

November, 2016

**CHAMPLIN PARK FASTPITCH ASSOCIATION
OFFICIAL BY-LAWS**

Article I: Purpose

The Champlin Park Fastpitch Association (CPFA) is a non-profit organization whose primary goal is the development of girl's fastpitch softball players. This goal is accomplished through organized practices, league competition and tournament play. A second, but equally vital goal, is to develop sportsmanship and team player attitudes in the young women of our association.

Article II: Officers and Election Process

Section 1. Number of Officers. There will be a Board of Directors consisting of nine (9) Members. A Member is described in Article VI.

Section 2. Terms of Office. Three (3) Officers will be elected each year prior to the October Board meeting and said Officers will serve for a period of three (3) years or until their successors are elected or appointed as hereinafter provided. Members may run for board in two consecutive terms if desired.

Section 3. Qualifications. Any candidate for CPFA Officers must be an adult Member in good standing. However, only one spouse may hold office or be a member of the Board of Directors at any one time.

Section 4. Applications for Officers. Applications/Bios for Officers will be initiated by the Communications Director each fall. Board Member applications/bios will be made available to all members. Interested members must submit their application/bio to the Communications Director two weeks prior to the election. Submitted applications/bios will be available on the website for all members to view prior to the election.

Section 5. Election of Officers. A. The Communications Director will prepare a ballot, which will include all submitted applications/bios. B. The ballot will be available for on-line voting through the CPFA website. C. In the event that candidates for any one vacancy receive an equal number of votes, the existing board members will determine a winner.

Section 6. Method of Voting. Each adult Member will be entitled to cast as many votes as there may be Officers to be elected, but may not cast more than one (1) vote for any candidate. Players are not eligible to vote. The candidates receiving the greatest number of votes will be declared elected and the Communications Director will publish and certify the results of such election.

Section 7. Removal of Officers. Any Officer may be removed for cause by a proper vote of the membership, after written charges have been given to the Officer and the Board and after a full hearing on the issue of cause has been completed. Any Officer so charged must receive at least seven (7) days prior written notice of the hearing accompanied by a written notice detailing the charges and the issue of cause. For purposes of this section, a proper vote is ten (10%) percent of the voting membership or 75% of the Board of Directors.

Section 8. Appointment of Replacement. If an Officer position should become vacant due to a resignation, withdrawal, or death, the Board of Directors may appoint a voting member to fill such a vacancy until the remainder of such unexpired term is fulfilled to its actual term expiration. Withdrawal will be defined as missing three (3) consecutive meetings without the approval of the Board of Directors.

The positions of President, Vice President, Secretary and Treasurer will be duly appointed by the Officers of the Board of Directors on an annual basis at the first Board of Directors' meeting held after the CPFA Board Election.

The officers holding Executive Board positions shall be as follows:

1. **President** - It will be the duty of the President to take charge of the Association; to preside at all the meetings of the Association and of the Board of Directors. The President will have the entire supervision and management of the Association and its facilities subject to the action of the Board of Directors; the power to suspend any member for violating the By-laws or Rules of the Association, subject to the approval of the Board of Directors; the power to call Special meetings and Association meetings. The President together with another designated member will sign all agreements and contracts made by the Association. Shall be primary contact for all communications with Champlin Park High School Fastpitch Softball coaching staff and Suburban/MMFL leagues.

2. **Vice President** - It will be the duty of the Vice-President to assist the President in the discharge of his/her duties and in his/her absence to assume the duties and officiate in his or her stead. He/she will also be responsible for overseeing Rebel tournaments and scheduling team pictures on an annual basis. He/she will also be responsible for creating communication to local schools on annual basis to recruit additional players.

3. **Treasurer** - The Treasurer will have charge of the funds of the Association, keep an audit record of all receipts and disbursements, and will render and report to the Board of Directors at each regular meeting thereof. He/she will prepare a yearly budget for board approval. Any CPFA funds will be deposited in the name of the Association with a registered financial institution, insurance company or licensed securities dealer approved by the Board of Directors.

4. **Secretary** - Take and maintain the minutes of all general membership meetings and Executive Board meetings and any other meetings as directed by the President. All general membership minutes are to be communicated to the general membership on a monthly basis. Coordinate the collection of, and maintain all registration forms including player birth certificates and medical forms. He/she will maintain attendance records of the general membership meetings, and be responsible for all association electronic and paper communications including the posting of time, date and location of the general membership meetings.

Article III: Appointed Positions

The Executive Board will recommend appointed positions. If no qualified individual can be found, a member of the Executive Board can assume these duties.

1. **Operations Director** - Liaison with the Champlin Park High School Athletic Director for determination of field assignments. Prepares game schedules for all teams in coordination with head coaches. He/she is responsible for field preparation (or coordination of) and assignment of fields on game days. He/she obtains umpires for home games and any CPFA home tournaments. Provide maps to the CPFA fields for visiting teams. Coordinates additional portable toilet facilities for CPFA season and home tournaments. Reschedule make-up games as needed. All expenditures should be made with final approval by the Executive Board.

2. Equipment/Uniforms Director - The Equipment/Uniforms Director is charged with the duties of procuring, maintaining and storing the equipment for all CPFA teams. All equipment must be checked out by the team head coaches at the beginning of the season and accounted for by the team head coaches at the end of the season. This position is also responsible for equipment repair and replacement during the playing season. He/she will also complete a full inventory of CPFA assets/equipment each October and report results to the Executive Board. This position will also be responsible for selecting uniform choices/CPFA apparel and presenting options and costs to the Executive Board for final approval. All purchases made by this position should be made with final approval by the Executive Board.

3. Player Development Director - Responsible for coordinating all player development engagements. This position will liaison with Champlin Park High School Fastpitch Softball coach to determine if CPHS resources are available to lead clinics. On an annual basis in January, this position will coordinate a new player clinic. In addition, this position will be responsible for setting up pitching and catching clinics on a year round basis, and will obtain the Executive Board approval on content, coaches, and cost. This Director will also coordinate player development clinics prior to player evaluations in February, and will work with President to coordinate all aspects of the player evaluations.

4. Web/Communications Director – Ultimately responsible for all content related to the CPFA website. He/she will be responsible for the registration process for returning players and new players to CPFA for spring/summer and fall teams. This includes forms completion, payment collection and communications to the Executive Board. He/she will be responsible for working with web server to ensure content/functionality are in good working order. All expenditures should be made with final approval by the Executive Board.

5. Volunteer/Fundraising Director – The Volunteer/Fundraising Director shall be responsible for all CPFA volunteer and fundraising activities including: volunteer tracking database, member communication, valid list of volunteer opportunities, coordination of concessions, and annual fundraiser. All recommendations and costs should be made with final approval by the Executive Board.

Article IV: Committees

1. Coaches Selection Committee - Shall be composed of the CPFA Executive Board. Coach selection criteria should be based upon the following criteria.

A) Amount of previous fastpitch and general coaching experience.

B) Amount of experience gained through either fastpitch seminars or playing fastpitch.

C) Dedication to CPFA and adherence to the CPFA Mission.

D) Potential attendance by the candidate. The coach should be present for a vast majority of all team functions (practices, games, and tournaments) with the only exception being an emergency.

Coach candidate recruitment can be made by personal knowledge of the individual, advertisement through the local papers or recruitment at time of player sign up.

2. Fund Raising Committee(s) - The Fund Raising Committee(s) shall consist of member(s) whose duties shall be to raise funds for the operation and expansion of the organization. Activities proposed for fund raising are subject to approval by the Executive Board. The presiding officer shall be the Volunteer/Fundraising/ Director with other members being appointed by the Executive Board on an as needed basis.

3. Ad Hoc Committees - From time to time it may be necessary for the President to appoint members/committees to address certain CPFA issues that may arise. Examples include but are not limited to Protest Committee, Financial Audit Committee, Player Evaluation Committee.

Article V: Executive Board

The Executive Board shall consist of the following individuals:

1. President (presiding officer of the Executive Board)
2. Vice President
3. Treasurer
4. Secretary
5. Current head varsity softball coach of Champlin Park High School

The Executive Board reviews and approves all expenditures. All approved expenditures must then be communicated to the general membership.

The Executive Board approves all team scheduling as proposed by the Operations Manager.

The Executive Board has the right to waive registration fees for a player who proves financial hardship or for other unique circumstances as solely determined by the Executive Board.

The Executive Board is empowered with the right to resolve disputes which cannot be resolved at the team level.

The Executive Board may be called to a special meeting at any time deemed necessary by the President or by agreement of two Executive Board members, not including the President.

The Executive Board has the option to remove any member of the Executive Board who has missed three monthly or specially called meetings in a twelve month period which are not emergency related.

The President will then call, at the next general membership meeting, for a special election to replace the removed Executive Board member. That election will be held at the regular general membership meeting the following month.

The Executive Board regular and special meeting minutes are to be communicated to the general membership at the next general membership meeting.

Article VI: Members

Members of this organization are as follows:

1. Parents or guardians of players who in good standing and whose player has participated in the most recent summer or fall season with the CPFA association. Good standing is defined as no fees are due to the association.
2. Elected and appointed board members and CPFA and CPHS softball coaches will also be considered members in good standing.
3. Players themselves shall be considered members in good standing but shall not be eligible to vote or to run for elected positions.

Article VII: Head Coaches

CPFA head coaches are empowered to administer the daily activities of their respective teams. The coaching staff for the respective teams determines who plays which positions and how much playing time a player receives subject to the guidelines in Article X. If a dispute on any issue cannot be resolved

at the team level, it will then be brought forward to the Executive Board for intervention. Head coaches may be asked for input on selection of tournaments to be entered, however, final review and approval is made by the

Executive Board. All coaches are responsible for adhering to all ASA, MSF and Suburban League rules and regulations.

Head coaches are selected on a yearly basis after being interviewed by the Coaches Selection Committee and/or the Executive Board. Coaches may be removed from their position by a majority vote of the Executive Board at any time. Assistant coaches can be designated by the head coach after his/her team has been formed.

Article VIII: Administration of Meetings

All general membership/Executive Board meetings shall be run in accordance with Roberts Rules Of Order except where these by laws may be in conflict. In the case of conflict, these by-laws shall prevail. General membership meetings shall be held once every month. The location, dates and times for the meetings will be communicated in advance. Meetings may be postponed, rescheduled or cancelled by majority agreement of the Executive Board.

Special general membership meetings may be called by order of the Executive Board and must be posted at least 72 hours in advance.

Executive Board meetings are to be held monthly, generally prior to the general membership monthly meetings. Day and time are to be determined by the President.

To vote on items at a general membership meeting, a quorum must be present. This criteria shall be met when five members in good standing are present in person or by proxy, and two of those present in person must be Officers.

Article IX: Team Play

Team rosters will consist of no less than nine and no more than twelve players. Any exceptions to this must be unanimously agreed upon by the Executive Board and the affected team's head coach. If more than twelve players register for any one team or age level, and it is not mutually agreed upon in increase roster size, then try-outs, as directed by the President, will be held to determine team placements.

The following player situations will be given priority for placement on a CPFA team:

A) All players attending school within the Champlin Park High School boundaries. This applies to those players living within the CPHS boundaries and those attending through open enrollment.

B) All players living within the CPHS boundaries, including those who go to school outside the CPHS boundaries.

C) All players who have participated in at least two consecutive seasons on a CPFA team.

D) Exceptions may be given to pitchers.

The CPFA philosophy is that development occurs by playing so all players will be given equal playing time, to the best of the coach's ability. Exceptions can be made for players who violate the Player Commitment Agreement. Specific guidelines include the following, when allowed by league/tournament rules:

8U and 10U: Players will receive approximately equal playing time in the field (rotating between infield and outfield positions excluding pitcher and catcher) and at bat (via the use of a season long continuous batting order) except in all tournaments, which is at the coaches discretion. Exceptions can be made if a team is playing at an A level.

12U: During league play, players will receive approximately equal playing time in the field and at bat (via the use of a season long continuous batting order) except all tournaments, which is at the coaches discretion. Exceptions can be made if a team is playing at an A level.

14U, 16U and 18U: Playing time in the field and at bat are coach's decisions.

Article X: Dissolution

In the event of a dissolution of CPFA: first any outstanding obligations shall be paid, then all assets shall be distributed for one or more exempt purposes with the meaning of section 501 © 3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for the public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to the organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. Final accounting and closing of the books shall be done by the last Treasurer of record and kept by that person in accordance with applicable federal and Minnesota laws.

Article XI: Non-Profit Designation

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 © (3) of the Internal Revenue code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article XII: Conflicts of Interest

Any, trustee, director, officer or key employee who has an interest in a contract or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of his or her interest to the Board or committee prior to its acting on such transaction. Such disclosure shall include any relevant and material fact known to such person about the contract of transaction, which might reasonably be construed to be adverse to the organization's interest.

The body to which such disclosure is made shall thereupon determine, by a vote of seventy-five percent (75%) of the votes entitled to vote, whether the disclosure shows a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his personal influence on, nor participate (other than to present factual information or to respond to questions) in, the discussions or deliberations with respect to such contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the Board of Directors or a committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made the vote thereon, the abstention from voting and participation, and whether a quorum was present.

Individuals on the governing body that are also employed by this organization will (a) remove her/himself from the voting process when determining compensation, benefits, etc. in his or her capacity as an employee and (b) ensure that all compensation/salaries paid to any employee of the organization will be reasonable for the services rendered and comparable with other exempt organizations.