

THE BREWSTER BASEBALL CLUB, INC. BYLAWS

Section I – Name

The name of the organization shall be The Brewster Baseball Club, Inc.

Section II – Mission

The mission of the Brewster Whitecaps of the Cape Cod Baseball League is to be an organization of the highest ethical standards which seeks to enhance the community of Brewster by providing an entertaining, inexpensive way for people of all ages to share in enjoying quality collegiate baseball.

Section III – Board of Directors

There may be up to twenty-one members of the Board of Directors. They shall be elected annually to three-year terms by a majority of the members of the Brewster Baseball Club Board of Directors. Terms shall be staggered such that one-third of the Directors are elected each year. New Directors may be proposed by the Nominating Committee, and elected when a vacancy occurs.

Incumbent Directors may be re-elected.

Removal shall occur by a two-thirds vote but only for good cause or non-participation (attendance or remote participation at fewer than 50% of Board meetings for any twelve-month period, absent medical cause). In person meeting attendance is encouraged whenever possible.

A minimum of six meetings of the Board shall be held each year on the second Wednesday of the month, and when specially called by the President or a majority of the Board of Directors. A proposed meeting schedule will be published annually. Specific meetings may be rescheduled or canceled as appropriate.

The Annual Meeting of the members shall occur on such date in November as approved by majority vote of the Board.

Board members shall perform such service to the club as they are able.

A quorum of the Board shall be half the Directors. In-person and remote participants may vote, except that remote participants will not be entitled to a secret ballot, should one be taken.

Section IV – Officers

The officers of the Board shall be the President: three Vice Presidents, one of Finance, one of Facilities and Equipment, and one of Game Operations; a Secretary; a Treasurer; and a General Manager of baseball operations. Each officer may appoint such staff as necessary to carry out his/her responsibilities. The President's and General Manager's staffs may each include an Assistant to support their operating responsibilities and maintain operating effectiveness.

A Nominating Committee shall be recommended by the President and elected by the Board at the first postseason meeting. Such Committee shall serve for a year, presenting a slate of officers (that is, a single nominee for each office) for the following year to the October Board meeting, and proposing new Directors as necessary. The election of officers will be held at the annual meeting in November, with the exception of the General Manager, who shall be elected upon the nomination of the President at the first postseason meeting. Candidates other than those presented by the Nominating Committee, either for the Board or an office, may be nominated from the floor at the November meeting.

The officers (including the General Manager and Past President) shall constitute the Executive Committee, which may be convened at the President's request to consider matters that arise between Board meetings, and to advise the President. Actions supported by the Executive Committee shall require ratification by the Board at its next meeting.

The President shall be the Chief Executive Officer, exercising such authority as necessary to carry out the mission of the Brewster Baseball Club.

In the interest of orderly succession, officers are encouraged to provide the Board up to a year's notice of their intent to step down.

Section V – Committees

There shall be Standing Committees, chaired by the following:

- Executive – President
- Finance – V.P. of Finance
- Fundraising – President or designee
- Board Operations (Bylaws and Policy) – President or designee
- Facilities – V.P. of F. & E.
- Game Day – V.P. of G.O.
- Media – President or designee
- Youth Services – President or designee
- Housing – President or designee

Ad hoc committees may be established by the Board as needed. Upon accomplishment of the purpose for which such committees were established, they will be dissolved.

Committees will have at least three members, two of which shall be members of the Board. Additionally, the President shall be *ex officio* member of each. Members will be appointed by the President or Committee Chair. Committees will address such concerns as the Board directs, reporting to the Board, and recommending actions for the Board's consideration.

Section VI - Budget

An annual budget shall be presented to the Board by the Vice President of Finance, and adopted no later than February each year.

Section VII – Baseball Operations

The baseball operations of the Brewster Baseball Club shall be conducted by the General Manager and such staff as the General Manager appoints to assist with these responsibilities. The General Manager shall be responsible for directing all baseball operations. This includes, but is not limited to, adhering to all Cape Cod Baseball League and Brewster Baseball Club guidelines, expectations, by-laws, policies, procedures, and deadlines. The General Manager has responsibility for management of the baseball operation, which includes supervision (and, if necessary, discipline) of players and coaches, contracting of players, employment, uniforms and equipment, in-season field maintenance, players' travel, and game transportation.

The Board shall appoint a Head Coach, on the recommendation of the General Manager. Such recommendation shall be made no later than the October meeting. Assistant coaches shall be appointed by the General Manager on recommendation of the Head Coach.

Section VIII - Bylaws

The bylaws may be altered or amended by a two-thirds vote of the Board of Directors at any regular or special meeting, provided notice of the proposed change(s) shall have been provided to all members of the Board at least fourteen days prior to the meeting. The bylaws shall be reaffirmed each year at the annual meeting.