

SAN RAMON VALLEY GIRLS ATHLETIC LEAGUE BYLAWS

Updated 9/17/2014

ARTICLE I - NAME

This organization shall be known as the San Ramon Valley Girls Athletic League (hereinafter referred to as “**SRVGAL**”), which shall exist solely as a nonprofit organization within the meaning of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE II - PURPOSE

Section 1: The purpose of all SRVGAL members shall be to provide a quality recreation and developmental softball program for girls (age 5-18) regardless of race, creed and/or ability.

Section 2: Objectives

- a) To develop the physical and mental fitness of the girls in our community.
- b) To provide an environment conducive to developing an attitude of wholesome sportsmanship and respect for fellow teammates.
- c) To teach the basic skills and fundamentals of softball through qualified leadership.
- d) To develop positive coaching skills, knowledge and attitudes through clinics and training programs.
- e) To build confidence, raise self-esteem and encourage responsibility.
- f) To develop a softball program that will provide fun and enjoyment to all participants.
- g) To develop qualified ASA umpires to control the games with good judgment, proper mechanics and techniques and knowledge of the rules.

ARTICLE III - MEMBERSHIP

Section 1: The general membership of SRVGAL shall be comprised of the Board of Directors (the “**Board**”), coaches and parents of each girl and each girl currently registered in SRVGAL.

Section 2: Honorary membership. Upon recommendation of the Board, honorary memberships may be given to individuals in the community who make a significant contribution to SRVGAL. Honorary memberships shall be non-voting.

ARTICLE IV – MONIES

Section 1: All monies raised or received by SRVGAL through registration, fund raisers, donations or otherwise shall become the sole property of SRVGAL for whatever purposes the SRVGAL Executive Board of Directors (“**Executive Board**”) deems necessary. However, monies donated for a specific purpose may only be used for that purpose. Monies spent from the SRVGAL general fund will be budgeted by an Executive Budget Committee and approved by a vote of the Board.

The Executive Board is authorized to make any discretionary expenditures that are in the best interest of SRVGAL. All discretionary expenditures over \$400 (each, a "Major Expense") shall require approval of at least three (3) members of the Executive Board, one of which must be the President and one of which must be the VP of Finance. The VP of Finance (or their proxy) shall inform the Board of Directors of any Major Expense at the first meeting of the Board of Directors following any such Major Expense made by the Executive Board.

ARTICLE V - GOVERNMENT

Section 1: The Executive Board shall consist of: the following officers: SRVGAL President (“**President**”), SRVGAL Commissioner (“**Commissioner**”), VP Support Services (“**VP SS**”), VP Finance, VP Program Development (“**VP PD**”), Umpire In Chief (“**UIC**”), Executive Secretary, President Emeritus, and Advisor. The Executive Board is appointed by the President. No two members of the same family can serve on the Executive Board simultaneously. The Executive Board may meet on issues referred to them by the Board. The Executive Board will also handle potential disciplinary and legal issues for which closed sessions are authorized or appropriate. Closed session decisions, which must be reached with at least a majority vote consisting of three concurring votes of an Executive Committee (defined in Article VI Section 1 below) are final and may or may not be shared at the discretion of the Executive Board at the next regular Board meeting.

Section 2: The Board shall consist of the Executive Board and the following positions: Division Coordinators, Umpire Coordinators, Equipment Manager, Assistant Equipment Manager, Fields Managers, Training Manager, Travel Teams Manager, Tournament Director, Recording Secretary, Webmaster, Sponsors Manager, Picture Day Manager, and Special Events/Publicity Manager. The Board members are appointed by the SRVGAL President with the approval of the Executive Board.

Section 3: Special appointments. The Executive Board may appoint such other officers as the affairs of SRVGAL may require, each of whom shall hold office for such periods and have such authority and perform such duties as the Executive Board may from time to time determine.

Section 4: Meetings of this organization shall be governed by Robert’s Rules of Order.

Section 5: The Board shall have control of the property and management of SRVGAL. Automated Bill Pay will be used by the Administrator to pay all League incurred expenses except for the following:

- a) Expenses that exceed the budgeted amount.
- b) Unbudgeted expenses.
- c) Payments made to the Administrator or any relative of the Administrator.
- d) Any payment that requires a manual check.

All manual checks issued will require joint signatures of the VP Finance or the President and one of the designated members of the Executive Board.

Section 6: Any member of the Board may be removed for cause by a 2/3 vote of the Board members present. It shall be deemed appropriate for removal for cause that:

- e) The Board Member is absent (unexcused) at three consecutive regular Board meetings.
- f) The Board member fails to carry out the function of the office for which said member was either elected or appointed by the Board.
- g) Any other such action as shall be detrimental to the operations of this league.

In the event of resignation or removal of a Board member during their term, his/her office shall be re-appointed by the President.

Section 7: Qualifications. In order to be eligible for election to the office of President, Commissioner or VP Finance, the candidate must have served as a member of the Board for at least one full year, directly prior to running for either position, and said member shall not be eligible for election if during his or her term of office said officer was removed by reasons of absence, or for cause.

Section 8: No member of the Board will be paid for volunteer services rendered. Board members may submit a bid to perform specific work required by SRVGAL as long as at least two bids from outside the Board are also considered.

ARTICLE VI - DUTIES OF THE BOARD OF DIRECTORS

Section 1: President: The President is the principal officer of SRVGAL and shall preside at all meetings of the Board and all Executive Committee meetings and may cast a vote. The President will appoint the Executive Board. The President will appoint the Board, as well as the chair and all members of all standing committees of the Board (each, an “**Executive Committee**”) with approval of the Executive Board. The President shall be an ex-officio member of all committees.

The President shall be charged with the general supervision, management, and control of all the business and affairs of SRVGAL. The President shall sign, along with the Executive Secretary or any other proper officer of SRVGAL, all contracts or other instrument the Board has authorized to be executed, except in cases where the signing and execution thereof shall be especially delegated by the Board or required by law to be otherwise signed and executed.

This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

The President shall exercise and perform such other powers and duties as may be designated by the Board. The President shall act as the duly authorized representative of SRVGAL and the Board and is responsible for all matters in which the Board has not formally designated some other person to act.

Section 2: Commissioner. The Commissioner shall assist the President in any way necessary and preside as the Chairperson for the Protests and Appeals Committee and the Disciplinary Committee. The Commissioner is responsible for registration of players and coaches; tryouts; drafts and scheduling of games. The Commissioner shall ensure all Division Coordinators are properly carrying out all aspects of their positions. The Commissioner has the responsibility of carrying out league policies that are mandated by the Bylaws and Board. The Commissioner is responsible for managing parent volunteers and oversight of the volunteer refunds as defined in the SRVGAL Parent Volunteer Policy. The Commissioner is responsible for communicating the playoff format to Division Coordinators and ensuring All-Star information is communicated and understood. This position will

be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 3: VP Support Services. The VP Support Services shall maintain overall responsibility for equipment, field condition, and field scheduling. The VP Support Services will act as the SRVGAL Sports Alliance Representative and will attend monthly Sports Alliance meetings. The VP Support Services will act as the SRVGAL Representative within the San Ramon Users Group and will attend monthly San Ramon Users Groups meetings. This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 4: VP Finance. The VP Finance shall be responsible for preparing any and all papers pursuant to the tax exemption status of this organization. The VP Finance shall be responsible for preparing any forms needed for Income Tax purposes. Working with the Executive Board, the VP Finance will manage the annual budget creation process and present it to the Board for approval. The VP Finance shall maintain overall responsibility for the SRVGAL treasury, fundraising activities, and sponsors. The VP Finance will provide a monthly financial statement to the Board and is expected to give guidance on non-budgeted expenditures over \$400.

Section 5: VP Program Development (“**VP PD**”). The VP PD shall maintain responsibility for training programs for both players and coaches. The VP PD will also maintain overall responsibility for travel ball programs and all SRVGAL sponsored tournaments. The VP PD will act as SRVGAL’s official liaison to the ASA. The VP PD will ensure that the policies and standards of SRVGAL and SRVGAL travel ball programs are consistent with the national organizations. The VP PD will also be responsible for the development of the player rating system and will Chair the draft placement committee. The VP PD will work closely with the Commissioner and the SRVGAL Administrator (“**Administrator**”) to maintain player ratings within the SRVGAL data store. This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 6: Umpire-In-Chief (“**UIC**”). The primary responsibility of the UIC shall be to review and be familiar with all ASA Rules and discuss deviations with the Board. The UIC will publish rules for each division/level. When disputes arise in the area of rules, the UIC shall make the final decision. The UIC will form a committee to review rule changes and make recommendations to the Board. The UIC shall ensure all Umpire Coordinators are properly carrying out all aspects of their positions. The UIC is responsible for collecting the necessary paperwork and processing the ASA registrations for all umpires. The UIC is responsible for assuring that the umpires receive proper training. This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 7: President Emeritus. The immediate past President shall be a member of the Executive Board of SRVGAL and shall act in an advisory capacity to the Board for a minimum of one year immediately following his/her term of office. The President Emeritus shall be a voting member of the Board. The President Emeritus is in charge of elections.

Section 8: Executive Secretary. The Executive Secretary shall record the proceedings of all Executive Board meetings, keep permanent records of the same, and make copies available for the ensuing Executive Board meeting. A file shall be kept by the Executive Secretary of all documents belonging to SRVGAL. Copies of the minutes will be mailed or emailed to each Executive Board member within one week following each meeting. The Executive Secretary shall notify each Board member in writing after three (3) consecutive absences from Board meetings and shall invite that member to show cause as to why he/she should not be removed from office. The Executive Secretary shall notify all Executive Board members of all meetings at least one week prior to Board meeting.

The Executive Secretary shall also be responsible for securing facilities for all SRVGAL and SRVGAL sponsored events. The Executive Secretary will act as parliamentarian at all meetings and in the absence of a President Emeritus will preside over elections. This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 9: Advisor. The Advisor is a previous member of the Executive Board invited by the President to stay on in an advisory capacity. The Advisor may serve in various capacities at the discretion of the President and the Executive Board. The Advisor is a non-voting position.

Section 10: Division Coordinators. Division Coordinators report to the Commissioner. There will be one Division Coordinator for each division within SRVGAL. For divisions that keep standings, a Division Coordinator may not coach or have a daughter who plays in the division he/she is coordinating. The Division Coordinators' responsibilities are as follows:

- a) Serve as main contact between coaches and the Board.
- b) Recruit responsible coaches to coach all teams in their division. The Executive Board will review the sign-up lists for coaches in the Red/Blue divisions. Recommendations will be presented to the Board for approval. Before appointing any team coach within a Division, the Division Coordinator must verify with the Executive Board there are no disciplinary letters precluding that coach. Coach selections must occur outside the presence of each applicable candidate.
- c) Distribute and collect the coaches' player rating sheets from each coach by the deadline set forth by the Commissioner
- d) Receive all complaints and player disciplinary action from coaches and/or parents and report all such incidents to the Commissioner.
- e) Be prepared to discuss and clarify all division rules to coaches.
- f) Attend the annual Coaches' meeting and conduct a separate meeting with all coaches in his/her division after the general meeting. He/she will hand out SRVGAL materials and information, assign practice schedules and collect all of the coaches' signed Coaches' Code of Ethics forms to be turned into the Commissioner and ultimately the Administrator.
- g) Verify that all coaches in the division have attended any training required by the SRVGAL Board through follow up with the Training Manager.
- h) Attend games within the division of responsibility from time to time and monitor performance, gamesmanship and sportsmanship on the part of the coaches, players, umpires and spectators. Attend all Championship Games and All Star Games within the division of responsibility.
- i) Report game results and maintain division standings.
- j) Red and Blue Division Coordinators run tryouts and "make-up" tryouts. They run the annual Red and Blue drafts for their respective age groups.

Section 11: Umpire Coordinators. The Umpire Coordinators report to the UIC. The Umpire Coordinators shall be responsible for recruiting and scheduling umpires for all games within their division. They are directly responsible for umpire performance within their respective divisions. The Umpire Coordinators shall from time to time monitor performance and give guidance as necessary. An Umpire Coordinator may not coach or have a daughter who plays in the division he/she is coordinating.

Section 12: Equipment Manager. The Equipment Manager reports to the VP Support Services. The Equipment Manager shall have overall responsibility for balls, bats, catcher's equipment, helmets, and pitching machines, and shall store, replace and order items necessary to maintain equal distribution among all teams. The Equipment Manager is responsible for organization of the two equipment sheds.

The Equipment Manager will distribute equipment bags to all teams at scheduled 'bag pick up days'. The Equipment Manager shall keep an inventory of all equipment out and insure its return at the end of the season. The Equipment Manager may have an assistant to help with the above responsibilities.

Section 13: Fields Manager (s). The Fields Manger reports to the VP Support Services. The Fields Manager shall have the responsibility of the field equipment (bases, rubber pitching mounds and plates) of SRVGAL. The Field Manager is responsible for contents of the equipment boxes located on the fields. The Fields Manager is also responsible for helping with the overall maintenance of the fields including but not limited to cleanups prior to tryouts, opening day and All Star Day, maintenance of the batting cages and pitching machines. The Fields Manager is responsible for securing the fields as necessary, which includes locking and unlocking gates as needed. Field equipment needed should be reported to the Equipment Manager for ordering.

Section 14: Special Events Coordinator: The Special Events Coordinator reports to the Executive Secretary. The Special Events Coordinator is in charge of running the annual All Star Day Celebration and all other SRVGAL sponsored special events. This job entails but is not limited to working with Board members, coaches and league members to sign up people to prepare the fields, decorate the softball complex, announce the games, coordinate the ceremonies, coordinating merchandise, food and beverage sales, and determining whatever activities would enhance the overall celebratory theme of the day.

Section 15: Training Manager. The Training Manager reports to the VP Program Development. The Training Manager shall be responsible for providing training clinics for both the players and coaches prior to and during the season. The Training Manager will use the ACE training program as the foundation for coach training and he/she will be ACE certified. The Training Manager will report to the VP of Program Development who may provide coaching expertise on how to develop skills, run practices, and develop team play at all division levels. He/She will work with individual coaches on an as needed basis to help in their development and progress within the framework of SRVGAL. The Training Manager may recruit non Board member assistants as needed. This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 16: Travel Teams Manager. The Travel Team Manager reports to the VP Program Development. The Travel Teams Manager shall be responsible for the administration of the SRVGAL Travel Teams program as determined by the VP of Program Development. The Travel Teams Manager shall ensure SRVGAL Division Coordinators, Coaches and Players are made aware of tryout dates and clinics. The Travel Teams Manager, along with an Executive Committee appointed by the President ("**Travel Team Executive Committee**"), will ensure that all Travel Team coach candidates will be fairly evaluated on the basis of objective criteria including knowledge of the game, prior experience, past coaching performance and the ability to maintain a high level of personal behavior consistent with being an ambassador of SRVGAL while on the road. The Travel Team Executive Committee shall review qualifications and make Travel Team coach selections to be approved by the Executive Board and presented to the entire Board to be ratified. The Travel Team Manager will advise coaches on travel team budgets, rules of play, use of the SRVGAL Academy, practice expectations, and field use. The Travel Team Manager will develop and implement a uniform policy of all SRVGAL Travel Teams. The Travel Team Manager will register all travel team players and coaches with ASA and coordinate payment with the SRVGAL League Administrator. This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 17: Tournament Director: The Tournament Director reports to the VP Program Development. The Tournament Director shall run all SRVGAL sponsored travel tournaments. The Tournament Director is responsible for communicating with the national sanctioning authority and its membership

the venue and date of the tournament. He/she shall work with the Webmaster (defined below) to advertise the tournament and sign up teams. Duties shall include, but are not limited to securing, preparing and maintaining the fields to optimum playing condition during the tournament, hiring and scheduling umpires and helping secure value priced accommodations for visiting teams. To this end the Tournament Director shall work with the League Administrator, VP Support Services, UIC, VP Program Development and the VP of Finance. This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 18: The Webmaster reports to the Executive Secretary. The Webmaster is responsible for the development and maintenance of all web sites associated with SRVGAL. The Webmaster is responsible for overseeing Web hosting and online services utilized by SRVGAL and insuring the proper performance of those services. The Webmaster will train Board members on how to use the website and will have oversight on the timeliness and accuracy of all site content.

Section 19: Sponsors Manager. The Sponsors Manager reports to the VP Finance. The Sponsors Manager is responsible for obtaining sponsors for all teams within SRVGAL. The Sponsors Manager will work with the Sponsors and coaches to create banners for each sponsored team. The Sponsors Manager is responsible for the distribution of sponsor plaques at the end of the season. This position will be given the responsibility of oversight for a portion of the SRVGAL website. Training for monitoring, editing, and contributing content will be provided.

Section 20: Picture Day Manager. The Picture Day Manager reports to the Executive Secretary. The Picture Day Manager is responsible for annual picture day. This responsibility includes securing the site, working with the photo vendor to schedule teams, communicating with the coaches about picture day, attending picture day to manage the event, scheduling make-up sessions as needed and distribution of photo packets at the end of the season.

Section 21: Publicity Manager: The Publicity Manager reports to the Executive Secretary. The Publicity Manager shall have overall responsibility for SRVGAL related publicity. The Publicity Manager shall work with local newspapers, community publications, advertising and media professionals as well as the Webmaster to establish and maintain a positive working relationship and maximize coverage for SRVGAL, players and sponsors. The Publicity Manager will be in charge of the distribution of registration e-flyers to public schools in the area. The Publicity Manager is responsible for providing registration information to private schools.

Section 22: Academy Manager (Paid/non-Board Position) – The Academy Manager reports to the President. The Academy Manager is a paid, non-voting member of SRVGAL hired to facilitate the business of running the Academy. This year round position performs administrative tasks, scheduling of teams and instructors, and oversees the day to day operations for the Academy. The Executive Board reviews the job description for this position annually.

Section 23: Administrator (Paid/non-Board Position) – The Administrator reports to the President. The Administrator is a paid, non-voting member of SRVGAL hired to facilitate the business of running the organization. The Administrator provides direct support to the President, the Executive Board, and the Board. This year round position performs administrative and bookkeeping tasks for the Basic SRVGAL program, the SRVGAL Academy, the Summer Blues program, and any tournaments sponsored by SRVGAL. The Executive Board reviews the job description for this position annually.

ARTICLE VII - ELECTIONS (President Only)

Section 1: A call for nominations for President will be announced at the April Board meeting.

Section 2: Nominations for President will be made at the May Board meeting. The time, date and location of the election will be set for the next scheduled Board meeting. The time, date and location of this meeting will be announced to the SRVGAL membership.

Section 3: The President will be voted on at the next scheduled Board meeting.

Section 4: Voting shall be by secret ballot if more than one Board member is running.

Section 5: Each member of SRVGAL over the age of eighteen (18) shall be entitled to cast one (1) vote, regardless of the number of girls within a family currently enrolled in SRVGAL. Absentee or proxy ballots will not be allowed.

Section 6: The person receiving the highest number of votes shall be elected President.

Section 7: Upon election, the President will appoint the Executive Board of Directors.

ARTICLE VIII - MEETINGS

Section 1: No fewer than eight meetings of the Board shall be planned for each calendar year.. The meetings of the Board shall be open to the general membership (see Article III). Guests and members outside the Board do not have voting rights other than election of the President and may be asked to leave the room if there is a confidential issue on the floor. When conflicts arise, the President shall have the discretion to change the meeting date.

Section 2: Special meetings may be called by the President, Commissioner or by 1/2 of the Board Members.

Section 3: A quorum consistent of one more than half of the filled Board positions constitutes an official Board meeting.

Section 4: A majority vote of the Board present at an official meeting will be required to make any decisions binding upon the membership.

Section 5: Order of Business. The order of business at all meetings shall be as follows:

- a) Call to order
- b) Guests and Speakers
- c) Minutes
- d) Finance Report
- e) Officers' Reports
- f) Old Business
- g) New Business
- h) Adjournment

ARTICLE IX - PROTESTS

Section 1: Only violations of SRVGAL rules, misapplication of ASA Rules, or ineligible player participation shall be proper subjects to consider for protests.

Section 2: Protests must be written and received by the President or Commissioner within two calendar days of the action being protested. A fee of \$20.00 must accompany the protest. The fee will be returned if the protest is upheld; forfeited if the action is denied.

Section 3: An Executive Committee shall be appointed by the President to act as the Protest Committee with the approval of the Executive Board. The Protest Committee shall consist of four voting members, one of whom shall be the UIC. The Commissioner will serve as the designated chairperson. In addition to the four voting members, the applicable Division Coordinator and applicable Umpire Coordinator shall be members of the Protest Committee without voting rights. Any member of the Protest Committee who has a personal involvement with the action being considered shall refrain from any discussion or voting of the protest.

Section 4: Any decision rendered by the Protest Committee may be appealed to the Board.

Section 5: Upon rendering a decision, the Protest Committee shall forward a copy of its findings and decision to the Executive Secretary for future reference, to the protester with a statement of their right to appeal to the Board.

ARTICLE X - POLICY

The policy of SRVGAL shall be established by resolution adopted at a regular or special meeting of the Board.

ARTICLE XI - AMENDMENTS

These Bylaws may be amended at any official meeting of the Board upon affirmative vote of the majority of those present.

ARTICLE XII - DISSOLUTION OF LEAGUE

Should SRVGAL be dissolved, all assets remaining after payment of all debts shall be distributed to a nonprofit fund, foundation or organization that is operated exclusively for the purpose of the development of young girls.

ARTICLE XIII – RULES HIERARCHY

The Operating Rules and the Standing Rules are intended to work in conjunction with the Bylaws. In the event of conflict, the Bylaws shall have control over the Standing Rules. The Standing Rules have control over the Operating Rules.

ARTICLE XIV – MISCELLANEOUS

These Bylaws and any amendments to these Bylaws shall be deemed adopted if approved by a majority of the Board members present at an official Board meeting.