

RAPID CITY GIRLS JUNIOR OLYMPIC AMATEUR SOFTBALL ASSOCIATION, INC.

BY-LAWS

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## ARTICLE I - NAME OF ORGANIZATION

- Section 1      This organization shall be known as the Rapid City Girls Junior Olympic Amateur Softball Association, Inc. The Association shall be a non-profit association.

## ARTICLE II - OBJECTIVES

- Section 1      The objectives of the Association shall be:
- a) To promote and perpetuate girls Junior Olympic amateur softball in the city of Rapid City, South Dakota;
  - b) To surround it with proper safeguards;
  - c) To aid and assist in fostering, developing and regulating girls Junior Olympic softball in accordance with the spirit of good sportsmanship, honesty and fair play; and
  - d) To insure public confidence in the integrity of the game as played under the auspices of the Amateur Softball Association (ASA) and the local association.
- Section 2      The principle means of accomplishing this end shall be by encouraging practices and clinics to teach the players and coaches good softball fundamentals for all girls ages 4 through 23.
- Section 3      Any means to achieve the objective of the association shall prohibit discrimination on the basis of race, color, creed, sex, religion, ancestry, national origin, disability as outlined and required by Ordinances of the City of Rapid city and its Parks and Recreation Department.
- Section 4      In the event dissolution of this Association is determined to be necessary by the Board of Directors, the entire net assets remaining after the payment of any and all liabilities and obligations of the corporation shall be distributed exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization of organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

## ARTICLE III - BOARD OF DIRECTORS

- Section 1      It shall be the responsibility of the Board of Directors to oversee and supervise the affairs, procedures and other pertinent matters of the Association. The Board of Directors shall make rules and regulations for the general welfare of the Association that are not in conflict with ASA or objectives of the Association.
- Section 2      The Board of Directors may call special meetings, shall set and announce the time and place of the general meetings and regular meetings, and shall have jurisdiction over all purchases and disbursements.

Section 3 All committees and their membership, both standing and special, shall be approved by the Board of Directors.

Section 4 A quorum at the Board of Directors' meeting shall consist of a majority of the Board. Action taken by the Board of Directors with a quorum present shall be binding.

ARTICLE IV - DEFINITION, DUTIES, SELECTION AND  
TERM OF BOARD MEMBERS INCLUDING BOARD OFFICERS

Section 1 The Officers of the Association shall consist of President, Vice President, Secretary, Treasurer, and Immediate Past President. Each member of the Board of Directors shall have full voting rights in the transaction of matters before the Board. The number of Board Members shall be determined on the basis of need by the Board of Directors but in any event shall not be less than 5 or more than 15.

Section 2 It shall be the duty of the President to preside at all meetings, to enforce the strict observance of the By-laws and Rules of Order, and to perform all duties that commonly fall upon a president's office. He/she shall appoint an auditing committee whose duty shall be to audit the amount of the treasury prior to the completion of the fiscal year and report their finding at the Fall General Meeting prior to the approval of the Treasurer's year-end report.

Section 3 It shall be the duty of the Vice President and other Officers in respective order to perform the duties of the President if the President is unable or fails to perform them.

Section 4 It shall be the duty of the Secretary to keep and accurate account of the proceedings of each meeting of the Association and to furnish copies of such to each Board Member.

Section 5 It shall be the duty of the Treasurer to collect dues and other income and keep and accurate account of the receipts and disbursements. All disbursements shall be made by check, signed by the Treasurer or any other authorized Board Member. Authorized signatures will be approved annually by the Board. At the close of term in office, he/she shall make a written report of all receipts and disbursements to the Board of Directors which must be approved by the Board before it shall be accepted and filed. At the close of his/her term of office, he/she shall turn over to his/her successor all reports, funds, and other items in his/her keeping belonging to the Association. He/she shall give such assistance to the Auditing Committee as they may require.

Section 6 Definition of Board Member's term of service:

- a) Immediate Past President – One-year term
- b) President – Two year term
- c) Vice President – Two year term
- d) Secretary – Two year term

- e) Treasurer – Two year term
- f) Directors – At least two with two years and at least one with a one-year term

New Board Members shall be elected to the Board in no specific position by means of a ballot process at the Fall General Meeting. The term of office will begin at the start of the fiscal year. Only adult members of good standing of this Association may be a candidate for office and vote in this election. (Members of the Association are defined in Article VII.) Positions shall be nominated and elected at the first meeting following the fall meeting where board members are elected.

- Section 7      The Board of Directors shall convene at a regular meeting after their term begins and conduct an election to designate their specific positions as outlined above.
- Section 8      The assignment of duties to individual Board Members shall be by volunteerism, appointment, or general agreement among the Board.
- Section 9      Vacancies occurring in any position between general elections may be filled by appointment by the remaining Board of Directors, and if necessary, the Board of Directors can conduct an election designating specific positions on the Board. The appointments do not need approval of the general members, but the appointees must meet the requirements for good standing in the Association.

#### ARTICLE V – MEETINGS

- Section 1      The Board of Directors of the Association shall meet on an approximately monthly schedule to conduct the business of the Association. These meetings shall be open to all persons interested in the business of the Association. The Board reserves the right to meet in Executive Session as determined necessary by the Board.
- Section 2      There shall be at least two (2) meetings of the general membership of the Association held every year.
  - a) Spring Meeting – This meeting shall be held at a convenient time prior to the start of the softball season. This meeting shall be open to all Association members and reasonable public notice shall be given.
  - b) Fall Meeting – This meeting shall be held after completion of the season and shall be open to all members of the Association with reasonable public notice given. Members of the Board of Directors will be elected at this meeting.
  - c) Special Meetings – Special meetings may be called as deemed necessary by the Board of Directors.

#### ARTICLE VI – PLAYER MEMBERSHIP AND DUES

- Section 1      Only players in good standing with the Association, subject to the exceptions in Section 4, shall be eligible to become and remain Association players.

- Section 2 Each eligible girl wishing membership in the Association must obtain, fill out and return a Rapid City Girls Junior Olympic Amateur Softball Association registration form [by the registration deadline].
- Section 3 Before any player will be allowed to participate in any scheduled Association games, that player must have paid the Association's current membership dues (registration fees) unless waived by the Board of Directors due to special circumstances.
- Section 4 All players shall be equally entitled to the privileges of playing girls Junior Olympic softball in the Association except the following:
- a) Players who fail to attend practice and games as required.
  - b) Players who refuse to pay the Association dues (registration fee).
  - c) Players who are detrimental to the Association because of the attitude and behavior and /or attendance problems which cannot be corrected. A player may be dismissed from the Association only after the manager has conferred with the Board and both agree that dismissal is the best course of action for the Association. The Board will investigate the situation at their discretion.
  - d) Players will be reinstated to good standing in the Association at the Board's discretion.
- Section 5 Membership dues shall be set by the Board of Directors. These dues may consist of a registration fee as well as fund-raising activities to help offset the cost of the program.

#### ARTICLE VII – ADULT MEMBERSHIP

- Section 1 All parents/guardians of players and all Board Members, managers, coaches and committee members shall be Association members.

#### ARTICLE VIII – CONDUCT

- Section 1 All Association members, both players and adults, shall conduct themselves in a sportsman-like manner and shall not engage in any conduct that will discredit the Association or be contrary to the objectives and purposes of the Association.
- Section 2 Profanity as defined as expletives (vulgar or profane language), casual or otherwise, uttered by player, manager, coach or individual in the area around the softball field will not be tolerated. Umpires are empowered to deal with profanity in the course of the game. Further action will be determined by the Board as appropriate.
- Section 3 Other specific rules of conduct may be included in the Rules and Regulations of the Association. Rules of conduct specified in the Rules and Regulations will be used to emphasize specific situations and are not meant to limit the intent of Section 1 or 2 of this Article.

## ARTICLE IX – RULES AND REGULATIONS

- Section 1      Separate and in addition to the By-laws, the Board shall create and approve such rules and regulations as determined necessary to conduct the programs of this Association.
- Section 2      The Rules and Regulations shall not conflict with the Association By-laws. Should such conflict exist, the Association By-laws shall govern.
- Section 3      The Association recognizes that through the course of the organized season or in preparation for the organized season exceptional circumstances or specific questions may arise which may not be addressed between the ASA Official Rules of softball and the Rules and Regulations created by the Association through the Board of Directors. A member of the Association should not assume that anything not specifically addressed in the aforementioned documents is okay to do or is left to the discretion of the member. It is the position of this Association that if a member of the Association is unsure about the rules and Regulations believes the Rules and Regulations do not address an area of concern the member has the responsibility to first ask a responsible member of the Association, i.e., a board Member or the responsible board-appointed designee for clarification prior to acting without clarification and/or interpretation.
- Section 4      The Rules and Regulations shall be made available to all members of the Association.
- Section 5      The Rules and Regulations shall be approved annually by the Board prior to the start of league play.

## ARTICLE X – MISCELLANEOUS

- Section 1      The fiscal year of the Association shall run from November 1 through the following October 31.
- Section 2      The Association shall not act for or subject the Association or any of its members to any financial obligation or other obligations except as the Association or its Board of directors may by resolution assume.

## ARTICLE XI – AMENDMENTS

- Section 1      Proposed amendments to the By-laws shall be presented to the board in writing and may be done so at any regularly scheduled meeting prior to the Fall General Meeting.
- Section 2      The proposed amendments shall be voted upon at the Fall General Meeting only after a complete reading and debate by the Association membership. To receive adoption the proposed amendments must be approved by ballot by two-thirds (2/3) of the Association membership present at the general meeting.

Section 3      Adopted amendments shall take effect immediately after their adoption unless otherwise stipulated in the amendment presentation.

ARTICLE XII – HIGH SCHOOL SOFTBALL

Section 1      The Board of Directors shall appoint three-person committees to select managers and coaches for each area high school team, including Rapid City and surrounding areas. Each high school's manager and coaches shall be selected by a separate committee appointment specifically for the purpose of making such selections for that particular high school.