

EASTVALE GIRLS SOFTBALL ASSOCIATION (EGSA)

Bylaws

Amended date: January, 2017

ARTICLE I – NAME

The Name of this organization shall be EASTVALE GIRLS SOFTBALL ASSOCIATION (EGSA), herein after referred to as League. The League is incorporated under the laws of the State of California as a not-for profit.

ARTICLE II - OBJECTIVE

SECTION 1– PURPOSE AND OBJECTIVES: to encourage and foster the physical and mental development of the girls involved; to encourage the principles of good sportsmanship, honesty, loyalty, courage, responsibility and reverence, while enriching their lives towards their own adult responsibility in the communities in which they will be working and living. The adults shall bear in mind at all times that the attainment of exceptional athletic skill, and winning of games is secondary to the accomplishment of the above objective.

- ❖Develop a positive self-image
- ❖Show respect for the rules, officials, and their decisions
- ❖Develop a constructive attitude towards competition
- ❖Develop a sense of dignity under all circumstances
- ❖Have an equal opportunity to learn, develop, demonstrate softball skills, and continue to participate in softball as a lifelong pursuit

SECTION 2 - LIMITATIONS: This League shall be nonpartisan and non-sectarian in its activities, while doing everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes of powers set forth in these by-laws and to exercise all powers granted to a 501(c) (3) league by State and Federal regulations.

SECTION 3 - BUSINESS VENTURES: The League may engage in any lawful business or act or activity for which leagues may be organized under the California not-for-profit leagues act, as amended from time to time. The league will also act as an agent or representative of others for any lawful purpose.

ARTICLE III - AREA SERVED

The majority of the players in the League shall reside within the community of Eastvale of Riverside County, California.

ARTICLE IV – MEMBERSHIP

SECTION 1 – TYPES: The League may be comprised of active, non-active and honorary volunteer members.

SECTION 2 – ACTIVE MEMBERS: Volunteer members over the age of 18 who actively give of their time to serve in a position for the betterment of the league in management or operations as a volunteer manager, coach, team parent administrator or committee member. Directors shall be elected only from the Active Members category.

SECTION 3 – NON-ACTIVE MEMBERS: Members who are parents, legal guardians or adults over the age of 18 of registered players who do not actively participate in the management or operations of the League.

SECTION 4- HONORARY MEMBERS: Honorary membership may be conferred by the Board of Directors upon any person deemed worthy. Such honorary membership shall confer all of the privileges of active membership.

SECTION 5 – BOARD MEMBER APPLICATION: Any board interest shall be emailed to the existing President. Prospective board member will be asked to come for an interview by the board. The President shall notify the acceptance of the applicant upon leaving the Director’s meeting.

SECTION 6 – MEMBERSHIP ACCEPTANCE: Members shall become accepted and have the right to vote only upon 1) has paid the required registration fee or 2) has met the requirement for a waiver of registration fees. Members shall only be eligible to vote so long as 1) registration fees are paid current, 2) Code of Conduct is signed, if applicable.

SECTION 7 – SUSPENSION OR DISMISSAL: Any member or registered player is subject to suspension or dismissal by the Board upon displaying conduct of non-conformance with the League By-laws, Ground Rules, Code of Conduct, owing any money or property to the League, or any decision by the Board which in the opinion of the Board, is detrimental to the League. A written warning will be issued to the offending league member, notifying them of the charge against them, and what, if any, disciplinary action will be taken.

SECTION 8 – MEETING: The annual meeting of the members shall be held at the beginning of the board meeting in May of each year. The Secretary shall give written notice to each Member not less than ten days prior to such meeting. Such notice shall be posted on the website and sent to all Members at e-mail address listed with the Secretary. The notice shall give the date, time, place and purpose of the meeting. The Board of Directors may call a special meeting. Notice of any special meeting shall give the date, time, place, and purpose of such special meeting by the Secretary to the general membership at least forty-eight hours before the meeting.

SECTION 9 – VOTING: In any vote of the Members, each Active or Non-Active Member shall be entitled to one vote per member. No proxy votes shall be allowed. When voting at the annual meeting for multiple Directors, each position filled shall be a separate vote.

ARTICLE V – BOARD OF DIRECTORS

SECTION 1 - POWERS AND DUTIES: the Board of Directors shall manage the business and affairs of the League. The Board’s duties shall include, but not be limited to the following:

- A. Interpreting the provisions of the Articles and by-laws and set policy there within;
- B. Electing the President, Secretary and other officers of the League;
- C. Guiding the Leagues activities to meet, or attempt to meet the Objectives contained in these bylaws;
- D. Controlling the funds of the League and designate depositories of such funds; and

E. Performing all other acts required of USA Softball, the League consistent with the by-laws and the laws of California and the U.S.

SECTION 2 - COMPOSITION:

A. NUMBER: The Board of Directors shall include not less than (13) thirteen and no more than (25) twenty five directors; such board to contain an odd number of directors at all times.

B. MEMBERS: All Candidates for Director must be Active Members in good standing at their nomination and election to the Board. Board members must be a minimum of 21 years of age.

SECTION 3 - QUALIFICATION: Candidates for the Board of Directors must have demonstrated the following:

A. Every Active Member of good character, who is interested in the purposes of the League, shall be eligible for elections. It is required that the President and Treasurer reside within the following boundaries set by JCSD: Bellgrave to the North, Wineville to the East, Santa Ana River to the South and Hellman to the West.

B. Board Members may be a Manager or Coach of any team. The candidate must be: An Active Member or honorary member who is current with paid registrations, completed required documentation and have passed the USA Softball Background check and JCSD back ground check.

SECTION 4 - NOMINATIONS:

A. Not later than April 1, the President shall appoint a nominating committee consisting of one Director to oversee, whose duty is to accept nomination, create ballot and oversee voting at Annual meeting in May.

SECTION 5 - ELECTION: Each non-officer Director's position shall be filled by a vote of the Active and Non-Active Members, with each Member allowed one vote per person.

SECTION 6 - MEETING:

A. MONTHLY MEETING: The Board shall meet at least monthly. Public participation is welcomed at each monthly meeting providing an email is sent requesting attendance. This email needs to be submitted at least 48 hours in advance of the meeting. Each meeting will allow 20 minutes of public participation or 5 minutes per person (up to 20 minutes).

B. SPECIAL MEETINGS: President may request a non-public special meeting to cover sensitive topics without posting it on the EGSA website.

C. QUORUM: A simple majority of the Board of Directors shall constitute a quorum. A simple majority of those present at any meeting at which a quorum is present shall cause a resolution to be passed.

SECTION 7 - VOTING: Each Board member shall have one vote. Voting by proxy is prohibited. No member of the Board shall be allowed to abstain on a vote unless there are grounds for a conflict of interest. Secret ballots may be taken on any sensitive issue as long as the Board in attendance agrees that a need is present. The President, acting Secretary and one (1) additional Board Member, shall perform the secret ballot count.

SECTION 8 – COMPENSATION: No Director shall receive compensation for his or her services; however a Director may be reimbursed for actual expenses incurred on behalf of the League when approved by the President and Treasurer.

SECTION 9 – TERMS: The term of a director shall be two years and coincide with the fiscal year of the League. Each year, one half of the number of Director's positions shall be elected. Should a Director's position be created, the initial term of such new director shall be of whatever length necessary to make such Director's expiration of term coincide with the ½ staggering requirement. Should a Director's position be eliminated then, at the next election, the length of some of the director's positions elected at the next election shall be shortened so that such staggering continues with an equal number of Directors elected each year. All Board positions shall serve a two-year term. There is no maximum of the number of terms a Director may fill. In order to maintain continuity of the League, no more than 50% of the Board shall be re-elected in any calendar year with the exception of player agents elected every year.

The following positions shall re-elect every even numbered year:

Vice-President; Secretary; Field Manager; Food Service Manager; Umpire in Chief;
Team Parent Director; webmaster

The following positions shall re-elect every odd numbered year:

President; Treasurer; Player Agent Director; Equipment Manager;
All Star Commissioner; Sponsorship Director; Registrar

Any elected or appointed member may hold all committee positions for a one-year term. There is no board voting in a committee position.

SECTION 9A- In case of critical event, any existing board member shall hold temporary position until one is elected.

SECTION 10 – DUTIES: It shall be the duty of all Board of Directors to provide leadership and oversight to the operations of the League. In addition to the duties stated below each board member is responsible to cover 2 board duty shifts per month for Winterball and 4 shifts per month for Spring. These shifts cannot be conducted during your daughter's game. Upon completion of duties per season board member discount will be issued.

UMPIRE IN CHIEF - It shall be the duty of the UMPIRE IN CHIEF (UIC) to ensure accurate interpretation and timely distribution of the USA Softball rules and those adopted by the EGSA Board to all EGSA Managers/Coaches. He/she shall be responsible for preparation and presentation of the practice and playing schedule for all divisions as well as all Tournament play to the Board for approval. Practice schedule shall be released 2 days following the draft. The game schedule shall be released for board re-

view one week following draft except for any interrelate schedule. The End of Season Playoff schedule shall be submitted for board review at season midpoint. He/she shall be USA Softball Certified.

FIELD MANAGER – It shall be the duty of the Field Manager to oversee the maintenance and care of all League fields and be responsible to maintain proper supplies and inventories in the facility storage bins for proper game setups in coordination with the Equipment Manager.

EQUIPMENT MANAGER – It shall be the duty of the Equipment Manager to be responsible for the maintenance, storage, ongoing inventory management, distribution, collection of all League equipment and the purchasing of all league uniforms, as well as distribution of uniforms to each team via Manager or Team Mom. Equipment should be dispersed on draft day or within 2 days following the draft.

FOOD SERVICE MANAGER - It shall be the duty of the Food Service Manager to oversee food operations in maintenance, storage, ongoing inventory management for revenue and expense control with profits to be used for payment of umpire services.

He/she shall be responsible for staffing, or sub out to another organization, volunteer and team parents to work the snack bar(s) hours of operations.

TEAM PARENT DIRECTOR - It shall be the duty of the Team Parent Director to coordinate, motivate and inform league team parents via Team Parent Coordinators of operational and fundraising obligations of said parents. He/she shall oversee all activities that involve the raising of League funds in coordination with the league Player Agents.

DIVISION PLAYER AGENTS – It shall be the duty of all Division Player Agents (6U, 8U, 10U, 12U, 14U, 18U) to act on behalf in the best interest of the players and as liaison between team personnel in each respective division, and other area leagues if inter-league play is used, monitor its activities and make recommendations for improvements where needed. He/she cannot manage a team in their respective division.

ALL STAR COMMISSIONER – It shall be the duty of the All-Star Commissioner to oversee the All Star League selection process. He/she shall be responsible for team registration and coordination of board selected and approved All-Star tournaments. He/she will consult with E-Board on any conflicts that may occur. He/she shall act as EGSA tournament director.

SPONSORSHIP DIRECTOR- It shall be the duty of the sponsorship director to oversee all sponsorships. He/she will see to all sponsorships be received by uniform distribution.. He/she will order all banners/plaques and ensure each sponsor receives a thank you letter with tax id. He/she shall coordinate the designing and purchasing of awards for all League functions (i.e. tournaments, spring ball, and winter ball) with approval from the Board. Three days following sponsorship collection banners should be ordered and information sent to Webmaster for website placement. Banners shall be immediately hung upon being received.

REGISTRAR- Register players and team personnel with USA Softball.

WEBMASTER- Maintain and update league website including any scoring discrepancies or scores of away games.

Scorekeeper- Develop and maintain schedule of scorekeepers for each Winter playoff and Spring season games.

See remaining Board of Director Duties (5) under Article VI – Officers, Section 5 - Duties

SECTION 11 - EXPULSION OF BOARD MEMBER: Any Director may be expelled by a majority vote of the Members for any reason, with or without cause. Directors shall automatically be considered to have resigned upon such Director missing 3 meetings in a calendar year.

SECTION 12 – RESIGNATION OF BOARD MEMBER: Resignations should be submitted to the President in writing. The President in the case of any resignation shall make a full report to the Board of Directors, and the Board of Directors shall immediately act to fill such vacant Director’s position to fulfill the remaining term. A Board vacancy shall be filled by a nomination by the President and with a majority approval of Board.

ARTICLE VI – OFFICERS

SECTION 1 - POSITIONS AUTHORIZED: There shall be, as officers of the League, a President, Vice President, Secretary, Treasurer and Player Agent Director. (Executive Board)

SECTION 2 - QUALIFICATION: Officers must be chosen from the Directors of the League.

SECTION 3 - NOMINATION OF OFFICERS:

A. GENERAL VOTE: Election of the Officers shall be by general vote of the Directors at the Annual Meeting of the Directors.

SECTION 4 - ELECTION: Each Officer’s position shall be filled by a vote of the Directors, with each Director allowed one vote. One vote shall be held for each vacant Officer’s position. Any unopposed positions are automatically seated.

SECTION 5 - DUTIES:

PRESIDENT - It shall be the duty of the President to preside at and oversee all Board member duties at meetings of the Board and General Membership, and to act as a spokesperson including ASA functions. The President shall be responsible for Signing all League documents, unless he or she has delegated the duties to a fellow Board member. He/she shall act as the liaison between the Board and the community. He/she shall attend community meetings, and be responsible for community relations. Must be an Eastvale Resident (See Boundaries).

VICE PRESIDENT - In the absence or at the direction of the President, it shall be the duty of the Vice President to preside at meetings of the Board and General Membership and carry out the responsibilities of the President’s office. He/she shall be the liaison between team personnel in their divisions, with their Division Player agents, monitor their activities, and make recommendations for improvements where needed. He/she must communicate at all times with the President and keep him/her abreast of any current situations.

TREASURER – It shall be the duty of the Treasurer to maintain and ensure accurate records and timely financial reporting of the EGSA operations to the Board of Directors. He/she shall chair the Budget Committee and provide recommended budgets to the Board. He/she shall maintain the League’s compliance with the I. R. S. and any state agencies to maintain the 501 (c) 3 status. Must be an Eastvale Resident (see boundaries).

SECRETARY – It shall be the duty of the Secretary to maintain and ensure accurate accounting and distribution of the minutes of the Board and General Membership meetings. He/she shall notify members of the respective Board and General Membership meetings. He/she shall keep a record of Board member attendance, and prepare the ballots for voting. Maintain and schedule board duty calendar.

PLAYER AGENT DIRECTOR – It shall be the duty of the Player Agent Director to act as the liaison between managers, parents, and players. He/she shall be in charge of player registration for spring ball and winter ball seasons, player skills assessment, player draft (including player waiting list) and team placement. He/she shall chair the Disciplinary Committee and provide recommendations to the Board.

ARTICLE VII - COMMITTEES

SECTION 1 - AUTHORITY: The Board of Directors may create such committees, task forces and advisory boards (collectively, “committee”) as it may deem necessary to carry on the work and accomplish the objectives of the League.

SECTION 2 - MEMBERS: All committee members shall be appointed by the President with board approval. The Board shall determine committee size, and designated chair. Each committee Chair shall be responsible to report directly to the Board regarding the committees’ accomplishments and responsibilities. The Board can remove any committee member failing to fulfill their duties at any time. The President shall be, by virtue of their office, a member of all committees of the League.

SECTION 3 - VOTING: Each committee member shall have one vote on any given issue or vote polled.

SECTION 4 - CONDUCT: Committee members, by accepting membership in a committee, shall agree to conform their conduct in keeping with the League’s by-laws, policies, procedures and directives of the Board.

SECTION 5 - MEETING ATTENDANCE: All committee meetings shall be open to Members, Directors and Officers, unless closed for specific reasons stated by the Chair of that committee. Committee members may also bring guests to committee meetings for specifically stated reasons.

SECTION 6 - REMOVAL: The Board of Directors may remove any committee member from his or her position, with or without a hearing, if the Board believes it to be in the best interest of the League.

SECTION 7 - LIMITATIONS: No Director or Committee Chair shall represent the League in advocacy of or opposition to any project, program, or whatever other tool may be devised without prior approval of a policy statement by the Board of Directors.

ARTICLE VIII - CONFLICT OF INTEREST

It is understood that in order to make the League a strong and viable force, League Board Members and Committee Members will consist of successful individuals in both the private and public sectors. As a result, it is understood that the appointee may now or in the future have an apparent conflict of interest

with the stated purpose of the League of the policies or recommendations thereof. Therefore, those League Board Members who feel that there may be a conflict in their representation on a particular issue being considered by this League, while serving on this League or any committee thereof, shall inform all League Board Members in writing of said conflict, and shall not take part in any vote on such matter which gives rise to said conflict.

However, said board member may serve on such League or Committee and take part in all other business matters of the League except that which causes the conflict. In no manner should this be construed as a limitation on any Board Member's right to represent an interest that might be in conflict with the recommendation or policies of the League or Committee upon which they are seated.

ARTICLE IX - CONDUCT OF BUSINESS

All business shall be conducted in accordance with the parliamentary procedures outlined in the most recently revised edition of ROBERTS RULES OF ORDER, except as otherwise provided for in these by-laws.

ARTICLE X - FINANCE

SECTION 1 - INVESTMENT: This League shall receive funds and property from any person, firm, trust, or League that desires to promote the purpose of this League; the Board of Directors, in their sole discretion, shall have the right to reject any funds or property. The Board of Directors will also have the authority to develop an annual registration dues structure and update or change it, at their discretion, from year to year.

SECTION 2 - SPECIAL FUNDS: If deemed necessary or advisable by the Board of Directors, special funds may be raised or accepted.

SECTION 3 - DISBURSEMENTS: The Board of Directors shall apply the assets of this League, at such time or times, in such manner, and in such amounts as they determine appropriate in their sole discretion, to carry out the purpose of this organization. All disbursements shall be made by check.

SECTION 4 - CONTRACTS: The Board of Directors may authorize any officer, agent, or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the League, and such authority may be general or confined to specific instances.

SECTION 5 - FISCAL YEAR: The fiscal year of the League shall begin August 1 and end July 31 of each year to mirror that of USA Softball.

ARTICLE XI - LIABILITY

Directors and Officer's Errors and Omission liability insurance shall be purchased annually by the League. The Board members of this League are not personally liable for debts, liabilities, or obligation of the League. No Board member, organizer, sponsor or supervisor shall be liable for damages or claims arising from injury to any participant, whether the result of negligence, or for other cause.

ARTICLE XII - AMENDMENTS AND BYLAWS

The By-Laws may be amended by a two-thirds (2/3) majority vote of the Board of Directors at either a regular meeting or a special meeting called for that purpose, provided such amendments shall be plainly stated in the call for the meeting at which it is to be considered. Any number of amendments may be sub-

mitted and voted upon at any one of these meetings. Any such notice under the Article shall be mailed to all directors at least ten (10) days in advance of the date of the meeting called.

ARTICLE XIII – DISSOLUTION

The League shall use its funds only to accomplish the objectives and purposes specified in these bylaws, and no part of said funds shall inure, or be distributed to the members of the League. On dissolution of the League, any funds remaining shall be distributed to one or more regularly organized and qualified youth, charitable, educational, scientific, or philanthropic organization(s) to be selected by the Board of Directors.

Accepted by: _____ on: _____