioner, State Director, or National Director of DYB Inc., each official shall pledge to observe, practice and maintain the following ethical standards and recognize the responsibility incumbent upon them to carry out their duties as a member of the Board of Directors:

Section 1. Encourage all officials, workers and DYB of each level of the state program to abide by the rules of good sportsmanship;

Section 2. Promote and help build a program that will result in obedient, patriotic and God-fearing youngsters;

Section 3. Respect and adhere to the principle that DYB Inc.s a "fun" program, and that it is designed for the enjoyment of youngsters and is not meant to be a hobby for adults;

Section 4. Recognize and support the main purpose of DYB Inc. which is to provide a recreation outlet for as many as possible with emphasis being on local league play rather than tournament play;

Section 5. Periodically evaluate and review all present and proposed DYB Inc. rules and regulations to assure that they meet the guiding principles of our program: the physical development of the growing youth, full participation for all playing baseball and the safety factor as it involves youngsters playing baseball;

Section 6. Refrain from participating in an official capacity in any other organized baseball program with the exception of school leagues or other affiliated baseball programs;

Section 7. Demonstrate and persuade others in the program to accept the moral principles of DYB by not participating in activities or using products that are detrimental to the welfare of youth;

Section 8. Develop and promote a spirit of cooperative teamwork among DYB officials, sponsors or any other person connected with the program;

Section 9. Accept no remuneration of personal services performed from the DYB program or from any sponsor or other person connected with the program;

Section 10. Refrain from undignified electioneering when running for election to the National Board. This includes making promises of benefit or threat of reprisal to local leagues who vote in the election;

Section 11. Refrain from encouraging election or defeat of other candidates who are running for the National Board either in my state or other state elections;

Section 12. Never use DYBfor purposes other than those which further the objectives of the program.

Section 13. Ethics Committee

(a) The President shall serve as Chairman of the Ethics Committee.

(b) The officers and two additional board members appointed by the President shall serve as an Ethics Committee when convened to investigate any alleged violation of the Code of Ethics. The Ethics Committee on a majority vote can recommend the removal from office of a member of the National Board for any conduct or actions deemed in violation of the Code of Ethics by the Ethics Committee and, if in question, to review the qualifications of any national official or nominee for any national DYB office.

(c) The Ethics Committee shall have the authority to suspend any DYB national board member for violation of the Code of Ethics or to recommend to the Board of Directors the removal of a member of the National Board for inappropriate conduct or actions of the member.

(d) Any person accused of a violation of the Code of Ethics, inappropriate conduct or actions, or not meeting certain qualifications shall be given the opportunity of appearing in person or by telephone conference call before the Ethics Committee to present facts concerning his or her case prior to the Ethics Committee issuing any ruling.

(e) National officers and all state and National Directors affected by a decision of the Ethics Committee shall abide by such decision until such time as an appeal, if any, can be heard by a quorum of the National Board of Directors at any annual or special meeting.

(f) The Board may ratify any action of the Ethics Committee's by a majority vote except any recommendation by the Ethics Committee for the permanent removal of a member of the National Board shall require a two-thirds vote of a quorum of the full Board of Directors at the next annual meeting of the Board of Directors or a special meeting of the

Board of Directors called by the President. The Board may remove a member of the National Board for inappropriate conduct or actions or any violation of the Code of Ethics, whether or not previous action has been taken by the Ethics Committee.

(g) Any action by the National Board with respect to the Code of Ethics or any conduct or actions by DYB board members deemed inappropriate shall be final.

(h) Each State or Regional Board of Directors may establish a State/Regional Code of Ethics and shall serve as an Ethics Committee for each state or regional organization. No State, National or Regional Director may be removed by a State/Regional Ethics Committee but may be removed from the State or Regional Board of Directors by a two-thirds vote of the State or Regional Board of Directors.

Article X: Proxy Terms

Section 1. Attendance and voting at meetings of the Board of Directors may be by proxy in such manner as provided by the Board of Directors; however, there shall be no proxy votes allowed at the Annual Board Meeting.

Article XI: Parliamentary Authority

Section 1. The rules contained in the current edition of Robert's Rules of Order shall govern this organization unless otherwise stipulated in these Bylaws. The President shall appoint a board member to serve as Parliamentarian prior to the annual meeting of the Board. Such member shall serve as Parliamentarian at any other meeting of the Board preceding the next annual meeting.

Section 2. In instances of a negative report from the Policy Committee, the Rules Committee to the National Board, a Board member shall be given the opportunity during the committee report to explain the reasoning behind any rule or policy change submitted by him or a league if he requests the time. Such explanation shall not exceed three minutes. Rebuttals will be limited to two Board members in favor of such change and two Board members opposed to such change. Each of these rebuttals shall be limited to three minutes. Furthermore, when the Policy or Rules Committees render a negative report, a National Board member may request an explanation of the decision of the committee and the committee chairman or his designee shall be given time for such explanation. Any proposed rule which receives a negative committee report may be brought under for consideration by the full board under new business with a 2/3's vote as provided in Article XI Section 3.

Section 3. Any subject may be brought up under new business for discussion and action at any regular board meeting by a two-thirds affirmative vote of the members present and voting at the meeting, a quorum being present. Prior to a two-thirds vote to bring up new business for discussion, the presenter of any proposal shall be granted up to five minutes to explain the purpose of the proposal to be brought up under new business and answer any questions about the proposal from the board members.

Section 4. All policies and rules of DYB, Inc. that are approved by the National Board and are a part of Board minutes shall be listed in the current edition of the DYB Official Rules and Regulations or in the published Bylaws of the Corporation.

Article XII: Amendments

Section 1. Amendments to these Bylaws may be made, by a majority vote of the members of the Board of Directors, at any annual meeting; or at any special meeting when the proposed amendment has been set out in the notice of such meeting.

Section 2. Any amendment to these Bylaws or changes in the DYB Official Rules and Regulations, that is proposed after being brought up under Article XI, Section 2 which is not set out in the notice of the meeting shall require a two thirds affirmative vote of the members present and voting at the meeting, a quorum being present.

**National Board Members, State and District Officials
Administration of Criminal Background Checks**

Appendix A

All Individuals who serve in the DYB program as a National Board Member, Assistant State Director, District Director, Assistant District Director or any other elected or appointed level at the National, State or District level (“DYB Official(s)”) shall be required to pass a criminal background check.

Individuals who refuse to take a background check shall be disqualified and removed from office immediately. DYB Officials who are found to be guilty of the following crimes shall be disqualified to serve as a National Board Member, Assistant State Director, District Director, Assistant District Director or any other elected or appointed level at the National, State or District level (“DYB Official”) and removed from office, pending appeal, as outlined below.

Disqualification Criteria: To ensure that all individuals are treated fairly and consistently, the following disqualification criteria shall apply to all DYB Officials. Individuals who are found to be guilty of the following crimes shall be disqualified as outlined below:

- All sex offenses including child molestation, rape, sexual assault, sexual battery, sodomy, prostitution, solicitation, indecent exposure, etc.
- All felony violence including murder, manslaughter, aggravated assault, kidnapping, robbery, aggravated burglary, etc.
- Found guilty within the past 10 years of all felony offenses other than violence or sex including drug offenses, theft, embezzlement, fraud, child endangerment, etc.
- Found to be guilty within the past 7 years of all misdemeanor violence offenses including simple assault, battery, domestic violence, hit & run, etc.
- Found guilty within the past 5 years of misdemeanor drug and alcohol offenses (or multiple offenses in the past 10 years) including driving under the influence, simple drug possession, drunk and disorderly, public intoxication, possession of drug paraphernalia, etc.
- Any other misdemeanor within the past 5 years that would be considered a potential danger to children or is directly related to the functions of the official/staff member, including contributing to the delinquency of a minor, providing alcohol to a minor, theft (if volunteer handles funds), etc.

Guilty means the DYB Official was found guilty following a trial, entered a guilty plea, entered a no contest plea accompanied by the court’s finding of guilty, regardless of whether there was an adjudication of guilt (conviction) or a withholding of guilt. This policy does not apply if criminal charges resulted in acquittal, dismissal or in an entry of *nolle prosequi*.

All current elected and appointed DYB officials shall submit information for an initial background check on or before April 1, 2020. All newly elected and appointed DYB officials shall submit information for an initial background check within 30 days of their election and/or appointment. Nominees for positions on the DYB National Board of Directors that do not have a current completed DYB background check on file with DYB as prescribed in these criteria, must do so as a condition of eligibility for nomination. After successfully passing an initial background check, all DYB officials shall have additional background checks performed on or before April 1, 2020 and every two years thereafter. Shall any of the pending charges described above be discovered or shall any of the above charges be brought against a DYB Official during the interim period between background checks, the DYB Official shall be suspended from serving until the charges are cleared or dropped and the Executive Committee approves reinstatement.

Appeals Process: DYB Officials disqualified due to an unsatisfactory criminal background check shall be given a right to appeal if they notify the President of DYB Inc. in writing. Such appeals shall be heard by a three-person Appeals Committee appointed by the President. The Appeals Committee shall decide whether to uphold the decision of the Executive Committee. No appeal will be accepted for DYB Officials removed from office for the following offenses:

- All sex offenses including child molestation, rape, sexual assault, sexual battery, sodomy, prostitution, solicitation, indecent exposure, etc.
- All felony violence including murder, manslaughter, aggravated assault, kidnapping, robbery, aggravated burglary, etc.

The results of all criminal background checks and appeals shall be kept confidential.

The written appeal shall include:

- Full name and address of the appellant;
- Full name and address of any person making the request for an appeal on behalf of the appellant;
- The grounds for the appeal, providing a detailed explanation of the appellant’s objections to the decision, additional facts, or factual errors in the decision;
- The relevant particulars to the appeal, providing any background facts relating to the appeal including how the appellant is affected by the decision and a detailed description of the requested relief (i.e. what appellant wants the MC to do);
- The signature of the appellant or the appellant’s representative, and the date of the appeal.

OFFICIAL STATEMENT OF POLICY

It is the policy of DYBto promote the development of strong character, a right attitude and a sense of responsibility and citizenship in youngsters, using the game of baseball as a vehicle. It is the purpose of DYBto achieve this goal through fair play, good sportsmanship and congenial fellowship, with adult leaders providing the example. It is strictly against the policy of DYBfor any person, either as a participant or a spectator to engage in arguments, to use abusive language, to harass umpires, or to exhibit any behavior not in concert with the general intention of this policy statement. Team coaches are required to abide by this policy statement, and all parents and other adults are strongly encouraged to do so.

DEMOCRATIC ACTION

The Constitution provides for the election of each member of the National Board of Directors to four-year terms of office.

The nominations for the National Board of Directors and State Directors are mailed to the President on or before May 15 each year and the President or a National Board Member designated by him shall conduct national board and state director elections. Nominations may be made by any league holding a current franchise. The list of nominees is mailed by June 1 to each league, and a mail vote will elect the board members and state director. June 10 is the deadline for leagues to return their ballots to the President.

Each state shall elect a member of the board each year for a four-year term.

Newly elected members of the National Board and State Directors terms of office shall commence on October 1 of the year following their election and terminate on September 30 of the year in which their successors are duly elected and qualified. Officers will be elected by the Board of Directors and shall serve three-year terms.

Except for school leagues or other affiliated baseball programs no National Officer, National Director, or State Director shall be permitted to participate in an official capacity in any other organized baseball program. Complete qualifications for any person to be eligible for nomination, election, or appointment to any official position within DYB Inc., above the local level are included in the By-Laws which govern its operation.

Only a duly authorized representative of a franchised league can vote in any matter before district or state meetings. No one person can represent more than one league. NOTE: A duly authorized representative of a league is the league president, or a person designated by him in writing who is active currently in the voting league.

Leagues are assigned to districts within a state and are under the direction of a district director. District and state directors are under the direction of the national commissioner. There shall be no State Constitution or By-Laws in conflict with the intent, aims, purposes, and the policies and rules of the National DYB organization.

All tournament sites are determined by each state organization with all leagues having equal opportunity in hosting the event provided the league can comply with the requirements established by the state organization. The state requirements are to be determined in advance by each state and announced accordingly.

Rule changes suggested by national, state, district or local officials during the season shall be mailed directly to the Deputy Commissioner not later than June 1 of the current year. Suggestions received after this date shall be placed on the agenda for consideration the following year. The Deputy Commissioner will mail a copy of all suggestions and proposed rule changes to each director as soon as he assembles them.

When the Board of Directors is not in session and a proposed change is of the utmost importance and urgency, the Rules Committee may authorize an online ballot to be sent to each committee member and/or a conference call will be conducted by a quorum of the committee for discussion and approval to submit recommendation to the Executive Committee for approval. Any adopted rule changes will become effective for the next printing of the rule book following adoption by the National Board of Directors.

A financial statement is prepared by a C.P.A. firm annually and is presented at the annual meeting. DYB publications are mailed periodically to all league contacts to distribute to league officials and managers.

INTENT OF DYB BASEBALL

The most fundamental intent of the organizers of Little Boys Baseball, Inc., was to develop a program which would emphasize local autonomy. It was our philosophy and belief that the parents and workers in each local league know what is best for them and their children. Since the mores (customs) of our people vary from community to community, even within the same districts, it was necessary to leave such things as night baseball, team selections and league operation up to the local leagues. There were imposed upon the leagues certain fundamental rules that were deemed necessary for good organization and which would keep one league from gaining an unfair advantage over another such as boundary and population limits, the number of teams in a league and the age brackets.

The next important philosophical belief was that the leagues affiliated with the program should have a voice in the running of the program. Thus, the provision for electing national board members from among the leagues to serve with the organizers was made. It should be borne in mind that at the outset there were no provisions for state organizations, nor state or District Directors. The original concept of governmental structure was the Board of Directors and the leagues. The necessity for State Directors was realized shortly after organizing and soon after the need for District Directors became apparent. There is nothing specific in our constitution governing state organizations, neither State Directors nor District Directors.

Any governmental structure between the local leagues and the national board exists for one reason...to serve the local leagues as administrative adjuncts of the board. The idea of local leagues being dominated by a district or state organization is in direct conflict with the original philosophy. The impositions of any rule on a local league should be done with utmost reluctance and absolute necessity.

For Additional Information about DYB Baseball, Write:

WILLIAM WADE, COMMISSIONER
P. O. BOX 1286
WETUMPKA, AL 36092

“Train up a child in the way he should go and, when he is old, he will not depart from it.” (Prov. 22:6)

Nondiscrimination Statement

DYB Inc. is a non-discriminatory community-based organization which aims to promote fair play for all participants through the uniform adherence to DYB Official Rules, Policies & Regulations. DYB is fully committed to equal opportunity and abides by all applicable Federal, state and local laws pertaining to nondiscrimination and fair practices. DYB Inc. does not and shall not discriminate on the basis of race, color, religion, ethnicity or disability.

DYB Inc.

WORKING ORGANIZATIONAL STRUCTURE OF DYB, INC.

The District Director is the closest and most important official of DYB to the local league. He is the person to whom a league must turn in any matter related to the league's operation. He is charged with the authority to carry on the program within his district and leagues are to turn to him before going to any other official. The State Director is the next authority and is in general control of the state organization. After the State Director the next and last authority is the Commissioner. Leagues are free to contact any of these but should do so in the order shown... District Director first, State Director, then the Commissioner. These are the only officials whose office carries authority to act.

National Directors are rule and policy makers. They meet to formulate the rules under which the entire program operates. After they establish these the responsibility for carrying out the rules is in the hands of the District and State Directors and the Commissioner. The National Director can offer valuable assistance or opinions. Leagues are encouraged to avail themselves of the help of the National Directors but to also remember they are to look to their District Director as the authority in charge of their activities. The duties of the District, State and National Directors are as follows:

DUTIES OF THE DISTRICT DIRECTOR

The District Director shall preside at all meetings of his district. He shall maintain a current map showing district boundaries and maintain a current roster of league contacts. He shall conduct all business in behalf of the district and shall make every effort to further the policy adopted by the leagues in his district. He shall visit all leagues within his district during the playing season. He is elected by vote of the franchise leagues of the district with all leagues having an opportunity to nominate and vote. Individuals who serve in the DYB program as a District Director, Assistant District Director or any other elected or appointed level at the District level ("DYB Official(s)") shall be required to pass a criminal background check pursuant to the criteria established in Appendix A of the National Bylaws.

LIST OF DUTIES

1. The District Director shall hold meetings in his district periodically throughout the year. All leagues shall be notified of all scheduled meetings either by mail or telephone seven days prior to the meeting. The following meetings are suggested:
 - A. Attend the State Board of Director's meeting and participate in any suggested changes in the state constitution and by-laws that are to be presented and voted on by the leagues at the state meeting.
 - B. Attend the state meeting and assist the State Director in conducting workshops and any other presentations scheduled.
 - C. Hold an organizational meeting in his district early in the year for the purpose of acquainting league officials with the forms necessary for running the DYB program and the deadlines for submitting these forms. At this meeting, outline what tournaments will be conducted in the district in order that the leagues will be in a position to submit bids at the appropriate time. Attendance at the state meeting should be encouraged at this meeting.
 - D. Hold a second meeting during the early part of June to award sub-district and district tournaments. Stress deadline for player registration forms.
 - E. Hold a credentials meeting seven days prior to the first sub-district tournament to check birth records and player affidavits. Stress all phases of tournaments and elect the District Director for the next year.
2. The District Director shall determine how many sub-district tournaments are necessary and which leagues will participate in each sub-district. Care should be exercised to place leagues in the sub-district closest to their home to avoid excessive travel.
3. The District Director is the tournament director of the district tournament and shall appoint and approve all sub-district tournament directors.
4. The District Director, with the concurrence of his leagues, should establish a system for rotating tournament sites and establishing guidelines for qualifying to host a tournament. A good rotation system will assure each league an opportunity to host a tournament.
5. The District Director shall keep on file for a three (3) year period the following records:
 - (a) League franchise forms and league rosters and player releases;
 - (b) Copies of all correspondence pertaining to district business including protests.
 - (c) Minutes of all district meetings and financial reports.
 - (d) Complete records of all tournament games.
 - (e) Up-to-date boundary maps on all leagues.
 - (f) The District Director shall keep on file copies of all certification of birth records for the entire period of the players' eligibility in DYB Baseball.
6. The District Director shall give a financial report to his district at least once a year, preferably at the credentials meeting when all leagues are required to have representation.
7. The District Director should always be alert to new league inquiries and arrange a meeting to present the DYB story and follow-up for franchising.
8. Unless otherwise stipulated by the State Constitution and By-Laws, the State Director shall appoint a District Director should the office become vacant. Such appointed District Director shall serve until a permanent one is elected.
9. The District Director shall act on any appeal carried to him which complies with DYB appeal procedure.

DUTIES OF THE STATE DIRECTOR

The State Director shall preside at all meetings of the state organization. He shall schedule all state meetings and give at least a month's notice on all annual meetings and as much notice as possible on any called meetings. He shall maintain a current list of league contacts. The State Director may appoint as many assistant state directors as required pursuant to the state constitution and bylaws. Any appointed Assistant State Director shall be required to pass a criminal background check pursuant to the criteria in Appendix A of the National Bylaws.

LIST OF DUTIES

1. He shall attend the annual meeting of the National Board of Directors at the site of the DYB World Series and shall participate and vote in all deliberation at this meeting as well as any special or called meetings. He shall serve on committees as assigned.
2. He shall inspect and prepare recommendations on all factors associated with bids for the state tournament. He further shall see that the awarding of the tournament follows his state's prescribed procedure.
3. He is the tournament director for the state tournament and is to be in attendance at all meetings preparing for the tournament and at all games. In his absence he shall appoint his substitute to act in his behalf.
4. He shall correspond with his District Directors and the Commissioner on all matters of mutual concern. He shall issue state bulletins or memorandums concerning the program within his state as he sees fit.
5. Should the State Director's office become vacant the National Board members within the state may appoint a person to fill the unexpired term unless otherwise stipulated by the State Constitution or By-Laws.
6. The election of the State Director shall be conducted in the same manner as the election of the National Directors, as outlined under Democratic Action of these By-Laws.
7. The State Director, with the cooperation of district and sub-District Directors and the Commissioner, shall arrange for the distribution of league supplies and forms.
8. He shall visit as many district meetings as possible and call on as many leagues as his schedule permits.
9. He shall visit prospective new leagues or inquiring groups to explain the program and shall furnish these with complete literature. He should advise the Commissioner of any such prospect.
10. He shall keep files of important forms or records and have an up-to-date boundary map of each league. He shall also have an up-to-date map showing the territory included in each district.
11. He shall act on any appeal carried to him which complies with DYB appeal procedure.
12. He shall receive from all state leagues any state fees authorized by state organization.
13. The State Director is responsible for seeing that District Directors fully and properly carry out their duties.

DUTIES OF THE NATIONAL DIRECTOR

It is the primary responsibility of a National Director to assist the Commissioner and other officials of DYB in providing a supervised baseball program for DYB twelve years of age and under. In addition, the director's activities will be directed to providing a recreation outlet in his state for as many DYB as possible with the emphasis on local league play rather than tournament play. The director should continually encourage all officials, volunteers, and coaches in his state to abide by the rules of good sportsmanship and help build a program that will result in obedient, patriotic and God-fearing youth.

LIST OF DUTIES

1. The director shall attend the annual meeting of the Board of Directors at the site of the DYB World Series. He shall participate in all of the deliberation at this meeting as well as any special or called meetings of the Board of Directors.
2. In conjunction with the other directors, he shall manage the business of DYB Baseball.
3. The director shall serve as assigned by the President or Commissioner on various committees and projects that assist in the management of the program.
4. The director shall attend all of the DYB World Series tournament games unless prevented from doing so by extenuating circumstances.
5. The director shall attend the annual state meeting and as many state tournament games as possible. He should also attend as many district meetings as possible.
6. The director shall assist, as required by the State Director, in the conduct of all business in behalf of the state program and shall make every effort to further the policy adopted by this organization.
7. The director shall engage in DYB public relations activities, including appearances before civic groups, schools and other organizations that have an interest in DYB Baseball. This activity would also include assistance in the organization of new leagues as well as assisting existing leagues in the operation of their program.
8. The director should visit as many leagues as possible in an effort to keep himself familiar with their need and to offer his services to them.

CODE OF ETHICS NATIONAL BOARD OF DIRECTORS

In accepting the office of National Director of DYB, Inc., I recognize the responsibility incumbent upon me as a member of the Board of Directors. I pledge myself to observe, practice and maintain ethical practices of this office;

Encourage all officials, volunteers, coaches and players at each level of the state program to abide by the rules of good sportsmanship;

Promote and help build a program that will result in obedient, patriotic and God-fearing youth;

Respect and adhere to the principle that DYB is a "fun" program, and that it is designed for the enjoyment of youngsters and is not meant to be a hobby for adults;

Recognize and support the main purpose of DYB which is to provide a recreation outlet for as many as possible with emphasis being on local league play rather than tournament play;

Periodically evaluate and review all present and proposed DYB rules and regulations to assure that they meet the guiding principles of our program: the physical development of the growing youth, full participation for all playing baseball and the safety factor as it involves youngsters playing baseball;

Refrain from participation in an official capacity in any other organized baseball program operating in more than one state;

Demonstrate and persuade others in the program to accept the moral principles of DYB by not participating in activities or using products that are detrimental to the welfare of youth;

Develop and promote a spirit of cooperative teamwork among DYB officials, sponsors or any other person connected with the program;

Accept no remuneration of personal services performed from the DYB program or from any sponsor or other person connected with the program;

Refrain from undignified electioneering when running for election to the National Board. This includes making promises of benefit or threat of reprisal to local leagues who vote in the election;

Refrain from encouraging election or defeat of other candidates who are running for the National Board either in my state or other state elections; and

Never use DYB for purposes other than those which further the objectives of the program.