<u>Bylaws</u>

Article 1.0 NAME

The name of the Society shall be the American Baseball Biomechanics Society.

Article 2.0 HISTORY

The American Baseball Biomechanics Society (ABBS) is a not-for-profit organization established in February 2020. In early February, Dr. Glenn Fleisig emailed an interest form to dozens of people involved in baseball biomechanics. Forty-four people responded with interest in joining the Society, including 10 who expressed strong interest in being involved in the Society's formation. On February 27, 2020, a conference call was conducted among the 10 people with a strong interest: Anthony Brady, Dr. Glenn Fleisig, Ben Hansen, Dr. Bryson Nakamura, Dr. Gretchen Oliver, Dr. Hillary Plummer, Dr. Jonathan Slowik, Dr. Matt Solomito, Ethan Stewart, and Megan Stewart. The Society's name was selected on that conference call. Dr. Robert Shapiro joined this founding group shortly thereafter.

Article 3.0 PURPOSE

The purpose of the Society is to provide valid, valuable biomechanical information to baseball players, coaches, teams, and organizations; as well as to set standards for sports biomechanics evaluations and analyses within a baseball setting.

Article 3.01 Diversity

The ABBS is committed to creating a culture within the Society that encourages and values diverse and inclusive participation; building both a membership and a leadership of ABBS that reflect the communities we represent, study, and serve.

Article 4.0 MEMBERSHIP

Membership of the Society shall consist of the following classes: regular member, student member, emeritus member, and fellow.

Article 4.01 Regular Members

Membership shall be open to any individual who is interested in the application of biomechanics in baseball.

Article 4.02 Student Members

Student members are individuals who are attending institutions of learning (e.g., high school, undergraduate, or graduate) but are not concurrently employed anywhere as a full-time employee.

Article 4.03 Emeritus Members

Emeritus Members shall be those members of the Society who are designated as such by the Board of Directors of the Society. Emeritus Member status is reserved for long-standing members of the Society who have made substantial contributions to the Society and the field of baseball biomechanics. To be designated an Emeritus Member, the member must be retired from professional employment. Emeritus Members have all privileges of membership.

Article 4.04 Fellows

ABBS Fellows are members of the Society who have been recognized for their substantial scholarly and/or service contributions to ABBS and baseball biomechanics.

Article 4.05 Membership Period and Dues

The membership year is one calendar year. The Board of Directors sets the annual membership dues amounts for each member class.

Article 4.06 Good Standing as a Member of the Society

Only members in good standing may vote, stand for election, or hold office.

Membership in the Society may automatically lapse for non-payment of dues at the end of ninety days after being billed twice for the current membership year.

In any year in which the dues have been set at \$0, the Board of Directors may elect to clean up the membership list by removing members for whom they are unable to confirm a desire to remain an active member of the Society, despite repeated attempts.

Any member desiring to actively resign from the Society shall submit their resignation in writing to the Secretary, who shall present it to the Board of Directors for action.

In the event of criminal wrongdoing or any other conduct detrimental to the operation or reputation of the Society, a member may be subject to expulsion from the Society by the Board of Directors in accordance with the following procedures:

(a) The Board of Directors shall adopt a preliminary resolution by the affirmative vote of a majority of members present at any regular or special meeting of the Board of Directors. The preliminary resolution must state the reason or reasons for removal. Upon passage of the preliminary resolution, the member in question shall be immediately suspended from the Society.

- (b) A copy of the resolution shall be delivered to the member in question, by electronic mail or any other method deemed appropriate by the Board of Directors, as soon as possible. Within fourteen (14) days of delivery of the preliminary resolution, the suspended member may request a hearing by filing a written statement with the Board of Directors. This hearing shall be held at a special meeting of the Board of Directors no later than thirty (30) days after the request is filed, or at another date agreed upon by the suspended member and the Board of Directors.
- (c) The Board of Directors may adopt a final resolution of removal, effective immediately, by a two-thirds vote. The final resolution of removal may be adopted at any time after the requested hearing or, if a hearing has not been requested, fourteen (14) days from the date of delivery of the preliminary resolution. The Board of Directors may also choose, by majority vote, to dismiss the preliminary resolution, ending the suspension of the member in question with immediate effect.

The action of the Board of Directors in expelling a member from the Society shall be final.

Article 5.0 BOARD OF DIRECTORS

Article 5.01 Board of Directors and Executive Council

The Executive Council shall consist of 6 (six) Officers, who together with up to 9 (nine) Directors shall constitute the Board of Directors of the Society.

The Board of Directors shall meet at least four times annually. Other meetings of either the Executive Council or the Board of Directors may be called by the President or upon the written request of five (5) Officers and/or Directors. The role of the Executive Council is to act quickly when urgent matters arise, and it is impractical to convene the full Board of Directors. The Executive Council has the power to act with the full authority of the Board and is accountable to the full Board. The Executive Council should submit meeting minutes, including a record of votes, to the Board for approval at the next full Board meeting.

Upon written request, any member in good standing may attend a Board of Directors meeting and participate in the discussions, but only Board Members may propose or make second motions and/or vote.

Article 5.02 Officers

The Executive Council shall include the President, Secretary General, Treasurer, Vice President of Conferences and Meetings, and Vice President of Social Media. The sixth officer position on the Executive Council will alternate annually between the President-Elect and the Past-President (see sections 6.02 and 6.03).

Article 5.03 Term Lengths

The President shall serve for one year as President-Elect, two years as President, and one year as Past-President. The Student Representative shall serve for a two-year term. The other Officers and Directors shall serve for three-year terms, except when filling a vacancy (see Article 5.09).

Article 5.04 Term Limits

The Directors are eligible for re-election on completion of their term of office for up to a maximum of 6 consecutive years. The 6-year term limit does not apply to the terms served as an officer.

Article 5.05 Officer and Director Elections

Open positions for Officers of the Executive Council (President-Elect, Secretary General, Treasurer, Vice President of Conferences and Meetings, and Vice President of Social Media) shall be filled by an annual election among the Society membership. Following the Officer election, a second election will be held among the Society membership to fill open positions for Directors. Only student members shall be allowed to vote for the Student Representative, while all members shall be allowed to vote for the Officers and other Director Positions.

If there are multiple open general Director positions (see Article 6.09) with different term lengths (see Article 5.09 regarding vacancies), the longest term shall be filled by the eligible candidate receiving the most votes, the second-longest term shall be filled by the eligible candidate receiving the second-most votes, and so on.

Any ties that result from the greater Society membership vote(s) shall be resolved via a vote among the Board of Directors.

If, for some reason, any of the positions on the Board of Directors is not filled by election, the new Board of Directors may appoint someone to the position (either during the Annual Business Meeting or at a subsequent Board meeting).

Article 5.06 Beginning and End of Terms

The terms of Officers and Directors elected during annual elections will begin during the subsequent Annual Business Meeting (see Article 9.0), and the terms of outgoing Officers and Directors will thus conclude then as well.

Article 5.07 Term Lengths of Founding Board Members

The first set of Board Members, consisting of the founding group, was approved at the initial Annual Business Meeting. To ensure continuity, the first set of Board Members were assigned terms of 2, 3 or 4 years.

Article 5.08 Good Standing as a Board Member

Any Board Member desiring to actively resign from the Board of Directors shall submit their resignation in writing to the Secretary, who shall present it to the Board of Directors for action.

In the event of chronic absenteeism, dereliction of duties, criminal wrongdoing, or any other conduct detrimental to the operation or reputation of the Board or the Society, a Board Member may be subject to removal from their position by the remainder of the Board of Directors. This can be done separately or in conjunction with removal from the Society. The Board of Directors may remove a Board Member in accordance with the following procedures:

- (a) The Board of Directors shall adopt a preliminary resolution by the affirmative vote of a majority of members (excepting the Board Member whose conduct is in question) present at any regular or special meeting of the Board of Directors. The preliminary resolution must state the reason or reasons for removal. Upon passage of the preliminary resolution, the Board Member in question shall be immediately suspended from their duties. In the case of the President, control of the meeting shall be ceded to the Past-President / President-Elect, to avoid the conflict of presiding over the discussion of their own suspension and/or removal.
- (b) A copy of the resolution shall be delivered to the Board Member in question, by electronic mail or any other method deemed appropriate by the Board of Directors, as soon as possible. Within fourteen (14) days of receipt of the preliminary resolution, the suspended Board Member may request a hearing by filing a written statement with the Board of Directors. This hearing shall be held at a special meeting of the Board of Directors no later than thirty (30) days after the request is filed, or at another date agreed upon by the suspended Board Member and the remainder of the Board of Directors.
- (c) The Board of Directors may adopt a final resolution of removal, effective immediately, by a two-thirds vote of those present (excepting the suspended member). The final resolution of removal may be adopted at any time after the requested hearing or, if a hearing has not been requested, fourteen (14) days from the date of delivery of the preliminary resolution. The Board of Directors may also choose, by majority vote of those present (excepting the suspended member), to dismiss the preliminary resolution, ending the suspension of the member in question immediately.

The action of the Board of Directors in removing a Board Member shall be final.

Article 5.09 Vacancies on the Board of Directors

Vacancies on the Executive Council (i.e., officer positions) occurring outside of the standard election cycle may be filled by appointment by the President, with the approval of the Board of Directors. These appointees shall serve only for the duration of the terms of the previous incumbents. It is preferable for the appointee to be a current Officer or Director. However, if the appointee is an Officer or Director, they must forfeit the remainder of their own term.

Other vacancies on the Board of Directors (i.e., non-Officer Directors) occurring outside of the standard election cycle may be filled temporarily by appointment by the President, with the approval of the Board of Directors. These appointees shall serve only until the Annual Business Meeting following the next

annual election, upon which a newly-elected candidate will fill the seat (see Article 5.05 regarding annual elections).

Article 5.10 Society Representation

The President shall be empowered to assign ABBS members to represent the Society at special gatherings and events. The President shall report on these events and assignments at the next full Board Meeting following the event. If possible, the president shall attempt to provide an initial report on them at a full Board meeting prior to the event as well.

Article 6.0 DUTIES OF THE BOARD OF DIRECTORS AND ITS MEMBERS

Article 6.01 President (Officer)

The chief executive officer, the President, generally shall supervise the affairs of the Society and perform all duties incident to the office and those prescribed from time to time by the Executive Council and Board of Directors. This includes internal workings within the Society as well as external interactions with other societies, organizations, companies, sponsors, individuals, and the media.

Article 6.02 President-Elect (Officer)

The President-Elect shall serve one year in this position before assuming the position of President. The term of President-Elect shall coincide with the final year of his/her predecessor's final year as President. The President-Elect shall assist the President in performing his/her duties, and in the absence of the President, shall perform the duties of that office. During this term, the President-Elect shall be the chairperson of the Elections Committee.

Article 6.03 Past-President (Officer)

The President shall serve as Past-President for one year, immediately upon conclusion of his/her term as President. The Past-President shall assist the President in performing his/her duties, and in the absence of the President, shall perform the duties of that office. During this term, the Past-President shall be the chairperson of the Elections Committee.

Article 6.04 Vice President of Conferences and Meetings (Officer)

The Vice President of Conferences and Meetings shall function as the Chairperson of the Conferences and Meetings Committee, which is responsible for planning, coordinating, and implementing conferences, clinics, tutorials, workshops, and meetings. If an Annual Symposium, or similar, occurs in a given year, the Vice President of Conferences and Meetings shall have the overall responsibility for the Annual Symposium and function as Co-Chairperson of any local Symposium Committee, together with the local Symposium Chair. The Vice President of Conferences and Meetings may delegate the required responsibilities of the Conferences and Meetings Committee to other committee members as appropriate (see Article 7.04).

Article 6.05 Vice President of Social Media (Officer)

The Vice President of Social Media shall function as the Chairperson of the Social Media Committee, which is responsible for publicizing the activities and accomplishments of the Society and its members through social media. The Vice President of Social Media is also responsible for publications among ABBS members, such as the ABBS website and blog and Facebook, LinkedIn, and other social media posts. The Vice President of Social Media may delegate the required responsibilities of the Social Media Committee to other committee members as appropriate (see Article 7.05).

Article 6.06 Secretary General (Officer)

The Secretary General shall be custodian of the official documents and records and shall maintain the files of the Society, including the membership roster, which shall be maintained jointly with the Treasurer. The Secretary General is also responsible for recording meeting minutes and notifying members of all elections and Society events.

Article 6.07 Treasurer (Officer)

The Treasurer shall be the chief financial officer of the Society and shall maintain appropriate bank accounts and financial records of the Society and shall jointly maintain the membership roster with the Secretary General. The Treasurer shall ensure that all expenditures are proposed to the Board of Directors and made in accordance with the approval of the Board. The Treasurer shall prepare a fiscal year-end audited financial statement to be utilized in required annual submissions to the IRS.

Article 6.08 Student Representative (Director)

The Student Representative is a director position and shall be responsible for facilitating student involvement in the Society and communicating with the Board of Directors on behalf of the student members and their interests. Only Student Members are eligible to become the Student Representative (i.e., while it is recommended that this director be a student throughout their term, he/she must, at a minimum, be a student at the beginning of his/her term).

Article 6.09 Additional Directors

The needs and interests of the Society shall determine the function of the general directors (i.e., director positions not restricted to specific membership classes).

Article 7.0 COMMITTEES

Article 7.01 Committee Membership

Unless provided otherwise, the Chairpersons shall select the members of their committees from among the Society membership and report their activities to the Executive Council, Board of Directors, or Annual Business Meeting as appropriate. After each Annual Business Meeting, Committee Chairpersons evaluate the composition of their committee and report any changes.

Article 7.02 Standing Committees

The committees listed here shall be designated as Standing Committees and shall function on a continuing basis. They shall carry out duties, and report as hereinafter specified.

The Standing Committees shall be: Elections, Social Media, Conferences and Meetings, Bylaws, and Awards.

Article 7.03 Elections Committee

The Chairperson shall be the Past-President / President-Elect. The remaining committee members will be at least two Board Members, selected by the chairperson. It is preferable for the committee to not include any likely candidates for that year's elections among its members. Any committee member should abstain from decisions regarding elections for which they will be a candidate. The Committee shall receive and solicit nominations for any open Officer and/or Director positions to ensure that the composition of the Board of Directors will meet the criteria detailed in Section 5.01. A description of the duties of each relevant position and the year of term expiration shall be included in the Election Announcements / Calls for Nominations. The Committee shall attempt to provide at least two candidates for each open officer position, ensuring that each selected candidate is a member of the Society and is qualified, able, and willing to serve in the office concerned. The Committee shall also ensure that each director candidate is a member of the Society and is qualified, able, and willing to serve in that role. The slate of candidates shall be submitted to the Secretary General, and the Committee shall oversee the elections per the rules and procedures detailed in Article 5. In matters related to the nominations and election of the Student Representative, the incumbent representative shall assist and be consulted, provided they are not a likely candidate themselves (i.e., running for re-election), regardless of whether they are an official member of the Elections Committee.

Article 7.04 Conference and Meetings Committee

The Chairperson shall be the Vice President of Conferences and Meetings and shall include at least two other members appointed by the Chairperson. When appropriate, the Conferences and Meetings Committee shall arrange the Annual Symposium conference venue and hosts, review conference abstracts, and establish the conference agenda. The Conferences and Meetings Committee shall be responsible for engaging and coordinating with similar, parallel organizations or societies to enhance the growth of the baseball biomechanics field. To the extent necessary, the Conferences and Meetings Committee will be responsible for securing the location of the ABBS Annual Business Meeting.

Article 7.05 Social Media Committee

The Chairperson shall be the Vice President of Social Media and shall include at least two other members appointed by the Chairperson. The Social Media Committee shall be responsible for publicizing the activities and accomplishments of the Society and its members on social media and for communications among members of the Society.

Article 7.06 Bylaws Committee

The President shall appoint the Chairperson, who shall be one of the Directors. The Committee shall include at least two other members appointed by the Chairperson. The Committee shall review the Bylaws in relation to the current structure and functioning of the Society and propose appropriate amendments to improve the Society.

Article 7.07 Awards Committee

The President shall appoint the Chairperson, who shall be one of the Directors. The Committee shall include at least two other members appointed by the Chairperson. The Awards Committee shall be responsible for creating and maintaining a detailed list of Society awards and/or grant opportunities, along with the associated criteria with which candidates will be evaluated. The Committee shall also solicit nominations, select winners, and manage award delivery and/or presentation.

Article 7.08 Ad Hoc Committees

If the need arises, the Board of Directors may create additional committees (appointing a chairperson) to address particular issues or projects that are not within the scope of the standing committees. These ad hoc committees are typically focused on a specific task and are disbanded after task completion. If it becomes apparent that the Society requires the duties of this committee to be performed on a continuing or recurring basis, the next set of proposed changes to the bylaws should include the addition of the committee as a standing committee.

Article 8.0 QUORUMS AND VOTING

Article 8.01 Quorums

A quorum for meetings of the Executive Council shall be four (4) officers. A quorum for meetings of the Board of Directors shall be one-third of the Board plus one (1). A quorum for votes and/or meetings of the Society membership (e.g., Elections, Annual Business Meeting) shall be the lesser of 25% or 25 duly qualified members in good standing.

Article 8.02 Majority Voting

ABBS Bylaws Revision Proposal (2025) - New Bylaws

All votes shall be decided by the majority of votes cast, with the exception of changes to the bylaws of the Society (see Article 10.01), as well as expulsion from the Society (see Article 4.06) and/or the Board of Directors (see Article 5.08).

Article 8.03 Proxy Voting

Proxy votes from members will be accepted at the Annual Business Meeting (see Article 9 for description of meeting), provided that the Secretary General receives such votes two weeks prior to the commencement of such meeting.

Article 8.04 Email Voting

The email voting period shall be at least 7 days from the time the email is sent to the full Society membership.

Article 8.05 Meeting Rules

Robert's Rules of Order shall govern proceedings at all meetings of the Society. If the rules of order conflict with the Bylaws, the latter shall prevail.

Article 9.0 ANNUAL BUSINESS MEETING OF ABBS

Article 9.01 Meeting Purpose

The Annual Business Meeting will be held for the dissemination of information and ideas among members of the Society; for the receipt of annual reports from Officers and/or Committees; and for any other business deemed relevant to the full Society membership.

Article 9.02 Meeting Logistics

The Annual Business Meeting of the Society may be held in conjunction with the holding of the Annual Symposium and/or in conjunction with a meeting of any other Society or baseball-related organization (e.g., American Society of Biomechanics, International Society of Biomechanics in Sports, Major League Baseball). Upon approval from the Board of Directors, the Annual Business Meeting of the Society may also be held as a standalone meeting.

Article 10.0 BYLAWS AMENDMENTS AND REVISIONS

Article 10.01 Approval of Changes to the Bylaws

ABBS Bylaws Revision Proposal (2025) – New Bylaws

The Bylaws may be amended or revised with the approval of two-thirds of the members voting in an email poll or two-thirds of the members voting at the Annual Business Meeting, provided a quorum is achieved.

Article 10.02 Notification of Proposed Changes

All amendments and/or revisions to the Bylaws must be provided to members fourteen (14) days prior to voting.