

# *Billerica Girls Softball Association*

## **BY-LAWS**

(Amended March 1, 2011)

### **ARTICLE I – NAME DESIGNATION**

This organization shall be known as the Billerica Girls Softball Association, Inc. and may be comprised of any amateur softball team, clinic or classes.

### **ARTICLE II – OBJECTIVE**

- a. The objective of the Billerica Girls Softball Association, Inc, herein referred to as the Association, shall be to promote the ideals of good sportsmanship, loyalty and responsibility to assist the girls character development.
- b. The objective will be obtained by providing supervised competition and instruction in softball that stresses the importance of participation rather than winning.

### **ARTICLE III – GOVERNING STRUCTURE**

- a. The members of the Association shall be governed by the Board of Directors under the rules and regulations adapted herein. The Board shall consist of a maximum of sixteen (16) members: the Officers (President, Vice-President, Treasurer and Secretary) and up to twelve (12) additional Board members.
- b. All Officers will be elected for a one (1) Board year term. A Board year shall be from the first meeting in November to the following October meeting when new elections are held.
- c. The Officers and Board, as the first order of business at their annual meeting, shall elect those Directors whose elected seats have expired or become vacant.
- d. The next order of business at the annual meeting shall be for the returning Directors to elect a President, Vice-President, Treasurer and Secretary. This election shall be overseen by the outgoing President, if applicable.
- e. Governing of the Association shall be under the supervision of the Executive Board. They shall enforce all policy matters and install and conduct reasonable rules and regulations as may be necessary to carry out the objectives and purpose of this organization, where they do not conflict with the by-laws herein.
- f. Vacancies on the Board shall be filled by vote of the remaining Directors, and such appointees will serve until the next annual election.
- g. A Board member who has served at least three (3) consecutive years on the Board, and will continue to serve the Board by participating in at least one activity on an annual basis, may serve as a nonvoting Associate Board Member. Election of Associate Board Members will occur at the annual Board meeting, immediately prior to the election of the new Board.
- h. All Board nominees shall either appear before the Board or submit in writing the reasons they want to join the Board, how they believe they could contribute, and the position(s) for which they are applying.
- i. The Association shall hold harmless and indemnify Board members for all actions, decisions, conduct and ministerial decisions, other than for acts of gross negligence or intentional misconduct, to the extent permissible by law.

### **ARTICLE IV – DESIGNATED MEETINGS**

- a. The annual meeting for the election of Officers and Board members shall be called on the last meeting of October of each year. The annual reading of reports shall be submitted.

- b. The agenda for each regular meeting shall include committee reports from all areas of responsibility. Notice to the Board for any special item to be placed on the agenda must be presented to the Secretary at least ten (10) days prior to the meeting.
- c. Board of Director meetings shall be held once a month commencing in November and continuing through April. Additional meetings may be called by the President at any time or upon written request to the President by at least three (3) members of the Board.
- d. A duly constituted meeting of the Board shall be one at which a majority of the elected Officers and Board are present. A majority vote of those present shall govern except when otherwise provided.

**ARTICLE V – DUTIES OF OFFICERS**

- a. The President: As chairperson of the Board of Directors, (s)he will supervise the affairs and activities of the Association, make an annual report to the members, and appoint volunteers to committees as required.
- b. The Vice-President: (S)he will assume the duties of the President in the absence of the President and will work with the President on all affairs concerning the Association.
- c. The Treasurer: (S)he will keep the books of the organization, disburse funds at the direction of the Board and give detailed financial reports as required.
- d. The Secretary: (S)he will keep minutes of all meetings, keep meeting attendance and shall be in charge of all official and non-official records.

**ARTICLE VI – DUTIES OF DIRECTORS**

- a. The Directors shall be responsible for overseeing the operation of the Association's programs by promoting the advancement of the standards as in the by-laws.
- b. Directors shall accept and carry out any responsibilities assigned for the advancement and success of the Association. Members are required to attend at least two thirds (2/3) of meetings and participate in at least two thirds (2/3) of events scheduled for each Board year, with consideration for exceptional circumstances. Participation in events is defined as significant help in event preparation and/or actual attendance of the event. Exceptional circumstances will be determined by a two thirds (2/3) vote of the current Board. Poor attendance is defined as attending less than two thirds (2/3) of meetings, and poor participation in events is defined as participating in less than two thirds (2/3) of events, and both may result in a request for resignation from the current league President as directed by the Board.
- c. The power of removal from any committee or the Board shall rest with a two thirds (2/3) majority vote of the Directors.

**ARTICLE VII – ANNUALLY APPOINTED POSITIONS**

The Board shall annually appoint the following positions, as well as any others deemed necessary for the year. These positions will be under the direct supervision of the Board at all times.

- a. League Commissioners and Assistant League Commissioners will be appointed for each of the following leagues:

- Instructional League,
- Junior League,
- Middle League, and
- Senior League.

- 1. The League Commissioners shall have ultimate responsibility for all players and coaches in their respective leagues, the responsibility of enforcing the play regulations, creating team rosters, and any other duties that are necessary to obtain and maintain the objectives of the Association.

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2. In addition, once the season begins, the scheduling of any extra practices and the rescheduling of all rainouts and blackouts is the responsibility of the League- or Assistant League Commissioner, working in conjunction with the League Scheduler.
- b. Equipment Coordinator: It shall be the duty of this person to secure and maintain all equipment belonging to the Association, subject to the approval of the Board of Directors. This person is, however, not responsible for lost, stolen or damaged equipment.
- c. Safety Coordinator: This person shall be responsible for doing what (s)he deems necessary to secure and maintain the safety and welfare of all players and coaches.
- d. Uniform Coordinator: It shall be the duty of this person to secure and maintain all uniforms belonging to the Association, subject to the approval of the Board of Directors.
- e. Event Coordinator: It shall be the duty of this person to oversee and coordinate all league events such as photo days, banquets, etc.
- f. Publicity Coordinator: It shall be the duty of this person to coordinate all publicity efforts of the League, including, but not limited to maintaining a relationship with local media outlets.
- g. Registrar: It shall be the duty of this person to oversee the annual registration process, maintain all records of registrations, collect all registration fees and turn over such to the Treasurer.
- h. Umpire-in-Chief: It shall be the duty of this person to secure, train and maintain a team of umpires, subject to the approval of the Board of Directors, which will be assigned to officiate games.
- i. Webmaster: It shall be the responsibility of this person to oversee the appearance, content, maintenance and features of the league web site(s).
- j. League Scheduler: This person shall be responsible for the initial creation of practice and game schedules and field availability.
- k. Sponsor Coordinator: It shall be the responsibility of this person to maintain the relationship with league sponsors, oversee the collection of annual sponsorship fees, and investigate new sponsor opportunities.
- l. CORI Coordinator: It shall be the responsibility of this person to oversee and perform all CORI (Criminal Offender Record Information) activities.
- m. Certification Coordinator: It shall be the responsibility of this person to ensure that all coaches and other personnel achieve certification as deemed necessary by the Board before the start of the season. This position is also responsible for overseeing the tracking and payment of all applicable certification renewals.

#### **ARTICLE VIII – MEMBERSHIP**

- a. The Board of Directors shall have the authority to suspend or revoke the sponsorship of any member whose conduct is considered detrimental to the objective of the Association. Such dismissal shall be by a two thirds (2/3) majority vote of the Board.

#### **ARTICLE IX – FINANCIAL POLICY:**

- a. The Board of Directors shall decide all matters pertaining to the finance of the Association and direct the expenditures of same. It shall be a permanent policy to place all income in a common Association Treasury.
- b. The Board shall not permit the contribution of funds to individuals or teams, but shall solicit same for the common treasury of the Association.
- c. The Board of Directors, upon majority vote, may elect to allocate funds from the general fund, or any other source, for any legitimate purpose, provided such purpose is

consistent with the goals and objectives of the Association. Notwithstanding the foregoing, no payment shall be made to any Officer or Director for services rendered.

- d. The youth registration payment plan shall be at the discretion of the Board and once finalized may not be changed except by a two thirds (2/3) majority vote of the Board.
- e. Sponsorship fees for spring teams shall be three hundred dollars (\$300.00) for the initial year and one hundred fifty dollars (\$150.00) per year thereafter. All sponsors must agree to an initial two (2) year commitment. This will entitle said sponsor for his/her business name to appear on the uniform of the team (s)he is sponsoring. Such lettering to be approved by the Board.

#### **ARTICLE X – RULES OF PLAY:**

- a. The official playing rules and regulations of the Amateur Softball Association of the United States shall be binding on the Association except where such rules conflict with any league rules sponsored by this Association.
- b. The local rules of this Association shall be enforced by the League Commissioners under the authorization of the Board of Directors.

#### **ARTICLE XI – COACHES AND UMPIRES:**

- a. The Board of Directors, in selecting coaches and umpires, shall formulate their own standards of character and leadership qualities, said standards in keeping with the objectives of the Association.
- b. The Board of Directors shall annually select the coaches of teams, whose conduct in the management of their teams shall be at all times under the direct supervision of the Board.
- c. Teams' official coaching staff shall consist of one (1) head coach and up to two (2) assistants. Head coaches may recommend one (1) or two (2) persons to be considered as assistant coaches for their teams, subject to the approval of the Board of Directors. All coaches will be required to pass BGSA's CORI screening process prior to being allowed to conduct league-sponsored activities.
- d. All coaches and umpires are expected to adhere to the rules and regulations established within these by-laws at all times. Any deviation from this may subject any coach or umpire to dismissal after a hearing, by a majority vote of the Board. Written notice of this hearing for the purpose stated shall be presented to the coach or umpire at least five (5) days prior to such hearing.

#### **ARTICLE XII – AMENDMENTS:**

- a. This constitution or any section thereto may be amended or repealed by a two thirds (2/3) majority vote of the Board of Directors at a duly constituted meeting provided that written notice of such proposed changes over the signature of the Secretary shall be mailed to each Board Member at least ten (10) days prior to the meeting at which such proposed changes shall be submitted to vote.

#### **Revision History**

##### **January 23, 2002**

###### Article IIIa

Capitalize the word "President" in "Vice-president".

###### Article IIIc

Change the wording of "Treasurer, Secretary" to "Treasurer and Secretary".

###### Article III d

Insert the numeral "(1)" and the numeral "(16)" in the sentence ". . . an additional Director shall be elected for a one year term to keep the Executive Board at sixteen".

###### Article IVb

Change the word "meetings" to "meeting".

Capitalize the word "Secretary".

Insert the numeral "(10)" between the words "ten" and "days".

###### Article IVc

Insert the numeral "(3)" between the words "three" and "members".

Article VIIa

Eliminate Junior League East and Junior League West Commissioners. Add Junior League and Middle League Commissioners.

Article VIIe

Change the wording from:

Safety Officer: (S)he has the authority and responsibility to do what (s)he deems necessary to secure and maintain the safety and welfare of all players and coaches.

To:

Safety Officer: This officer shall be responsible for doing what (s)he deems necessary to secure and maintain the safety and welfare of all players and coaches.

Article VIIf

Add position of Uniform Manager.

Article VIIg

Add position of Team Parent Coordinator.

Article VIIh

Add position of Publicity Director.

Article VIIi

Add position of Registrar.

Article VIIIb

Insert the word "by" between the words "be" and "a".

Article XIc

Insert the numeral "(1)" between the words "one" and "or".

Insert the numeral "(2)" between the words "two" and "assistant".

**February 8, 2002**

Article VIIb

Insert the word "volunteer" between the words "of" and "umpires".

Article VIIj

Add position of Umpire-in-Chief.

Article IIIg

New article creating position of Associate Board Member. (Note: This is reaffirming apparent Board vote of October 24, 1996)

Article IIIh

New article defining past Board Presidents as Ex-Officio Board members. (Note: This is reaffirming apparent Board vote of October 24, 1996)

Article XI

Change the title from Coaches to Coaches and Umpires.

Article XIa

Insert the words "and umpires" between the words "coaches" and "shall".

Article XIc

Insert the words "and umpires" between the words "coaches" and "are".

Insert the word "or umpire" between the words "coach" and "to".

Insert the word "or umpire" between the words "coach" and "at".

**January 5, 2004**

Article IIIa

Insert the words "a maximum of" between the words "of" and "sixteen".

Insert the words "up to" between the words "and" and "twelve".

Article VIb

Replace the sentence "Poor attendance of scheduled meetings may result in a request for resignation." with "Members are required to attend at least two thirds (2/3) of meetings and events scheduled for each year, with consideration of exceptional circumstances. Exceptional circumstances will be determined by a two thirds (2/3) vote of the current board. Poor attendance, as defined by attending less than two thirds (2/3) of meetings and events, may result in a request for resignation from the current league president as directed by the board."

**January 12, 2006**

Article IXd

Replace the sentence "Sponsorship fees for spring teams shall be one hundred dollars (\$100.00) per year." with "Sponsorship fees for spring teams shall be three hundred dollars (\$300.00) for the initial year and one hundred fifty dollars (\$150.00) per year thereafter."

**February 7, 2008**

Some sections renumbered and/or reformatted for clarity.

Article III.b (formerly III.d)

Define "Board year".

Remove sentence stating President automatically becomes a Board member for one year after their term expires.

Remove sentence regarding election of additional Director if President serves two successive terms.

Deleted former Article III.h regarding Ex-Officio members.

Article III.h

New article regarding Board nomination process.

Article III.i

New article regarding indemnification of Board members.

Article VI.b

Delete former paragraph "They shall accept and carry out any responsibilities assigned for the advancement and success of the Association. Members are required to attend at least two thirds (2/3) of meetings and events scheduled for each year, with consideration of exceptional circumstances. Exceptional circumstances will be determined by a two thirds (2/3) vote of the current board. Poor attendance, as defined by attending less than two thirds (2/3) of meetings and events, may result in a request for resignation from the current league president as directed by the board." Replace with "Directors shall accept and carry out any responsibilities assigned for the advancement and success of the Association. Members are required to attend at least two thirds (2/3) of meetings and participate in at least two thirds (2/3) of events scheduled for each Board year, with consideration for exceptional circumstances. Participation in events is defined as significant help in event preparation and/or actual attendance of the event. Exceptional circumstances will be determined by a two thirds (2/3) vote of the current Board. Poor attendance is defined as attending less than two thirds (2/3) of meetings, and poor participation in events is defined as participating in less than two thirds (2/3) of events, and both may result in a request for resignation from the current league President as directed by the Board."

Article VII.a

Added Assistant Commissioners.

Article VII.a.1

Removed Commissioner's responsibility of assigning volunteer umpires.

Article VII.d

Change title from Equipment Officer to Equipment Coordinator

Article VII.e

Change title from Safety Officer to Safety Coordinator

Article VII.f  
Change title from Uniform Officer to Uniform Coordinator

Article VII.g  
Delete title of Team Parent Coordinator and replace with Event Coordinator.

Article VII.h  
Change title from Publicity Director to Publicity Coordinator, and remove function of overseeing League web site.

Article VII.i  
New article creating position of Webmaster

Article VII.j  
New article creating position of League Scheduler

Article VII.k  
New article creating position of Sponsor Coordinator

Article VII.l  
New article creating position of CORI Coordinator

Article VII.m  
New article creating position of Certification Coordinator

Article VIII  
Delete former article VIII.a "Any person engaged in a business and having an active interest in the Association by way of sponsorship of a team or a donation shall be considered for honorary membership."

Article IX.c  
New article "The Board of Directors, upon majority vote, may elect to allocate funds from the general fund, or any other source, for any legitimate purpose, provided such purpose is consistent with the goals and objectives of the Association. Notwithstanding the foregoing, no payment shall be made to any Officer or Director for services rendered."

Article IX.e (formerly IX.d)  
Delete "Sponsorship fees for spring teams shall be three hundred dollars (\$300.00) for the initial year and one hundred fifty dollars (\$150.00) per year thereafter. Sponsorship fees for summer teams shall be one hundred and fifty dollars (\$150.00) per year. This will entitle said sponsor for his/her business name to appear on the uniform of the team (s)he is sponsoring. Such lettering to be approved by the Board." Replace with "Sponsorship fees for spring teams shall be three hundred dollars (\$300.00) for the initial year and one hundred fifty dollars (\$150.00) per year thereafter. All sponsors must agree to an initial two (2) year commitment. This will entitle said sponsor for his/her business name to appear on the uniform of the team (s)he is sponsoring. Such lettering to be approved by the Board."

Article X.c  
Delete reference to summer league teams

### **March 1, 2011**

Article XI.c  
Delete "Coaches shall recommend one (1) or two (2) assistant coaches for their teams subject to the approval of the Board of Directors."  
Replace with "Teams' official coaching staff shall consist of one (1) head coach and up to two (2) assistants. Head coaches may recommend one (1) or two (2) persons to be considered as assistant coaches for their teams, subject to the approval of the Board of Directors. All coaches will be required to pass BGSA's CORI screening process prior to being allowed to conduct league-sponsored activities."