

**San Fernando Valley Baseball Umpires Association
(an Unincorporated Not-for-Profit Association)**

ASSOCIATION BY-LAWS

**ARTICLE I
ELECTION OF OFFICERS AND DIRECTORS**

SECTION 1. Election of Officers and Directors shall take place according to the following procedures with the Election being supervised by the Vice-President.

- a. Nominations of the candidates shall take place at the Second General Meeting of the association (or the General Meeting closest to March 1st).
- b. In order to be nominated, a member must either be at the nominating meeting or must have notified the Election Committee in writing, of his intention to accept the nomination.
- c. Once nominations are closed, names shall neither be added nor deleted from the ballot.
- d. Voting will be at the Third General Meeting of the Association (or the General Meeting closest to April 1st). Members must attend the meeting in order to vote in person. There will be no voting by proxy. Voting may also be conducted by mail (either entirely or by absentees), or through a web-based communications tool, so long as the Board of Directors determines that such web-based method is secure, reliable, readily available to all members, and to do so is in the Association's best interest.
- e. All valid paper Ballots shall be counted by the Election Committee (the Vice-President, one Board member, and one non-Board member) at the Third General Meeting, or if voted by mail, no later than seven (7) days after the deadline for returning mailed ballots.
- f. The winners of the Election will be announced at the Third General Meeting or within one (1) day after all mailed votes are counted. The exact tally shall be made available to the membership immediately upon request.

SECTION 2. The Officers to be elected to serve for the ensuing year beginning July 1st include: the Vice-President, the Secretary, and the Treasurer.

The Vice-President shall serve one term of two (2) years as Vice-President and the following year shall automatically become the President for an additional two (2) year term for a total term of four (4) years. The Secretary and the Treasurer shall each serve for a term of three (3) years.

SECTION 3. There shall be three (3) Members at Large on the Board of Directors elected to serve staggered three (3) year terms. Annually, one (1) Member at Large will be elected to serve a new term. If a Member at Large, whose term is not set to expire at the end of the current year resigns mid-term, a new Member at Large shall be elected (at the next general meeting of the Association at which officers are elected) to serve for the **remainder** of the original term of the vacated position. At each successive election, one (1) Member at Large shall be elected for a three (3) year term.

SECTION 4. The Board of Directors, by a majority vote of the voting members present at a duly constituted Board meeting, may fill any vacancies occurring among Officers and Directors of the Association until the next general meeting of the Association at which officers are elected. If a vacancy occurs in the office of the Vice-President, the Board of Directors shall fill the office of the Vice-President by a majority vote of the voting Board members present at a duly constituted Board meeting until the next general meeting of the Association at which Officers are elected. The Vice-President so appointed shall not automatically become the President. In such an event, if the Vice President vacancy occurs in the 2nd year of the VP's two (2) year term the members of the Association shall elect both a President and a Vice-President at the next general meeting of the Association at which Officers and Directors are elected.

SECTION 5. No umpire shall be eligible to be an Officer or Board of Director of the Association until he has completed three consecutive years in the Association and is an active official, Certified and in good standing.

ARTICLE II DUTIES OF OFFICERS

SECTION 1. The President shall be the executive head of the Association and, ex-officio, a member of all committees of the Association. He shall preside at all meetings of the Association and the Board of Directors as Chairman. He shall be charged with the duty of carrying out the purpose and policies of the Association. He shall appoint all committees unless otherwise provided. He shall see that notice of all regular meetings of the Association are duly served.

SECTION 2. The Vice-President shall act in the place of the President during a temporary absence or disability. He shall render such assistance to the President as the President shall request. The Vice-President shall supervise elections and serve as chairman of the Election Committee.

SECTION 3. The Secretary and the Treasurer shall each serve a term of (3) three years. The Secretary shall keep, or have kept, an accurate record of the proceedings of all meetings of the Association. He shall be custodian of all books, papers, documents, and records of the Association not otherwise provided for herein. He shall keep at all times accurate files of registration for all active members, and lists of all Officers, Boards, and Committees, and upon request, furnish copies thereof to the Association. He shall, when requested by the President, give due notice of all regular and special meetings of the Association. He shall conduct all correspondence of the Association, and shall keep a file of all correspondence sent to him on behalf of the Association.

The Secretary shall make all minutes of the meetings of the Board of Directors available to all membership by any method directed by the Board, including but not limited to any combination of: mailing copies of minutes to any such member who requests it at the expense of the member, posting on the Unit web site, if any is established, posting at all general meetings or any other such method as from time to time may be directed by the President.

The Treasurer shall be the fiscal officer of the Association. He shall receive all monies and securities of the Association and deposit them in such bank accounts as shall be designated by the Association, and by check signed by himself and the President shall disburse them when, and only when, so authorized by the Association's Board of Directors. He shall keep true and exact account of all such monies, securities,

receipts and expenditures entrusted to him with all accounts of the Association subject to annual audit by an Auditing Committee. He shall keep at all times an accurate list of all active members, including dues paid status, and certification status of each. He shall render an annual financial report to the Association within 90 days of the close of each Fiscal year.

SECTION 4. The Board of Directors shall consist of seven (7) members: the four (4) Officers: President, the Vice-President, the Secretary, the Treasurer, and the three (3) Members at Large. The Board of Directors shall administer and direct the affairs and activities of the Association and shall review and rule on any problem or proposal that may be submitted to it by any member or committee of the Association. The Board of Directors, in the exercise of its reasonable business judgment, may approve an annual stipend to be paid to the Unit's Secretary, the Treasurer, and the Instructional Chairmen.

ARTICLE III POWER AND DUTIES OF COMMITTEES

SECTION 1. The President shall appoint all committees, and each committee's Chariman, unless otherwise provided herein.

SECTION 2. The Election Committee shall be composed of the Vice-President, one Board member and one general member of the Association selected by the President. The committee shall serve for a term of one (1) year. The duties shall entail:

- a. Accept written nominations prior to the nominating meeting;
- b. Incorporate the nominations received at the nominating meeting;
- c. Oversee the preparation and distribution of the ballots to the membership;
- d. Receive and secure the ballots returned by the membership;
- e. Make declarations of validity of all ballots received;
- f. Open and count the ballots, and announce the results.

SECTION 3. The Evaluation and Ratings Committee shall consist of the Instructional Chair, (the Assistant Instructional Chair, if any), the Assignor and the Board of Directors. *[Also see Article X, Sec 5 for other duties of the Ratings Committee.]* The Instructional Chair, and the Board shall decide on all qualifications of applicants for membership and rating. The Committee shall be responsible for assigning and maintaining a rating for each Certified and Associate Member. An examination of an applicant's proficiency may include a written exam and a practical exam. A minimum grade of 80% must be attained on the written exam, or such higher grade as the CBUA may dictate. Re-examination may be given to an applicant who fails in his first examination. A re-examination limit, if any, shall be determined by the Instructional Chair.

SECTION 4. The Parliamentarian shall be appointed by the President from among the elected Members at Large. He shall be the final authority on the interpretation of the Constitution, By-Laws or Policies and

Procedures. He shall advise the President on the proper conduct of the meetings of the Association as generally presented by Robert's Rules of Order.

SECTION 5. The Board of Directors shall appoint a Chairman for the Instructional Committee to a term of three (3) years. (See ARTICLE XI for details.)

SECTION 6. The President shall appoint an Ethics/Grievance Committee as needed. (The procedure for filing a grievance is under ARTICLE XII.)

ARTICLE IV MEMBERSHIP DUES AND UMPIRING FEES

SECTION 1. Annual dues shall be determined by the Treasurer and approved by the Board of Directors according to the financial needs of the Association.

SECTION 2. Applicants for membership shall pay their annual dues in the amount and by the deadline as set by the Board. Members shall pay their dues prior to receiving any game assignments. Members who fail to pay their dues prior to the deadline may be removed from the Association.

SECTION 3. Types of Memberships:

- a. **CERTIFIED:** A Certified member is a regular member who has met all requirements stipulated by the Board of Directors (including, but not limited to paying dues, completing instructional requirements, obtaining liability insurance, and passing the certification exam). A Certified member is entitled to all rights and privileges of Unit membership as set by the Board.
- b. **NON-CERTIFIED:** A Non-Certified member is a regular member who has paid dues but not met all requirements of Certification as stipulated by the Board. Non-Certified members may or may not, at the discretion of the Board, receive limited game assignments but shall not be eligible for playoffs.
- c. **LIFE:** Life members are those persons who have been so identified by the Board because of their service to the Association. A Life member is retired from active officiating and shall be exempt from payment of dues. He/she is entitled to all privileges of a Certified member, except a Life member shall not receive game assignments. If a Life member returns to active officiating, he/she shall then resume paying regular dues.
- d. **ASSOCIATE:** Associate members are members in good standing who have paid membership dues for the current year to another high school umpire unit and who have meet the requirements of a Certified member within that unit. Associate members shall not be eligible for playoffs. The Board may stipulate a lower level of dues for an Associate member.
- e. **INSTRUCTOR:** Instructor members are members who have been appointed by the Instructional Chairman as a member of the training staff and whose primary involvement in the Unit is to help train Unit umpires, rather than to officiate high school baseball games. Instructor members shall not be required to pay dues so long as they work eight (8) or less high school baseball games during the spring season. Instructor members shall not be eligible for post-Season competition or playoff assignments. Instructional staff members who want to be eligible for post-Season assignments are welcomed; they however must meet all requirements of a Certified member,

including but not limited to paying regular dues. The purpose of the Instructor membership is to encourage umpires with higher levels of officiating experience, who might not otherwise be involved with the Unit, to stay involved and to help train others.

SECTION 4. Umpiring fees for regular spring Season and post-Season competition games shall be determined by agreement with the governing section of the California Baseball Umpires Association (“CBAU”). Umpiring fees for pre-Season and scrimmage games shall be determined by the Board of Directors in the event the Board authorizes the Assignor or others to use the Association’s Arbiter account for such games. In no other case shall the Association’s Arbiter account be used for managing pre-season game assignments unless approved by the Board in advance. New umpires shall be added to the Arbiter system roster only upon approval of their membership by the Treasurer or the Instructional Chairman.

ARTICLE V ASSIGNMENTS

SECTION 1. Initial game assignments shall be in the possession of Certified umpires no later than one week prior to the opening of the season. The Board, at its discretion, may choose to limit the period of time covered by the initial game assignments.

SECTION 2. Umpires who find it necessary to reject a game which was previously accepted shall notify the Assignor as soon as possible, and not later than twenty-four (24) hours prior to the game. Failure to do so may be cause for fine or suspension.

SECTION 3. No member shall umpire in any high school game not sanctioned by, or assigned by the San Fernando Valley Baseball Umpires Association, Affiliates of the CBAU (herein also the “Association”, the “Unit”, or “SFVBUA”) at any school regularly assigned by the Unit during the spring High School Season, involving High School Teams. Violation of this ARTICLE may result in suspension and/or fine, or termination of membership in the Association, at the discretion of the Board of Directors of the Association.

SECTION 4. No Member shall solicit games or communicate with coaches, managers, schools, leagues or tournaments for personal gain during the regular spring season.

SECTION 5. Playoff assignments shall be made according to Policies and Procedures adopted or to be adopted by the Board of Directors and published or communicated at or prior to the last General Meeting of the Association. (For additional detail, see Article X, Section 5.)

ARTICLE VI MEETINGS

SECTION 1. All meetings of the Association shall be held at a place, or by using a communication technology, as designated by the Board of Directors.

SECTION 2. Special Meetings may be called by the President when the business of the Association requires it.

SECTION 3. All umpires must attend the minimum requisite hours of instruction as outlined in the training protocol established by the Board of Directors in conjunction with CBUA guidelines.

SECTION 4. The President may call for committee meetings at any time when the business of the Association requires it.

SECTION 5. Any member of the Unit in good standing may be permitted to address the general membership by requesting permission to do so from the President at least forty-eight (48) hours prior to such General meeting at which the member desires to address the membership. Any such member wishing to address the membership shall, along with his request, provide the President with the subject of his address. The President, with the advice and consent of the other members of the Board of Directors shall grant or deny the request in the exercise of the discretion of the Board of Directors; any such request shall not be unreasonably denied.

SECTION 6. Meetings shall be General Membership meetings or Instructional meetings or both. The Board of Directors, in the exercise of their discretion, may call as many General meetings as they deem necessary in addition to the required number of Instructional meetings. At General Membership meetings, issues pertaining to the General Membership shall be discussed, including, but not limited to, special elections, policies and procedures, fees, and payments of stipends to Officers and Assignors.

SECTION 7. Board meetings are open to all members. Members attending a Board meeting shall not speak, or comment, unless asked to do so by the Board. The President may request a Board meeting to be “closed” to members at any time (“Executive Session”). During Executive Session only Board Members shall be present.

ARTICLE VII QUORUM; RATIFICATION AND AMENDMENT OF BY-LAWS

SECTION 1. A majority of the membership of the Association and of all special committees shall constitute a quorum at all meetings of these bodies for the transaction of business.

- a. **QUORUM:** A quorum, both for General meetings and Board meetings shall be a majority of Certified Members.
- b. **RATIFICATION AND AMENDMENTS:** These By-Laws shall be ratified and may be amended by two-thirds (2/3) vote of members in good standing at a meeting during which a quorum exists.
- c. Proposed Amendments shall be read in final form and voted on at the next regular meeting.
- d. The Ratification vote may be done by mail or electronically, in accordance with Article I above, if determined by the Board to be necessary.
- e. Amendments shall take immediate effect unless otherwise stated.

**ARTICLE VIII
ORDER OF BUSINESS**

SECTION 1. The order of business at all Board meetings of the Association, so far as applicable, shall be:

- a. Call to Order;
- b. Reading of Minutes;
- c. Reports of Officers and Committees;
- d. Old Business;
- e. New Business;
- f. Adjournment.

**ARTICLE IX
CODE OF ETHICS**

SECTION 1. No member shall represent the Association beyond the privileges and provisions of this Constitution and these By-Laws in any affairs or administrative matters unless authorized by the Board of Directors.

SECTION 2. No member shall involve or obligate the Association in any indebtedness unless authorized by the Board of Directors.

SECTION 3. No member shall fail to maintain a standard and professional appearance regarding uniform and equipment and neatness of both. Standard uniform types shall be as determined by the Board in conjunction with the CBUA.

SECTION 4. No member shall consume any alcoholic beverages before, during or upon the completion of a high school game at the game site. No member shall use any tobacco products at a game site.

SECTION 5. No member of the Association while attending a General Meeting (to include instructional field training) or working at an assigned high school baseball game shall do so while under the influence of an alcoholic beverage or any other legal or illegal drug that causes impairment in one's ability to function.

SECTION 6. No member shall gamble on any High School baseball game.

SECTION 7. No member shall discuss or comment on any administrative matter or other matters which may malign the reputation of any member of the association with non-concerned personnel outside of the Association.

SECTION 8. Membership may be revoked at any time for unprofessional conduct (including on social media), failure to pay dues or Assignor fees, and/or other acts deemed detrimental to the welfare or reputation of the Unit, the high schools it serves, or the game of baseball. Such revocation shall require the approval of two-thirds (2/3) of the Board of Directors.

SECTION 9. Reinstatement may be initiated only by the written application of the person seeking reinstatement. Such application shall require the approval of the Board of Directors before the reinstatement is affected. Application for reinstatement may be made no earlier than 6 calendar months from the effective date of revocation of membership. The Board of Directors shall, in its discretion, decide all applicants for reinstatement.

SECTION 10. The Board of Directors may penalize members for violation of the Constitution, By-Laws or rules of the Unit, for any unprofessional conduct (including on social media), failure to pay dues or Assignor fees, and/or other acts detrimental to the welfare or reputation of the Unit or the game of baseball (in addition to its authority to revoke membership) as follows:

- a. By fine;
- b. By censure;
- c. By suspension from active participation in officiating;
- d. By such other sanction as the Board of Directors, in its sole discretion, may impose.

Such penalized member may appeal the punishment set forth in this section to the General Membership at a special meeting of the members called for such purpose or at any regular meeting of the members. A vote of two-thirds (2/3) of the members voting will be required to reverse a penalty imposed by the Board of Directors.

SECTION 11. All Board members and Committee members shall diligently attend all Board and Committee meetings unless excused by the President. The President with the advice and consent of other members of the Board may institute punishment set forth in ARTICLE IX above for any Board member or Committee member who fails to attend more than two meetings without a valid excuse as determined by the President with the advice and consent of the other Board members.

SECTION 12. The SFVBUA does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. The Association is committed to providing an inclusive and welcoming environment for all members, clients, volunteers, contractors, and vendors.

ARTICLE X THE ASSIGNOR

SECTION 1. The position of Assignor shall be elected by the membership. The Assignor shall be elected for a three year term. A three-quarters (3/4) majority vote by the membership is required for the members to terminate the term of the current Assignor.

SECTION 2. The Assignor shall not be a member of the Board of Directors and shall not be an Officer of the Association.

SECTION 3. The Assignor shall be paid in accordance to the schedule established before the Assignor is elected. The compensation to be paid to the Assignor shall be established by the Board of Directors in the last year of each term of the Assignor. After approval of the compensation schedule, fees paid to the Assignor shall not be reduced during any three year term. No Assignor shall be required to work without compensation. In the event that the Board fails to establish a new compensation schedule prior to the Assignor's election, the Board of Directors may modify the compensation for the Assignor mid-term in conjunction with increases to umpires game fees.

SECTION 4. The Assignor shall be directly supervised by and act at the discretion of the Board of Directors in making assignments for regular season, playoff and championship games according to the following rules and regulations. The Board of Directors may terminate the term of the current Assignor if necessary with a super majority (5/7) vote of the Board.

SECTION 5. Playoff Assignments:

- a. The Board of Directors, the Instructional Chair, the Assistant Instructional Chair and the Assignor shall make up the Ratings Committee. The Board, in its discretion, may choose to add individual Instructors to the Committee. This Committee will meet on or about the time of the annual Make-Up Meeting for the purpose of selecting the post-season Playoff eligible umpires and the umpires for Semi-Final and Championship Final Playoff games.
- b. Playoff Assignments will be made using the ratings list approved by the Ratings Committee. Preference in the City Section Quarterfinals and the CIF 3rd and 4th Rounds will be given to the highest eligible rated officials.
- c. As a guideline, no umpire shall be assigned a Playoff Game until he has started his fourth (4th) year in the CBUA.
- d. To be eligible for Playoff assignments, an umpire must have worked at least ten (10) varsity level contests during the current season.
- e. No umpire will be allowed to work more than one (1) game in the first round and/or wildcard rounds of the Playoffs for each Section. The Assignor may make exceptions to this policy with the prior approval of the Board.
- f. For an official to be eligible for a Championship Final, he must have started his sixth (6th) year in CBUA and must have started his fourth (4th) year in the Unit.

- g. An umpire must have worked a Semi-Final game prior to being eligible for a Championship Final.
- h. No umpire shall work a City Section Final and a Southern Section Final in the same year.

**ARTICLE XI
THE INSTRUCTIONAL CHAIRMAN**

SECTION 1. There shall be an Instructional Chairman for the Association. The Instructional Chairman shall be appointed by the Board of Directors for an initial term of three (3) years.

SECTION 2. The Instructional Chairman shall not be a member of the Board of Directors and shall not be an Officer of the Association. The Instructional Chairman shall have no vote in Association business.

SECTION 3. The Instructional Chairman shall serve at the pleasure of the Board of Directors. The Board of Directors may appoint an Assistant Instructional Chairman in any number and at any times as it sees fit in its discretion. The Instructional Chairman shall select additional staff necessary (the “Instructional Committee”) to develop and implement an instructional program approved by the Board of Directors, in accordance with the California Baseball Umpires Association guidelines. The Board of Directors may replace the Instructional Chairman at any time following an unfavorable review of the past year’s instructional program, which ends June 30th of each year. The Board of Directors may remove any other member of the instructional staff at any time in its discretion.

SECTION 4. The Instructional Chairman and the Assistant Instructional Chairman or Chairmen, if any, shall establish and oversee the instructional program for the members. He or they shall attend any instructional programs and obtain any instructional materials necessary to establish and carry out the instructional program for the Unit. He or they shall assemble an instructional staff with the advice and consent of the Board of Directors for the purpose carrying out the instructional program of the Unit. He or they shall recommend to the Board the instructional standards for members of the Unit and shall administer any tests or clinics necessary for certification of members of the Unit.

**ARTICLE XII
PROCEDURE FOR GRIEVANCES**

SECTION 1. Any member may petition the Ethics/Grievance Committee Chairman in writing for a hearing. Upon receipt of the petition, the Chairman shall notify the petitioner of the date, place, and time for the purpose of hearing the petition. The petitioner shall be afforded a maximum ten (10) minutes (uninterrupted) to present his/her petition and remedy. The Board shall notify the petitioner of the results in writing. The response shall be speedy and professional.