



Premier Baseball League of Ontario

3898 Arie Crt., Camlachie, Ontario N0N 1E0

<http://thepblo.com>

Constitution 2021

Article I. NAME AND PURPOSE

SECTION 1.01 Name:

The name of this league shall be the Premier Baseball League of Ontario (PBLO).

SECTION 1.02 Purpose:

The PBLO has been formed for the purpose of fostering, improving, promoting, and perpetuating the health and welfare of high-performance amateur baseball in Ontario through a permanent organization dedicated to the best interest of amateur baseball players.

The PBLO is committed to honesty, integrity, and the highest ethical standards of operation.

The PBLO will provide and promote post-season berthing opportunities and fair competition without regard to a participant's race, ethnic background, or religious beliefs.

SECTION 1.03 Geographic Area:

PBLO Members shall be located in Canada.

SECTION 1.04 Affiliations:

Members may choose to affiliate with any of the baseball organizations as agreed to by the PBLO membership.

Article II.

MEMBERSHIP

SECTION 2.01 Eligibility:

- a) Membership shall consist of amateur baseball organizations (“Members”), having teams which compete in one of more of the membership divisions established by the PBLO within the geographic area of Canada.
- b) Members may also be individuals approved by the majority of the board based upon their skill, ability and experience who may act independently of any amateur baseball organization and who shall be responsible to represent the general interest of the PBLO

SECTION 2.02 Admissions and Removal:

- a) **Admissions.** Teams wishing to gain entry to the PBLO must make application by July 1st of the current playing season. The board may admit as probationary members, those applicants that satisfy the membership criteria set out in Section 2.01 Eligibility, sub-section a) and b) starting after August 1st of the new PBLO playing season.
- b) **Removal:**
A member may be removed from the PBLO following an affirmative vote of 75% of the governors.

SECTION 2.03 Classes of Members:

There shall be two classes of Members, Full Members and Probationary Members.

- a) **Full Members**
Full members shall be the signatories to this Constitution as well as any members accepted by the board upon expiration of their probationary period. Full members are listed in Appendix “A” of this constitution.
- b) **Probationary Members**
Probationary members shall include all applicants accepted by the board for membership, provided that the applicant has executed a counterpart of this constitution, agreeing to be bound by its terms. The board shall establish a probationary period for each new member. The probationary period shall be at least 12 months and shall not exceed 24 months. Probationary members may attend meetings of the PBLO other than meetings of the Executive committee but shall have no vote. Probationary members are listed in Appendix “B”. A full member may be re-classified as a probationary member if after due process the board deems such action advisable.

SECTION 2.04 Obligations:

a) Annual League Dues:

Each active member shall pay the annual dues to the treasurer within 30 days of annual dues notification. The treasurer is required to inform members as to current year's dues on or before Feb 1st.

b) Performance Bonds:

Each new member shall be required to post a performance bond per team with the treasurer of the PBLO in an amount as indicated in the annual budget passed at the AGM.

c) Fines/Penalties:

Members are required to pay all fines or penalties that may be duly imposed upon them from time to time. All fines and dues must be paid in full prior to the AGM for a member to be granted voting privileges.

Article III. BOARD OF GOVERNORS

SECTION 3.01 Establishment/Appointment of Governors:

Each member may appoint one representative (a Governor) and one alternate to vote in the Governors absence (Alternate Governor) who will serve on the Board of Governors of the PBLO ("the board").

Eligibility for the Board

A person must be at least 21 years of age, of sound mind and not subject to mental disability. A Governor may not be an undischarged bankrupt and must have no criminal convictions or pending charges involving trafficking in illegal substances, fraud, or moral turpitude.

SECTION 3.02 General Powers and Duties:

Power/Decisions:

The board shall be responsible for the oversight of the PBLO. The board upon recommendation of the executive committee may enact by-laws to govern the affairs of the PBLO subject to the terms of this constitution. Any by-laws enacted by the board shall be in force until the next Annual General Meeting, at which it must be approved by a majority of the membership. The executive committee may make day-to-day operational decisions of the PBLO; however, all decisions shall be ratified by a majority vote of the governors.

a) **Executive Committee:**

The board shall elect from the governors and alternate governors an executive committee that shall be responsible for the day-to-day operations of the PBLO. The members of the executive committee shall be the officers of the PBLO and shall have duties and responsibilities as set out in Section 3.02 General Powers and Duties.

b) **Duties of Governors:**

A Governor shall:

- i) Uphold the governing principles of the PBLO.
- ii) Act in good faith, honestly and in the best interests of the PBLO at all times.
- iii) Exercise the care, diligence and skill of a reasonably prudent person in exercising his/her powers and performing his/her duties as a director.
- iv) Review the agenda and supporting material in advance of a meeting.
- v) Attend all meetings to which assigned or appointed and notify the Chairperson as soon as possible when unable to attend.
- vi) To inform yourself fully about issues to be discussed and/or voted upon at an upcoming meeting, prior to the meeting if possible.

SECTION 3.03 Quorums:

A quorum shall exist when at least 50% plus (+) one of the governors are present in person or by phone. Any resolutions adopted shall be approved by a majority vote of all governors entitled to vote.

SECTION 3.04 Delegations to Committees:

The board upon recommendation of the executive may by resolution establish standing adhoc or special committees to perform such functions as deemed necessary.

SECTION 3.05 Elections:

All elections will take place at the Annual General Meeting (AGM) of the PBLO.

SECTION 3.06 Successive Terms:

A governor or executive committee member may be elected for successive terms. Each franchise shall have a governor and an alternative and they shall remain on the board until the executive has been informed as to their replacement.

SECTION 3.07 Removal of an Executive Committee Member:

An executive committee member may be removed from office by a 2/3rd vote of the executive if such member is deemed to be in a conflict of interest with the mission and/or objectives of the PBLO or is engaged in activities deemed detrimental to the PBLO.

SECTION 3.08 Terms of Office for Executive Committee:

Term of office shall be one (1) year or until the next Annual General Meeting (AGM).

SECTION 3.09 Mid-Term Vacancies:

Should a vacancy occur on the executive committee for any reason, the President may appoint an interim governor to the executive committee subject to a majority vote of the entire executive committee. That governor once ratified shall hold all the powers of an executive committee member and shall complete the balance of the predecessor's term.

SECTION 3.10 Compensation:

No governor or executive committee member of the PBLO shall receive any compensation for the performance of his or her duties as a governor or executive committee member. Governors and executive committee members shall be reimbursed by the Treasurer for reasonable, approved expenses in the performance of their duties.

Article IV. MEETINGS

SECTION 4.01 Annual General Meeting (AGM)

The Annual General Meeting of the PBLO is to take place on the 3rd last or last Sunday of November at a time and location determined by the Commissioner. The Secretary shall provide notice and an agenda fifteen (15) days prior to the meeting date. The AGM agenda will be dealt with as follows:

1. Chairperson Message
2. Consideration of the minutes from previous AGM.
3. Report of the Secretary.
4. Report of the Treasurer.
5. Consideration of the (new season date) proposed budget.
6. Report of any Special or Standing committees.
7. Consideration of proposals for amending the Constitution and By-Laws of the Organization.
8. General Business.
9. Election of Officers and Directors for the PBLO including Chairperson, Vice-Chairperson, Secretary, Treasurer, and the appointment of a League Commissioner.
10. Adjournment

SECTION 4.02 Meetings:

a) **Governor's Meetings:**

Governors' meetings shall be held as deemed necessary. The secretary shall send notice of the meeting and an agenda at least fifteen (15) days prior to the meeting date to all governors.

b) **Special Meetings:**

May be called by the Chairperson or Commissioner or by a 2/3rd vote of the executive committee. The secretary shall send notice of the meeting and an agenda at least fifteen (15) days prior to the meeting date to all members.

c) **Executive Committee Meetings:**

Meetings of the executive committee shall be held from time to time at a reasonably accessible location to all executive members, as or the PBLO requires. Meetings can be by phone, email or in person. Three members of the executive committee or the commissioner and chairperson may call for a meeting of the executive committee upon fifteen (15) days written notice.

d) **Proxy:**

There shall be no proxy vote or proxy representation permitted at any PBLO meeting.

Article V. AMENDMENTS

This constitution may be amended by a two-thirds (2/3rd) vote of the executive committee followed by three quarters (3/4) vote of the governors at any annual or special general meeting.

Article VI. TERM AND DISSOLUTION

This constitution shall continue for an indefinite term. The PBLO may be dissolved upon a resolution passed by two-thirds (2/3rd) majority of the executive committee, followed by a ratification vote of at least three-quarters (3/4) of the members.

Article VII.

GENERAL

SECTION 7.01 Assignments:

The provisions of this agreement are personal to the members and except where expressly permitted in the by-laws and then only in the manner permitted, may not be assigned, delegated, or transferred in whole or in part by the act of any member or by operation of law. Nothing in the subsection shall preclude an amalgamated, successor or continued entity from taking the benefit of the membership of an amalgamating, predecessor, or continuing member, provided that it continues to meet the criteria of membership and the necessary qualification for function performance in the services in which it intends to participate.

SECTION 7.02 Entire Agreements:

This constitution constitutes a valid and binding agreement among the members. This constitution as amended from time to time is the entire agreement among the members with respect to its subject matter.

SECTION 7.03 Conflicts:

Where a conflict exists between the terms of this constitution and any other document or policy of the PBLO, the terms of this constitution shall prevail.

SECTION 7.04 Counterparts:

This agreement may be executed in counterparts, each of which shall be deemed to be an original and all of which when taken together and with the written confirmations of membership executed by members substantially in the form appended here to as Schedule 1 and in accordance with the provisions hereof shall constitute a single agreement and document.

SECTION 7.05 English Language:

Each member hereby acknowledges that it has required this agreement, the by-law and regulations and all policies, directives, guidelines, and other instruments of the association to be drawn up in the English language. Les parties reconnaissant avoir demandé que la présente convention ainsi que tous les documents qui s'y rattachent soient rédigés en langue anglaise

Appendix “A”

In Witness Whereof the following members have agreed to be bound by the terms of this constitution.

London Badgers: *Mike Lumley*

Ottawa/Nepean Canadians: *Shail Paliwal*

Ontario Yankees: *Nigel Wilson*

Dated January 5, 2021

Appendix “B”

Probationary teams within the PBLO

1. Oshawa Legionaires: *Ken Babcock*
2. Sarnia Braves: *John Vasey*
3. Sudbury Voyageurs: *Jean - Gilles*
4. Tecumseh Thunder: *Jamie Kell*
5. King’s Edge School: *Trevor Wambach*

Dated: January 5, 2021