

BYLAWS OF SIMI VALLEY GIRLS SOFTBALL

As amended January 19, 2020

ARTICLE I NAME

Section 1:

The name of the 501 c (3) corporation shall be SIMI VALLEY GIRLS SOFTBALL, hereafter to be known as SVGS.

ARTICLE II OBJECT

Section 1:

- A. Stimulate interest and foster support and guidance in girls softball for the betterment of the youth in the community;
- B. Inspire a healthful, active, competitive spirit among young girls and to teach them the true meaning of sportsmanship;
- C. Afford a convenient and authoritative body for the purpose of organizing, directing, and providing financial support for the programs.

Section 2:

This corporation has been organized exclusively for charitable purposes as defined in Internal Revenue Code Section 501 c (3). The corporation shall carry Officers and Directors Insurance on all members of the Board of Directors.

ARTICLE III OFFICES

Section 1:

The principal office of the Corporation for the transaction of business shall be in the City of Simi Valley, County of Ventura, California, as determined by the Board of Directors.

Section 2:

The Board of Directors is hereby granted full power and authority to change the principal office of the Corporation from one location to another in the City of Simi Valley, County of Ventura, California. Any such change shall be noted by the Secretary in these Bylaws, but shall not constitute an amendment hereto.

ARTICLE IV MEMBERSHIP AND VOTING

Section 1:

The Executive Board of Directors (E-BoD) shall consist of the following elected officers:

- A. President
- B. First Vice President
- C. Second Vice President
- D. Secretary
- E. Treasurer
- F. Player Agent

Section 2:

The Board of Directors (BoD) shall consist of the following officers, appointed by the President with Executive Board approval:

- G. One Commissioner for each Division
- H. All Star Commissioner
- I. Equipment Director
- J. Field Maintenance Director
- K. Field Maintenance Manager(s) (3)
- L. Snack Bar Director
- M. Snack Bar Manager(s) (2)
- N. Tournament Director
- O. Uniform Director
- P. Director of Special Activities

- Q. Coaching Director
- R. Scheduling Director
- S. Volunteer Coordinator
- T. Winterball Director
- U. Past President
- V. Umpire in Chief
- W. Webpage Director
- X. Corporate Sponsorship Coordinator
- Y. Yearbook Director(s) (2)
- Z. Legacy Member

The President may create additional officer positions as necessary, subject to Executive Board approval.

Section 3:

The Board of Directors may include the past President for the first term following his or her term as President.

Section 4:

A Director shall perform their duties, including duties as a member of any committee of the board upon which they serve, with honesty and in good faith, in a manner they believe to be in the best interests of the corporation. Directors are in a fiduciary relationship with the corporation and have a duty to avoid conflicts of interest, a duty to avoid abusing their position to gain personal benefit, and a duty to maintain the confidentiality of information that they acquire by virtue of their position.

Section 5:

SVGS shall maintain a paper database of records for a minimum of five (5) calendar years to include the list or invoice for all individuals who have passed the background check as required by USA Softball and a roster for each team to include the manager's name and player's names only.

Section 6:

The term of office for all officers shall be one year, commencing August 1st of each year. Each Board Member must not hold more than two (2) positions; and said positions must not be in conflict with one another. Should a Board Member need to hold more than two (2) positions, a majority vote by the BoD is required.

Section 7:

The General Membership shall consist of any person listed on the player registration form of any player who is properly registered with SVGS for the current fiscal year and any properly approved manager or coach.

Section 8:

All General Members and members of the Board of Directors must be in good standing with the Corporation. Any General Member or Board Member who is involved in a lawsuit against SVGS or writes a "NSF" check to SVGS shall not be considered in good standing. Any Board Member not in good standing may be removed from their position upon approval of the Executive Board. Any General Member not in good standing may have their registration for the current season refunded (as outlined in the Local Rules), will no longer be considered a General Member, and may not register in the current or subsequent seasons.

ARTICLE V DUTIES OF OFFICERS

Section 1:

The responsibilities of the officers shall include, at a minimum but are not limited to, the tasks defined in the subsequent paragraphs:

- A. **President**: Shall preside at all meetings of the General Membership and Board of Directors; shall be ex-officio, a member of all committees (including complaint and protest committees), and in general, see that the rules, policies, and principles of USA Softball and SVGS are carried out; shall appoint all non-elected members of the Board of Directors and shall act as liaison between the Corporation and the General Membership of SVGS and the community in which it operates.
- B. **First Vice President**: Shall act as an aide to the President and in the absence of the President, perform the duties of the President; shall be the parliamentarian and shall attend all meetings of the Board of Directors and General Membership; shall be the chairman of all protest committees; shall coordinate and supervise day-to-day field use and operation, including scheduling of practice fields and games (in the absence of the Scheduling Director), and coordination of umpires for league games, Opening Day and end-of-season tournaments; shall assign volunteer field duties for Winterball; shall give instructions to the nominating committee, and shall oversee each commissioner regarding any protests or complaints from teams.
- C. **Second Vice President**: Shall be responsible for the organization, managing and collecting of all Fundraising and Special Event activities for the league; shall, in the absence of the President and First Vice President, perform the duties of the President; shall also be in charge of all team parent meetings and shall oversee the duties of the Director of Special Activities and Volunteer Coordinator and in the event those positions are not filled, shall perform those duties.
- D. **Secretary**: Shall keep an accurate record of the proceedings of all meetings of the

General Membership and the board of Directors and shall be prepared to refer to minutes of previous meetings; shall conduct all necessary correspondence for SVGS; shall notify officers of their election; shall send out notices of meetings to the Board of Directors a minimum of 24 hours in advance, when possible; shall arrange location of such meetings; shall be responsible for notifying the General Membership of any meetings and events; shall maintain an updated copy of the Corporation Bylaws and local rules during their term as Secretary; shall at the end of their term, turnover said Bylaws and Local Rules to the incoming Executive Board.

- E. **Treasurer**: Shall receive all moneys for the league, including snack bar, and deposit all monies in the name of SVGS in a bank, approved by the Board of Directors; shall keep an itemized account of all receipts and disbursements; shall provide a written report at the last board meeting of every month, and complete an annual report to the league; shall, with the President, prepare a league budget to present to the Executive Board for approval. The Treasurer shall not hold the office for more than two consecutive terms without a review by an independent accounting firm or properly qualified individual such as a Certified Public Accountant as selected by the Board of Directors and the majority approval of the Board of Directors. The President can request that additional treasurer reports be provided the Executive Board.
- F. **Player Agent**: Shall represent all the players in the league; shall be in charge of and responsible for registration of all players; shall be responsible for overseeing the selection of all teams; shall coordinate with the commissioners of each division and the First Vice President, supervise the tryouts and drafts of all players; shall assist in the scheduling of all games, umpires, and tournaments; shall coordinate with the commissioners of each division the nomination and selection of all stars; shall keep and maintain an up-to-date record of all teams; shall be responsible for notifying the USA Softball regional office of teams, additions and deletions of team members; and shall investigate and report to the First Vice President any USA Softball or league protests and/or complaints.

- G. **Commissioners**: Shall represent their division at the Board of Directors meetings; shall assist the Player Agent with the selection of teams and be responsible for locating qualified managers for the teams in their division; shall assist the Player Agent with regards to the tryouts and drafting of players and be responsible for conducting the tryouts and draft; shall assist the Scheduling Director in the scheduling of games, shall meet with the managers and coaches to ensure they are familiar with all local and USA Softball rules and regulations prior to the start of the season; shall act as liaison between the managers in their division and the Board of Directors to ensure that all teams are aware of issues with affect the players or teams in their division; shall coordinate with the Scheduling Director and/or the First Vice President, the rescheduling of any games; and shall investigate and report to the Coaching Director any USA Softball/league violations, protests, or complaints from their teams in their division; shall keep accurate game records for all teams in his/her division; and shall try to attend as many games as possible in his/her division.
- H. **All Star Commissioner**: Shall represent SVGS All Star teams, players, and managers at the Board of Directors meetings and during the All Star season; shall give input and recommendations to the selection process of the players and managers to the league; shall coordinate and make available different All Star Tournaments and their particular rules; shall investigate and report to the First Vice President any USA Softball/league All-star violations and/or complaints involving the teams in their division; shall be responsible for All Star selection process and manager selection process according to league rules; shall coordinate with Uniform Director in outfitting All Star Teams; shall work with Tournament Director in organizing All Star Tournament; and shall coordinate remittance of payments, applications, and Rosters for registering All Star teams in selected tournaments.
- I. **Equipment Director**: Shall be responsible for obtaining bids and estimates for the purchase of all equipment and supplies necessary for the operation of the league; shall

after obtaining the necessary authority from the First Vice President, purchase the approved equipment; shall coordinate with all the managers of teams in the league to ensure that each team is properly equipped; and shall coordinate the return and inventory of all equipment at the end of the season; shall submit a written report of equipment inventory to the Executive Board at the beginning of the season and the end of the season.

- J. **Field Maintenance Director**: Shall be responsible for organizing and directing the preparation of the field prior to the start of the season; shall be responsible or organizing and supervising the preparation of the fields for games as scheduled; and shall coordinate with the Equipment Director and First Vice President the purchase of supplies necessary to prepare fields for play.

- K. **Field Maintenance Manager(s)**: Reports to and works with the Field Maintenance Director towards execution of the duties outlined for the Field Maintenance Director.

- L. **Snack Bar Director**: Shall be responsible for all aspects of operating the Snack Bar, including the purchasing of all food and supplies; the coordination of delivery of goods which must be inventoried and validated by an Executive Board Member; the managing of the scheduling of teams for snack bar duty and the overall supervision of the snack bar operation; shall be responsible for coordination of the payment of fees to umpires; shall work with the Scheduling Director and/or Second Vice President in the scheduling of all games to ensure snack bar revenue is maximized and umpires are paid; and shall perform the Snack Bar equipment inventory including maintaining and providing the equipment inventory list to the BoD.

- M. **Snack Bar Manager(s)**: Reports to and works with the Snack Bar Director towards execution of the duties outlined for the Snack Bar Director.

- N. **Tournament Director**: Shall coordinate and supervise all tournaments hosted by SVGS;

shall coordinate all umpires, participating teams, vendors and fields for all SVGS tournaments.

- O. **Uniform Director:** Shall be responsible for obtaining bids and estimates for all uniforms purchased with league funds; ensure the supply and distribution of uniforms to each team at the start of the season; shall coordinate team names and colors as approved by the Executive Board; and shall supervise and approve the outfitting of each team. In addition to uniforms, Uniform Director shall be responsible for obtaining bids from at least three (3) different Uniform Vendors, and presented to the BoD for review and approval.

- P. **Director of Special Activities:** Shall report and assist the Second Vice President towards execution of duties outlined for the Second Vice President; shall coordinate and delegate duties for all league events designed to promote the league to the General Membership and provide goodwill to the community.

- Q. **Coaching Director:** Shall be responsible for gathering all coaching assistance information; shall coordinate with the Second Vice President any Clinics for fundraising, as well as USA Softball Coaching Licensing; shall supply managers and coaches with coaching tapes, books and printed materials and lists of pitching and hitting coaches; shall supply all managers with current Bylaws and Local Rules of Simi Valley Girls Softball; shall assist commissioners with investigations into alleged USA Softball/league violations, protests, and/or complaints involving teams in the various divisions.

- R. **Scheduling Director:** Shall be responsible for the scheduling of all games, shall coordinate with the First Vice President any changes to schedules, including makeup games.

- S. **Volunteer Coordinator:** Shall report and assist the Second Vice President in all communication and activities with the team parents; shall identify, secure and manage

volunteer assistance for any SVGS activity.

- T. **Winter-ball Director**: Shall be responsible in directing interested managers, the formation of teams, and assist the First Vice President in volunteer field duties for Winter-ball; shall be responsible for maintaining a list of players interested in participating in Winter-ball, and linking those players with managers and teams. Shall be responsible for managing volunteers to arrange and break downfields if needed, and for paying umpires at games on SVGS facilities.

- U. **Past President**: Shall be a member of the Board of Directors for the first year following his or her term of office as President; shall assist the new President and the new Board of Directors with regard to any administrative needs including acting as an advisor to the President and the Board regarding any aspects of the league operation in the past year.

- V. **Umpire in Chief**: Shall handle all youth umpires. Shall handle any complaints with umpires or managers getting ejected from a game by gathering information from the umpire regarding the situation. Shall handle all umpires scheduling and will be the point of contact for any missing umpires during a game.

- W. **Webpage Director**: Shall update and maintain the league website; shall work with team webpage representatives for each team; shall assist the Player Agent with online player registration; shall manage the League's email system and shall assist Snackbar Director with online appointment scheduling system

- X. **Corporate Sponsorship Coordinator**: Shall be responsible for all league advertising; shall be responsible for obtaining and maintaining corporate sponsors for the league, and communicating with those sponsors; shall update the tiers of sponsorship as necessary subject to approval by the Board of Directors

- Y. **Yearbook Coordinator**: Shall coordinate, supervise, and have final editorial approval of the league yearbook

Z. Legacy Member

Section 2:

In addition to the duties listed above, SVGS Board of Directors members are expected to assist with needs from other Directors, and volunteer for all SVGS events.

ARTICLE VI NOMINATIONS AND ELECTIONS

Section 1:

The nominating committee shall be the Executive Board.

Section 2:

The nominating committee shall present a proposed slate of officers at the May General Membership Meeting. All members seeking election must notify the nominating committee at least one week before the May General Membership meeting. All candidates seeking election for President must have served on the SVGS Board of Directors for at least 1 year and that year must be within the previous 3 years. This requirement shall only be waived in the event there is no available candidate seeking election who meets this requirement. There shall be no ballot "write-ins" for any elected positions unless no one is seeking election for a particular position. In the event there is more than one candidate running for an elected position they will be given the opportunity to address or campaign at the May General Membership meeting prior to the opening of the voting process.

Section 3:

The Officers shall be at the annual meeting. The vote shall be taken by written ballot. The nominee in each office with the most votes shall be elected to office. Ballots are to be counted by the Secretary, with two witnesses assisting immediately following the conclusion of the Amanda McPherson All Star Tournament. The current President will supervise. In the case of a tie for the election of the President, the newly elected Executive Board shall each

cast a deciding vote. In the case of a tie for any other elected position, the newly elected President shall cast the deciding vote.

ARTICLE VII MEETINGS, VACANCIES AND REMOVAL

Section 1:

Regular meetings of the Board of Directors shall be held not less than monthly, at such date, time and location as determined by the Board of Directors with approval of the President.

Section 2:

The General Membership Meeting, conducted for the purpose of electing the Executive Board of Directors for the ensuing year, shall be held on closing day of each year. The date, time and location will be determined by the Board of Directors. The Board of Directors may elect to hold a second General Membership Meeting each fiscal year, for such purposes as explaining new rules and procedures to league members and managers before a season begins.

Section 3:

Ten (10) Board Members shall constitute a quorum at any meeting of the Board. If a quorum is not present, the President has the power to dispense with a meeting.

Section 4:

All meetings of the Board of Directors shall be conducted in accordance with “Roberts Rules of Order” to the best of their ability.

Section 5:

Any Board Member unable to attend a meeting must submit his/her report, in writing, to the Secretary, prior to the meeting; or verbally to any member of the Executive Board, who can present the report to the full Board at the regular meeting.

Section 6:

- A. Any Board Member who fails to attend fifty percent (50%), or two (2) consecutive meetings may be removed by the President.
- B. Any Board Member who does not volunteer his/her time at any event or special event, without reasonable cause, can be removed from their Board position immediately by the President.
- C. Any Board Member not fulfilling the duties of their position to SVGS standards may be removed from their position, pending investigation and review by the Executive Board.

Section 7:

If a Board Member resigns from office or is otherwise unable to complete his/her term of office, the following shall apply: If removed or resigning member holds an elected position, and a meeting of the General Membership cannot be held, any Board Member can nominate a replacement. If more than one name is placed into nomination, the nominee with a majority vote of the Board of Directors, in a written ballot, is approved.

If no nominee receives a majority of the vote, then a runoff will be held. If a single name is placed into nomination, a majority of the Board of Directors must vote to confirm the nomination. If the removed or resigning member is not an elected member, the President shall designate the duties of that Board Member to another Board Member, or may fill the vacant position with a General Member in good standing subject to Executive Board approval

Section 8:

No money shall be spent by any Board Member, aside from their budget, without approval from the Board of Directors.

ARTICLE VIII GOVERNING LAW

Section 1:

These Bylaws may be amended; and shall be reviewed at least once every year by a committee appointed by the President.

Section 2:

The President shall establish a Bylaws Revision Committee to review the existing Bylaws, and if the Committee deems it appropriate or necessary, to make recommendations to the Board of Directors as to revisions.

Section 3:

The Board of Directors shall review and consider the recommendations of the Bylaws Committee and shall present any changes to these Bylaws to the General Membership for approval usually in January at the Parent Information Meeting.

Section 4:

Upon adoption, an amendment becomes immediately effective unless specified in the amendment itself.

ARTICLE IX DISSOLUTION OF THE CORPORATION

Section 1:

Upon dissolution of the Corporation, the remaining assets after satisfaction of all obligations and liabilities, shall be distributed to such other organization that has established its tax exemption pursuant to Internal Revenue Code section 501 c (3).