

TIERRA CANYON GIRLS SOFTBALL LEAGUE

BY LAWS

***ARTICLE I – NAME***

Section 1.

The name of the organization is Tierra Canyon Girls Softball League, Inc. hereafter referred to as the “League.”

***ARTICLE II – PURPOSE***

Section 1.

It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes

Section 2.

The purpose of the League is to provide an opportunity for girls ages 6-14 (as of 1/1 of every year), to meet new friends, develop good sportsmanship, learn self-discipline in an organized sport, and develop character while learning to play softball in a fun, safe, and supportive environment and support activities which enhance the sport. We will work with parents, volunteers, coaches and managers to achieve our purpose. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person

Section 3.

This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code. See Tierra Canyon Girls Softball Conflict of Interest Policy.

Section 4.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from the federal income tax under Section 501(c) (3) of the Internal Revenue Code or (b) by a corporation to which contributions are deductible under Section 170 (c) (2) of the Internal Revenue Code.

Section 5.

No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

***ARTICLE III – OFFICERS***

Section 1.

The government of the organization shall be vested in a Board of Directors consisting of the following elected members: President, Vice-President, Secretary, Treasurer, Player Agent, Head Umpire, Parliamentarian, Safety Coordinator, Uniforms Chairman, Publicity Chairman, Field/Maintenance Chairman, Equipment Chairman, Sponsor Chairman, Commissioner, Web Master, Registrar, Tournament Director, Picture Chairman, and Player Development Chairman.

Section 2.

Vacancies on the Board of Directors shall be filled by the majority vote of the remaining Directors, subject to ratification by the General Membership at the next General Membership meeting.

Section 3.

- (A) The Board of Directors shall meet at least monthly from October through June.
- (B) Special meetings of the Board of Directors for any purpose shall be called by the Secretary at the written request of any five (5) or more Directors. Written notice of the time, place and purpose of any special meeting shall be given in person, by telephone, or in writing at least three (3) days prior to the date of the meeting.
- (C) If the President of the Board deems an emergency to exist, he may request that a special meeting of the Board of Directors be called, in which case notice of the time, place and purpose of the meeting may be given in person, by telephone, or in writing at least twelve (12) hours prior to the date of the meeting.

Section 4.

A majority of the elected Board of Directors constitutes a quorum for the transaction of all business of the League.

Section 5.

The Board of Directors may remove any Director by a two-thirds (2/3) vote of all Directors. Said Director may appeal at a General Membership meeting, which may reinstate said Director, provided a majority of all voting members is present at the next regularly scheduled Membership meeting. In the event a petition for the recall of any Director(s) which contains the signatures of one-third (1/3) of all voting members or fifty (50) signatures, whichever is fewer, is presented to the Board of Directors at a regularly scheduled meeting of the Board, the question of the recall shall be put on the agenda of the next regular Membership meeting. A vote of two-thirds (2/3) of the voting members present will be required to effect the recall of any Director.

Section 6.

Action without Meeting. Subject to section 5513 of the California Nonprofit Public Benefit Corporation Law, any action including which under any provision of the California Nonprofit Public Benefit Corporation Law may be taken at any Board of Directors, Regular Membership, or any special meeting, may be taken without a meeting if the written ballot of every member is solicited and the number of ballots cast within the time period specified equals or exceeds the quorum required to be present at a meeting which could have authorized the action. The Secretary shall record the results of the written ballot as minutes of a Board meeting and shall maintain such minutes along with the regularly maintained records of the association.

Section 7.

It shall be the responsibility of the Board of Directors to establish all Administrative and Playing Rules for the League, other than those specified in the By-Laws.

Section 8.

The Board of Directors shall be responsible for the operation and administration of all League activities.

Section 9.

Officers as such shall not receive any stated salaries for their services; but nothing herein contained shall be construed to preclude any Officer from being reimbursed for expenses incurred in serving the League. All receipts will be submitted to the Treasurer for filing.

## ***ARTICLE IV – OFFICERS AND DUTIES***

### **Section 1.**

The officers shall perform those duties normally assumed by such office and such other duties as the Board of Directors may direct. The primary purpose of the Board of Directors is to govern the League in accordance with these By-Laws and to perform administrative functions necessary to the operation of the League. The Board shall also maintain proper communications with all Managers, Coaches, Players and the General Membership; and will take action to resolve problems connected with field play. Each officer is responsible for maintaining a permanent file of records and data associated with their respective position(s). The Board of Directors is responsible for all League functions.

### **Section 2.**

**President**...Chairman of the Board of Directors, presides over all Board, General and special meetings, coordinates all League activities, is a member of all Committees, and will report to the Board when necessary or as directed.

**Vice President**...Presides in the absence of the President, assists the President in the activities of the League as directed, reports to the Board of Directors, responsible for purchasing insurance for the League and all League teams (including All Stars), files any League related insurance claims, member of Nomination Committee, member of Player Selection Committee.

**Secretary**...Keeps the permanent minutes of all meetings as directed and supplies a copy to the President, is in charge of all correspondence, keeps membership rolls current, reports to the Board of Directors, member of Nominating Committee.

**Treasurer**...Responsible for the depositing of all funds in the bank account of the League, ensures all checks are signed as appropriate (signatures of two of the following: President, Vice President or Treasurer, must appear on all checks above \$50.00). Prepares the budget annually, submits financial reports at all Board Meetings or as directed by the Board of Directors, presents a financial report at all General Meetings, furnishes a complete financial report at the end of each League year, and makes annual reports to the Internal Revenue Service as required.

**Player Agent**...Representative for all players of the League, in charge of League registration, player registration, player evaluations and team selection (which shall be by the Draft selection), maintains a complete current file of registration cards, maintains records of player information, member of Player Selection Committee. Player information must be available for the Board of Directors at any duly called meeting. All information regarding players or parents is CONFIDENTIAL and will not be released by the Player Agent except for Board use. Organizes All-Star selections from all managers and coordinates All-Star selections.

**Player Development**... Responsible for scheduling player's and coach's clinics, member of Player Selection Committee, member of Rules Committee, implements evaluations.

**Head Umpire**.... The Head Umpire receives the League schedule from the Commissioner for scheduling umpires, receives and disseminate rules for interleague play to senior and major managers, makes arrangements for umpire meetings as required for information exchange and rule interpretation, holds preseason scorekeeping clinics as required, is a member of the Rules Committee, reports to the Board of Directors.

**Parliamentarian**...Assists the President in parliamentary procedure, will have a copy of all rules governing the League and its operations, and maintains the Board's copy of Robert's Rule of Order, member of Rules Committee.

**Safety Coordinator**...Orders medical supplies and prepares first aide boxes for all equipment bags, investigates all injuries, reports all injuries and results of investigations to the Board contemporaneously, signs accident claim forms for the League and maintains League records on all injuries within the League, informs the League when a person may again participate in League activities after receiving a medical release—this applies to Players, Umpires, Managers, and Coaches.

**Uniforms Chairman**...Maintains an inventory of all uniforms, responsible for the purchase and reordering of uniforms as approved by the Board, reports to the Board of Directors. Is responsible for sizes and numbers to order, coordinates with the Player Agent for number of registered players.

**Publicity Chairman**...Responsible for correspondence with local media to announce dates and times of registration, tryouts, league standings, upcoming tournaments, player profiles, and all other pertinent information to the public (requires prior approval of the President).

**Field/Maintenance Chairman**...Responsible for maintenance of the playing fields including preparation for ball games, checks fields for necessary improvements, coordinates field prep day, responsible for the inspection of fields with regards to weather and safety issues, reports findings to the Head Umpire and Commissioner.

**Equipment Chairman**...Responsible for new equipment purchasing such as bats, balls, catcher's equipment, etc. with prior Board approval. Responsible for equipment repairs as deemed necessary for safe play, issues gear to regular season managers and tournament managers, responsible for gear return at the conclusion of the regular season and post season play, reports to the Board of Directors.

**Sponsor Chairman**...Responsible for recruiting sponsors for the League, keeps records of sponsors, responsible for correspondence thanking sponsors. The Sponsor Chairman will send sponsors schedules, if requested, so they can see their team play. Invites sponsors to opening day ceremonies, will provide a list of sponsors to web master, responsible for fund raising programs, reports to Board on status of proposed and ongoing fund raising events, makes recommendations for new fund raising ideas to the Board of Directors, acts as point of contact for fund raising activities, reports to the Board of Directors.

**Commissioner**... Assists the President, offers advice and help to any of the Chairmen and assists as needed in League affairs, renders assistance in troubled areas, facilitates the draft selection process and the All Star selection process, acts as liaison between leagues, responsible for (along with Head Umpire) scheduling of all league games and inter league games, member of Rules Committee and Player Selection Committee.

**Registrar:**... Responsible for advertising and organizing registration sign ups, updating registration database, registering/checking in girls at evaluations and checking mail box.

**Tournament Director:**... Responsible for reporting back to the board with evaluation and recommendations for participation in different tournaments for the All-Star teams using the Tournament "Blue Book" provided to the league at the annual Presidents meeting. Also accountable to register the league in those agreed tournaments and keeping track of tournament expenses.

**Picture Chairman**... Responsible for coordinating Picture Day and make up day, hiring a photographer, distributing picture packages to the various teams, scheduling times for pictures and distributing pictures to teams and sponsors.

**Web Master**... Responsible for maintaining Tierra Canyon web page.

## ***ARTICLE V- COMMITTEES***

### Section 1.

There shall be such committees established as are deemed necessary for performing functions as determined by the Board of Directors. The President shall appoint the Chairman of all committees with the confirmation of the Board of Directors. The Chairman shall appoint the members of each committee with the approval of the President or the Board of Directors.

### Section 2.

- (A) There shall be a Rules Committee composed of the President, Head Umpire, Parliamentarian, Player Development, and Commissioner. This committee shall formulate all administrative and playing rules for consideration and approval by the Board of Directors.
- (B) There shall be a Player Selection Committee composed of the President, Commissioner, Player Development, Player Agent, and Vice President. This committee is responsible for all regular season and All-Star player selections, recommend certain players move up or down divisions, and will coordinate all player evaluations.
- (C) There shall be a Nominating Committee composed of the President, Vice President and Secretary. This Committee will identify Board positions that will become vacant prior to the next season and will solicit new members. New member's nominations will be submitted to the Board for approval at the June meeting.

### Section 3.

The President shall be a member of all committees and shall be notified in advance of all meetings by the Committee Chairman.

### Section 4.

The Board of Directors shall have the power to remove any Committee Chairman. The Committee Chairman shall have the power to remove any Committee Members.

### Section 5.

All committees shall dissolve and their authority and power shall terminate at the expiration of the term for which they were appointed. The following committees shall be established at the first board meeting: Rules Committee, Player Selection Committee, and Nominating Committee.

## *ARTICLE VI – FINANCES*

### Section 1.

The fiscal year of this organization shall end the 30<sup>th</sup> day of September each year.

### Section 2.

The Board of Directors shall adopt a budget during the first sixty (60) days of each fiscal year.

### Section 3.

All unbudgeted League expenditures shall require approval by the Board of Directors.

### Section 4.

The President shall appoint a board member along with the treasurer to audit the books of the League at the end of each fiscal year, with a report to the board to be provided prior to the first board meeting of the next fiscal year.

### Section 5.

- (A) Contracts. The board may authorize any Officer or Officers of the league, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any equipment/material in the name of and on behalf the league and such authority may be general or confined to specific instances.
- (B) Loans. No loans shall be contracted on behalf of the league and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.
- (C) Checks, Drafts, etc. All checks, drafts or orders for payment of money, notes or other evidence of indebtedness issued in the name of the league shall be signed by President, Vice President or others as appointed by the board.
- (D) Deposits. Funds of the League shall be deposited from time to time to the credit of the league in such banks or depositories as the board selects. The Treasurer will make all deposits. In their absence the board may appoint another Officer to make deposits.

- (E) Gifts/Donations. The Board may accept on behalf of the league any contribution, gift, bequest or devise consistent with the goals of the league.

Section 6.

In the event the TierraCanyon Girls Softball League INC dismantles, all assets will be donated to the Serra Sports Foundation (Juniper Serra High School (Serra)) 5156 Santo Rd San Diego, CA 92124.

***ARTICLE VII – GENERAL MEMBERSHIP***

Section 1.

The General membership includes any member who is active in the organization such as Managers, Coaches, Scorekeepers, Sponsors, and Parents of players.

***ARTICLE VIII – GENERAL MEMBERSHIP MEETINGS***

Section 1.

The General Membership shall be apprised of any and all significant League changes during opening day ceremonies.

Section 2.

Changes in the organization by-laws shall be introduced only in the form of recommendations shall be submitted in writing to the Board of Directors for review and shall be acted upon at the next Board Meeting. This section applies to change only. Refer to Article X for amendments.

***ARTICLE IX – PROCEDURE AND VOTING***

Section 1.

“Roberts Rules of Order, Revised,” shall govern procedure of the meetings of the Board of Directors, and the Committees.

Section 2.

At any meeting, in the absence of the President or Vice President, the Committee or the Board of Directors, as appropriate, will elect a temporary chairman.

Section 3.

The Board of Directors shall form a Nominating Committee each year no later than the March Board of Directors meeting in order to select nominees for Chair positions.

- (A) Said committee shall give due consideration to the League and its interests. Said nominations shall consist of at least one (1) candidate who has consented to serve for each Chair to be filled.
- (B) Said committee shall announce the candidates at the June Board meeting. Additional candidates who consent to serve may be added to the ballot upon nominations from the floor at the June Board meeting.
- (C) The newly elected officers shall take office at the regular scheduled Board Meeting in October.

Section 4.

Each voting member shall be entitled to cast one (1) vote for each of the Chairman to be elected. A member must be present at the meeting to cast a vote. Cumulative voting is prohibited.

**ARTICLE X – AMENDMENTS BY THE MEMBERSHIP**

These By-Laws may be amended by a two-thirds (2/3) vote of all voting members present at a Board meeting provided that the amendment was submitted in writing at the previous Board meeting.

Whereas these By-Laws have been approved and accepted by the Board of Directors of the Tierra Canyon Girls Softball League this 10<sup>th</sup> Day of March, 2007.at

Monica Cho \_\_\_\_\_, Secretary  
Johnny Graves [Signature], Treasurer  
Jim Griswold [Signature] Vice President  
Norm Ryan [Signature], President