

Olathe Girls Softball Association, Inc. Bylaws

(Amended September 25, 2015)

ARTICLE I

Name

The Name of this organization shall be the Olathe Girl's Softball Association, Inc.

ARTICLE II

Purpose

The purpose of the Olathe Girl's Softball Association, Inc. shall be: to organize, promote, and direct not for-profit youth sports programs in Olathe, Kansas. This will encompass all levels of competition.

ARTICLE III

Membership

Members are defined as players, parents of all players, coaches, managers and Board of Directors members who participated in the Olathe Girls Softball Association League, for that current softball season (spring/summer).

Membership in the Olathe Girl's Softball Association, Inc., is totally voluntary and shall not exclude anyone based on race, religion, sex, age or national origin.

ARTICLE IV

Olathe Girl's Softball Association, Inc. Board of Directors

Section 1.

The Olathe Girl's Softball Association, Inc., Board of Directors shall have full power to manage and conduct the affairs of the Olathe Girl's Softball Association, Inc. The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, and such Commissioners and Assistant Commissioners for playing leagues and/or Commissioners at large as the existing Board of Directors shall determine appropriate at each annual meeting. The Executive Committee, of the Board of Directors, will consist of the President, Vice-President, Secretary and Treasurer. The President will vote only to break a tie.

Section 2. Terms of Office:

All offices to be held for a period of one year, (with the exception of the Executive Board members, who will serve two years) beginning 30 days after the Annual Election of Officers. Officers are eligible to succeed themselves. Unfilled Board of Directors positions and mid-term vacancies will be filled by appointment of the President, with the approval of the Board of Directors.

- A. Elections for the President and Secretary shall be held every even-numbered year.
- B. Elections for Vice President and Treasurer shall be held every odd-numbered year.

Section 3. Audit Committee:

An Audit Committee shall be appointed by the President to perform an annual audit of all accounts

Section 4. Selection of Board of Directors Members:

- A. The Board of Directors shall, at least six weeks prior to the Annual Meeting, appoint a Nominating Committee. At that time, the League President shall be required to publish the names of the members of the Nominating Committee to all members of the Association. The President shall encourage the membership to make their recommendations of candidates for the Board of Directors known to the Nominating Committee. A proposed slate of officers shall be presented to the membership no later than two weeks prior to the official election meeting. Additional election parameters are set in ARTICLE VII, Section 4. Election Parameters.

If the total vote of the election is either 50% greater than the previous years vote or 50% less than the previous years vote, any person in the OGSA membership may challenge the election. If challenged this election will be void. The current Board of Directors will continue for no more than one month. A second membership meeting will be called within that period at which time a slate of officers will be created and a membership vote will be conducted and verified. This vote may not be challenged on vote size in relation to that of the previous year.

- B. Nominees for President and Vice-President are required to have been a member of the Board of Directors for a minimum of the last two consecutive years.

Section 5. President

The President shall preside at all meetings of the membership and the Board of Directors.

Section 6. Vice-President

The Vice President shall preside at all meetings of the membership and the Board of Directors in the absence of the President.

Section 7. Secretary

The Secretary shall keep a permanent record or the proceeding of the Olathe Girl's Softball Association, Inc. and of other meetings as directed by the Executive Committee.

Section 8. Treasurer

- A. The Treasurer is responsible for the Olathe Girl's Softball Association, Inc. financial record keeping.
- B. The Treasurer will collect and, under the direction of the Board of Directors, expend and deposit the funds of the Olathe Girl's Softball Association, Inc., and keep accurate records in the regular books in a manner and form prescribed by the Board of Directors. All funds of the Olathe Girl's Softball Association, Inc. shall be deposited in the financial institution designated as the depository for the funds of the Olathe Girl's Softball Association, Inc. All disbursements shall be check-drawn against such financial institutions deposits and signed by the Treasurer
- C. The recordkeeping functions described in Section B maybe contracted out as prescribed in Article VI Section 1, to a professional accounting firm.
- D. The Treasurer and any other authorized person. who can sign checks, shall be bonded so as to protect the Olathe Girl's Softball Association, Inc. The bonding fees, if any, shall be paid by the Association.

Section 9. Commissioners

League/Age Group Commissioners and Assistant Commissioners shall be responsible for all activities necessary to form leagues and help schedule league play.

It will be the responsibility of the Commissioners, with the full help, support, and cooperation of the Executive Committee, to involve as many individual members of the Association as necessary to insure the completion of these responsibilities.

Section 10. At-Large Commissioners

The Executive Committee based on their judgment of the strengths and interests of the At-large Commissioners will assign at-large Commissioners duties annually.

Section 11. Board Attendance / Vacancies

- A. A Board of Directors member may miss not more than one-half of the regularly scheduled meetings in each quarter of an OGSA year (October — September), beginning with the annual meeting in October.
- B. Should a Board of Directors member miss more than one-half of the regularly scheduled meetings of an OGSA quarter he/she will automatically be removed from the Board of Directors. Exceptions may be granted by the Board of Directors at a meeting where there is a quorum present.
- C. Board of Directors members who miss more than one-half or more of the regularly scheduled meetings in a season will not be eligible to serve on the Board of Directors the following year.
- D. Should a position on the Board of Directors become open during a season, the President of the Board of Directors, or Vice-President if it is the President who leaves the board, shall have the authority to fill the vacated position and that person to serve the remainder of the term of that vacated position.

**ARTICLE V
Committees**

Section 1. Committees shall be appointed by the President, or upon the recommendation of the Board of Directors, to examine issues or to further purposes of the Olathe Girl's Softball Association, Inc.

**ARTICLE VI
Paid Duties**

Section 1. The Board of Directors may contract to pay for services to provide for the purpose(s) as set in Article II These include, but are not limited to, the following activities: OGSA complex, field maintenance, game schedules, sponsors, fund raising, individual league tournaments, ASA age group tournaments, registration, draft/tcam building, league definition, equipment, uniforms, pictures and rules/regulations.

The Board of Directors may contract an individual(s) for OGSA related functions that are, but not limited to, functions outside their OGSA job description, have a deadline that others are dependent on, have greater than normal volume,

coordination of others for the task, dependent on non-board skills, must be done during normal business hours, representing OGSA and being the liaison between OGSA and the City.

Section 2. Board of Directors members and family may be contractors. Payments to Board of Directors members and family shall not exceed 20% of the previous year's gross income without 80% Board approval.

ARTICLE VII

Meetings

Section 1. A monthly/bi-monthly Board of Directors Meeting shall be scheduled by the President. Additional meetings may be scheduled upon the request of any Board of Directors Member. Meetings require the attendance of two Executive Committee Members, one of which must be either the President or the Vice President, and two members not on the Executive Committee. All Board of Directors Members must receive notification of the monthly meetings.

Section 2. The definition of a quorum is at least two (2) members of the executive board (one of which must be either the President or Vice-President) and at least 50% of the of the NON-Executive Board.

Section 3. The Annual Meeting for the Election of Officers shall be held during October. The President shall call all other membership meetings, as he/she deems necessary.

Section 4. Election Parameters.

- A. One vote equals one ballot in all OGSA elections.
- B. Each OGSA Member's family shall be granted one vote in any OGSA election.
- C. Each current Board of Directors member shall be granted one vote in any election.
- D. No family may cast more that one vote in any election, regardless of the number of Members in that family.
- E. Members must be 18 years of age to cast their vote during any OGSA election. If under the age of 18, an adult person within the Member's family may cast the Member's vote on behalf of the Member or Members of that family.
- F. Nominations from the floor are not allowed.
- G. Nominees are limited to current Members and/or their immediate families.

H. All election ballots shall be numbered.

Section 5. All meetings will follow parliamentary procedure as set forth in Robert's Rules of Order.

ARTICLE VIII Amendments

Amendments to the Bylaws may be adopted by the Board of Directors and approved by the membership present at a General Membership meeting. A two-thirds vote will be required to pass an amendment. The meeting time and location are to be published to all members of the Olathe Girl's Softball Association, Inc., at least two weeks in advance of the date.

By-Law amendments shall be presented by the By-Law committee to The Board of Directors, who can pass or amend/vote on any changes and then present to the General Membership, for approval, after a two (2) week public announcement, of the By-Law meeting/vote.

ARTICLE IX Playing Rules

Playing rules shall be governed by the Official Olathe Girl's Softball Rules and Regulations. These rules will be published and distributed annually to all players, coaches and managers. The President will appoint a Special Rules Committee to make recommendations for improvement annually. Changes to all rules require a majority vote of the Board of Directors.

ARTICLE X Dissolution

In the event of the dissolution of the Olathe Girl's Softball Association, Inc., all unexpended balances of the financial institution accounts, as well as all uniforms, equipment, and other physical property owned by the league, shall be donated to the most worthy children's institution(s) as determined by the Board of Directors.

ARTICLE XI Fund Raising

No association teams or individual shall be allowed to hold fund raising projects in the name of the Olathe Girl 's Softball Association, Inc., without the written

permission from the Board of Directors.

ARTICLE XII

Saving Clause

Should any part of the Articles of Operation be declared invalid for any reason by a court of competent jurisdiction or unconstitutional, such declaration shall not affect the validity of any remaining portions, which remaining portions shall remain in full force and effect as if the Articles of Operation had been executed with the invalid portion thereof eliminate and it is hereby declared the intention of the Association hereto that they would have executed the remaining portions of the Articles of Operation without including therein any such part, parts or portion which may for any reason be hereafter declared invalid.