

THE SPRING KLEIN GIRLS SOFTBALL LEAGUE (AKA: SKGSL)

CONSTITUTION AND BY-LAWS

ARTICLE I: NAME AND AFFILIATION

This organization shall be known as The Spring Klein Girls Softball League herein referred to as "SKGSL."

- A. **ACTIVE:** Any **PLAYER MEMBER** or **REGISTERED MEMBER** who has participated with SKGSL during the most recent or current active registration season.
- B. **IN GOOD STANDING:** Any **PLAYER MEMBER** or **REGISTERED MEMBER** who is not serving an active suspension pending formal reinstatement or not on probation pending formal dissolution of probation.

ARTICLES IV: MEETINGS

- A. **GENERAL MEETINGS-** A general meeting of the registered members of SKGSL shall be held in May for the purpose of electing officers, receiving reports of funds, receiving reports of progress of SKGSL, and for the transaction of any other business which may become necessary. An additional general meeting may be called by the Executive Board any time during the fiscal year, September 1st through August 31st, as needed. All registered members shall be notified prior to such meetings.
- B. **SPECIAL MEETINGS:** Special Board Meetings may be held upon call by the President, upon request by the majority of the Executive Board, or upon request of (10%) of the registered members petitioning the Executive Board. These meetings may be for the specific matter called for only and the Secretary must notify board members of the special meetings.
- C. **BOARD MEETINGS:** Board meetings shall be scheduled at least once a month starting in August and through June. There will be no General Board meeting in July. The Executive Board will meet year-round. A joint Executive Board meeting(s) shall be held in June for the purpose of a smooth transition from year to year and the transfer of information, records, and equipment. The incoming Executive Board will decide the number of meetings needed to assure proper transfer and reconciliation of outstanding issues. Skype or an acceptable tool similar to it can be used on the order of the President. A majority will consist of a majority of **PRESENT** board members. There must be a minimum of 6 members there to conduct a meeting.
- D. **EXECUTIVE BOARD ELECTION:** The Executive Board shall be elected at the May General Meeting by a majority of **REGISTERED MEMBERS IN GOOD STANDING** present and voting. Executive Board Members may be eligible for re-election. All elected Positions on the SKGSL Board of Directors shall be limited to four (4) consecutive terms in the same position. The Division Commissioners, and UIC are appointed by the Executive Board and are all voting members. The Committee Chairpersons shall be appointed by the Executive Board and are non-voting members
- E. **EMAIL VOTING:** Email votes are managed by the Secretary and must operate from the Secretary's email address of record. Email votes are permitted upon the approval of 2/3 of the Executive Board. In addition, 2/3 of the Executive Board must formally approve the entire text of the motion which shall be included in the email vote. Formal approval can be obtained via email. Once these 2 requirements are satisfied, the vote can be solicited to the Board of Directors. Regular voting rules apply. All members are considered present for an email vote and a 51% majority carries. All email vote results must automatically appear on the agenda for the next general board meeting.

ARTICLE V: BOARD OF DIRECTORS

The authority to manage the property and affairs of the SKGSL is vested in the Board of Directors. The term of office for the Board of Directors shall begin on June 1st following their election/appointment in the current year and continuing through May 31st of the following year. The Board of Directors shall consist of:

- A. EXECUTIVE BOARD (Elected): Shall be comprised of the President, Vice-President of Administration, Vice-President of Athletics, Vice-President of Select Teams, Treasurer, and Secretary. All SKGSL elected officials must be bonded for \$1,000,000. This bond will be purchased immediately after yearly elections.
- i. EXECUTIVE BOARD ELECTION: The Executive Board shall be elected at the May General Meeting by a majority of REGISTERED MEMBERS IN GOOD STANDING present and voting. All elected Positions on the SKGSL Board of Directors shall be limited to four (4) consecutive terms in the same position.
- ii. ELIGIBILITY: To stand for election to an Executive Board position, a person must be a REGISTERED MEMBER IN GOOD STANDING AND HAVE SERVED ON THE GENERAL OR EXECUTIVE BOARD IN SOME CAPACITY DURING THE PREVIOUS TERM. NON-VOTING APPOINTED MEMBERS WHO HAVE SERVED AT LEAST 6 MONTHS MAY ALSO BE CONSIDERED FOR EXECUTIVE BOARD POSITIONS

All persons on the Board, including the President, will have (1) vote. Any person serving in more than one position shall not have more than (1) vote. The President **will** be a voting member of the Board of Directors. All matters concerning the operations of SKGSL shall be decided by a vote of the Board of Directors, and no motion shall be carried without a favorable vote from the majority of those present and voting at a duly constituted meeting. Therefore, by definition, proxy votes are not recognized, unless done by skype or a reasonable method agreed to in advance by the executive board

The Executive Board shall be elected at the May General Meeting by a majority of registered members present and voting. Executive Board members may be eligible for re-election. The Division Commissioners shall be appointed by the Executive Board

The Executive Board may fill vacancies during the year by appointment of the President and ratification by 2/3 vote of the Executive Board. Any member of the board selected to fill an unexpired term shall serve through May 31st of the board term in which she/he is selected

Any elected official may be removed for just cause by a majority vote of the Executive Board or 2/3 vote of the Board of Directors. Pursuit of just cause is understood to include, but not be limited to, violations of SKGSL league rules and ASA rules. Any member of the Board who misses two (2) consecutive meetings shall be subject to removal by majority vote of the Board of Directors. (point of emphasis)

Any Board member who wishes to resign his/her position on the Board of Directors shall submit his/her resignation in writing to the Secretary.

ARTICLE VI: DUTIES OF THE BOARD

All Board of Directors positions should maintain an accurate calendar of events for record- keeping and transition purposes.

- A. PRESIDENT - It shall be the duty of the President to:
1. Call all meetings and preside over same.
 2. Serve as supervisor of UIC
 3. Supervise the operation of the League, including financial transactions
 4. Make clarification of general board meetings, decide frequency and how many total are needed
- B. VICE-PRESIDENT OF ADMINISTRATION - It shall be the duty of the Vice-President of Administration to:
1. Serve in the absence of the President.

2. Serve in the absence of the Treasurer.
- C. VICE-PRESIDENT OF ATHLETICS - It shall be the duty of the Vice-President of Athletics to:
1. To serve in the absence of the President and Vice-President of Administration.
 2. Serve as Chairperson of the Rules and Competition Committee.
 3. Responsible for enforcement of and reporting to the board about all suspensions/probation.
- D. VICE-PRESIDENT OF SELECT TEAMS - It shall be the duty of the Vice-President of Select Teams to:
1. To serve in the absence of the President and Vice-President of athletics, VP of Administration
- E. TREASURER - It shall be the duty of the Treasurer to:
1. Serve in the absence of the President, V. P. of Administration, V. P. of Athletics
 2. Receive and disburse all SKGSL monies.
 3. Keep and accurate account of all SKGSL financial activity.
 4. Make disbursements as directed by the President and Board of Directors.
 5. Prepare and maintain a budget for SKGSL.
 6. Secure insurance for SKGSL.
 7. Prepare and be responsible for maintaining all governmental reports as required.
 8. Purchase D&O Insurance for the executive Board
- F. SECRETARY - It shall be the duty of the Secretary to:
1. Serve in the absence of the President, V.P. of Administration, V.P. of Athletics, V. P. of Select Teams, and Treasurer.
 2. Record and publish the minutes of all SKGSL meetings.
 3. Send all meeting minutes to the Board of Directors within 7 days following each meeting.
 4. Handle all non-financial correspondence of SKGSL.
 5. Notify the Board of Directors of all meetings.
 6. Notify all registered members of all general meetings.
 7. Serve as supervisor of the following chairpersons: Webmaster.
 - ~~8.~~ In the event the position is vacant, perform the responsibilities of the following chairpersons: Webmaster
 9. Serve on the Constitution and By-Laws Committee and record all meeting minutes of same.
- G. UMPIRE-IN-CHIEF - It shall be the duty of the Umpire-in-Chief to:
1. Procure umpires for SKGSL.
 2. Train all umpires for SKGSL.
- H. DIVISION COMMISSIONERS - It shall be the duty of the Division Commissioners in their respective age groups as determined by the Executive Board to:

ARTICLE VII: FINANCIAL POLICY

The Board of Directors shall decide all matters pertaining to the finances of SKGSL and shall place all operating income in a common treasury, directing the expenditure of same in such manner as will give no individual or team an advantage over the other as to equipment, uniforms, or the like. No funds collected or earned by SKGSL shall inure to any member of the Board of Directors. Monetary funds of SKGSL shall be deposited with an acceptable bank approved by the Board of Directors. Checks in excess of \$2,000.00 must have approval by a majority vote of the Executive Board. This may be done by email is necessary. Yearly taxes must be made by an acceptable accountant and presented to the executive Board for approval

ARTICLE VIII: AMENDMENTS TO CONSTITUTION AND BY-LAWS

This Constitution and By-Laws or any section thereof may be amended or repealed at a meeting with the Board of Directors by a 2/3 vote of the total membership of the Board of Directors (* SEE

ACCOMPANYING CLARIFICATION OF "TOTAL MEMBERSHIP") After review of the proposal they will be read by the Secretary of the Board at two (2) Board meetings, then voted on for approval

ARTICLE IX: DISSOLUTION AMENDMENT

Upon the dissolution of SKGSL, SKGSL shall, after paying or making provisions for the payment of all of the liabilities of SKGSL, dispose of all of the assets of SKGSL exclusively for the purpose of SKGSL in such manner, or to such organization or organizations, organized or operated exclusively for charitable, educational, religious, or scientific purposes and shall at the time qualify as an exempt organization or organizations under section 501(C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision) of any future United States Internal Revenue Law, as SKGSL shall determine. Any such assets not so disposed of shall be disposed by the court of competent jurisdiction of the county in which the principle office of SKGSL, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X: EXECUTIVE ACTIONS

- A. CEASE AND DESIST – In the most extreme cases, the Board of Directors can vote for Cease and Desist of a REGISTERED MEMBER not IN GOOD STANDING. A majority of the full board membership is required excluding vacant positions. Cease and desist allows for formal and forcible eviction from all SKGSL sanctioned events and meetings. Furthermore, the member will not be allowed to register PLAYER MEMBERS under their care for any SKGSL sanctioned events. Only a 3/4 vote of the SKGSL Board of Directors can enact a Cease and Desist. Great care must be taken to enact Cease and Desist. History of circumstance for consideration of Cease and Desist must be at least 1 year in length.
1. Formal legal Cease and Desist may be filed with the governing Harris County Court-at-Law
 2. Legal recourse of Cease and Desist can be made as follows in no particular order to:
 - i. Park officials
 - ii. County Parks officials
 - iii. Harris County Law Enforcement
 - iv. Governing authority Law Enforcement (if event occurs outside Harris County)
- B. DISSOLUTION OF CEASE AND DESIST – In the event that circumstance of Cease and Desist has been resolved, the Cease and Desist must be formally removed. Cease and Desist can only be formally removed with a 3/4 vote by the Board of Directors. A majority of the full board membership is required excluding vacant positions. Motion to vote on removal of Cease and Desist must be raised by the Past President to the Executive Board and approved by unanimous vote of the Executive Board including the Past President.
1. Dissolution of Formal legal Cease and Desist must be filed with the governing Harris County Court-at-Law
- C. SKGSL WALL OF HONOR – By 3/4 vote of the Board of Directors, SKGSL can induct a new member of the Wall of Honor. A majority of the full board membership is required excluding vacant positions. The Wall of Honor is the highest form of appreciation that the league can bestow on a member or former member. The Wall of Honor will be maintained by the SKGSL Board by furnishing a plaque and regular upkeep. Wall of Honor honorees should have displayed consistent, exemplary service over an extended period.