

BY-LAWS ORANGE-CANYON GIRLS SOFTBALL LEAGUE

Updated 11/25/19

ARTICLE I PURPOSE

Section 1:

- A. The name of this organization shall be the Orange-Canyon Girls Softball League (hereinafter "OCGSL"). OCGSL was created as the union of Canyon Hills Girls Softball Association ("CHGSA") and Orange/Villa Park Girls Softball League ("OVP-GSL").^{[[L]]}_{[[SEP]]}
- B. It is the purpose of this organization to achieve the following:
1. To provide an organized, recreational and advanced competitive softball program for girls age 4 -14.
 2. To provide an enjoyable and memorable experience for players of all skill levels.^{[[L]]}_{[[SEP]]}
 3. To teach and develop excellent softball skills and to gain an appreciation for and knowledge of the game of softball.^{[[L]]}_{[[SEP]]}
 4. To teach positive life lessons, good sportsmanship, winning and losing with pride, dignity, and teamwork.^{[[L]]}_{[[SEP]]}
 5. To develop the qualities of citizenship and leadership through the game of softball.^{[[L]]}_{[[SEP]]}
 6. To promote physical fitness for the players.^{[[L]]}_{[[SEP]]}
 7. To promote principles of positive coaching.^{[[L]]}_{[[SEP]]}
 8. To promote a good working relationship with the local travel ball, high school and college fastpitch programs.^{[[L]]}_{[[SEP]]}

Section 2:

A. In addition to providing recreational softball, it is the intent of this organization to provide an advanced level of softball for players who meet the criteria established by the Board, and in conformity with ASA/USA Softball rules. This advanced level of softball competition may consist of an American conference during spring, as well as All-Star teams and tournament play. Whether an American conference is formed will be determined by the Board annually, depending on enrollment numbers, skill levels, and

other factors the Board determines relevant.

Section 3:

A. All adult volunteers who are involved are to work for the protection, guidance, well-being and welfare of all participating players.

Section 4:

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

Section 5:

- A. OCGSL is organized for nonprofit purposes and the individual members will not derive any monetary compensation, assets, or profit therefrom. The property of this organization is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any 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 this Article.^[SEP]
- B. The Board has adopted a Conflict of Interest Policy, attached hereto at Addendum “A”, which will be signed by all Board Members annually. The Board is authorized to pay reasonable compensation for the services of the Snack Bar Management and Field Prep provided they are in conformity with the Conflict of Interest Policy.^[SEP]

Section 6:

A. Upon dissolution or winding up of the organization, all assets remaining after payment, or provision for payment, of all debts and liabilities of this organization shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code.

ARTICLE II MEMBERSHIP

Section 1: Membership

A. Open to all players, their parents, guardians and interested adults of the community, regardless of race, color, creed, or religion. Prospective members must meet the requirements established by these By-Laws. Membership includes:

1. Participating Members^[L]_[SEP]

2. General Members^[L]_[SEP]

Section 2: Specific Membership

A. "Participating Members" include all registered players.

1. Shall consist of players whose ages are 4 through 14 (fourteen) on December 31st preceding the calendar year of play.^[L]_[SEP]

2. Registration (Spring Ball)

- a. Registration dates shall be decided by the Board; however, players may register through the end of the first month of practice, if space is available. Priority for placement on teams for late registrants will be determined by date of registration if the League cannot accommodate all registrants.^[L]_[SEP]
- b. The current board will establish fees each year based on projected expenses.^[L]_[SEP]
- c. All OCGSL players must present legal proof of date of birth at time of registration, unless a copy of the birth certificate is on file with the league.^[L]_[SEP]
- d. Annually, all OCGSL players may be requested to provide proof of residency in the form of a current utility bill.

3. Registration (Fall Ball)

- a. Registration dates shall be decided by the Board; however, players may register through the end of the first month of practice, providing that space is available. Priority of placement on teams will be determined by date of registration if the League cannot accommodate all registrants.
- b. Fees will be established each year by the current board.^[L]_[SEP]
- c. Players must present legal proof of date of birth, unless a copy is on file with the league.

- d. Players may be requested to provide proof of residency in the form of a current utility bill.

B. "General Members" include the following:

1. Parents or guardians of all currently registered players (one per Participating Member);
2. All official managers;
3. All official coaches;
4. All Board Members;
5. Other interested adults as approved by the Board.

Section 3: Voting Privileges

- A. Each General Member shall be entitled to one (1) vote at all General Meetings, and shall be entitled to one (1) vote in the election of the Board of Directors (1 vote per player).
- B. No absentee or proxy votes will be accepted. Email Votes will be accepted from any board member as applicable. Conference call is an option for members that cannot make important votes.
- C. All Board Members shall be entitled to vote at any non-Executive Board Meeting. All Executive Board Members shall be entitled to vote at any Executive Board Meeting, unless there is a conflict of interest.

Section 4: Termination of Membership

- A. Participating Members may terminate their membership by notifying the division agent in writing.
- B. General Members may terminate their membership by sending a letter of resignation to the Executive Board.
- C. The Executive Board reserves the right to terminate the membership of any individual who does not follow the By-Laws, policies, rules or regulations of this organization, or of ASA/USA Softball.
- D. Any Executive Board member can be removed by the Executive Board for violating the by-laws, policies, rules or regulations of this organization, or USA softball. This would take a 2/3 vote for that member to be removed.

Section 5: Length of Membership

- A. Membership of Participating and General Members begins at the time of registration and continues in effect for the remainder of the calendar year of play for which the player registers.
- B. Executive Board members serve a 2 year term ending on July 31 of the even or odd numbered year based on their position.

Section 6: OCGSL Merchandise/Logo

A. No member of the League or any other person may sell, offer to sell or advertise the sale of merchandise without first securing the permission of the OCGSL Board of Directors. The OCGSL Logo is the sole possession of OCGSL and is intended only as a source of income specifically for the benefit of OCGSL. Teams within OCGSL may only use the OCGSL Logo with permission of the Board of Directors.

Section 7: Exhaustion of Remedies

- A. No Member of OCGSL – Board Member, Manager, Coach, team, Player, administrator or umpire (or parent or guardian or any of the aforementioned) may invoke the aid of the courts of the United States or the state of California without first exhausting all available remedies as provided by OCGSL and USA Softball By-laws.^[L]_[SEP]
- B. For a violation of this By-law, the offending party shall be subject to suspension and fines, and shall be liable to OCGSL for all expenses incurred by OCGSL and its Board in defending each court action, including the following:
 - 1. court costs^[L]_[SEP]
 - 2. attorney's fees^[L]_[SEP]
 - 3. reasonable compensation for time spent by OCGSL Board Members, volunteers or officials^[L]_[SEP] in responding to and defending against allegations in the action, including responses to^[L]_[SEP] discovery and court appearances^[L]_[SEP]
 - 4. travel expenses^[L]_[SEP]
 - 5. expenses for holding special meetings necessitated by court action^[L]_[SEP]

ARTICLE III BOARD OF DIRECTORS^[L]_[SEP]

Section 1: In General

A. Shall include an Executive Board and an Administrative Board.

1. Must be 21 years of age or older unless otherwise approved by the Executive Board based on the qualifications of the candidate.
2. Shall not use their position to the detriment of OCGSL or to their own benefit. Violation of this code can subject that person to be removed from office. (See Article V).
3. Must be able to pass a background check.
4. May vote on league issues.

Section 2: Executive Board

A. Members:

1. President
 2. Vice President of Administration
 3. Vice President of Operations
 4. Vice President of Player Support
 5. Vice President of Registration
 6. Secretary
 7. Treasurer
- B. Has the power to act for this organization when called into session between regular Board meetings.

Section 3: Administrative Board

A. Members:

1. Umpire-in-Chief
2. Managers/Coaches Administrator
3. Equipment Manager

4. Promotions and Fundraising Chairperson^[L]_[SEP]
5. Division Agent - (6U/8U/10U/12U or Above)^[L]_[SEP]
6. Field Service Chairperson^[L]_[SEP]
7. Uniforms Chairperson
8. Sponsors and Team Coordinators Chairperson^[L]_[SEP]
9. Pictures and Awards Chairperson
10. Ceremonies and Events Coordinator
11. Game Scheduler Spring/Fall Ball
12. Tournaments Coordinator
13. Webmaster and Communications
14. Snack Bar Manager
15. Assistant Snack Bar Manager
16. Volunteer Chairperson
 - a. In the absence of any of Administrative Board position, the Executive Board will assume responsibilities for those duties.^[L]_[SEP]

Section 4: General Powers

A. The Board shall exercise all the powers of the organization in the management of the organization, subject to the restrictions imposed by law, the Articles of Incorporation, these By-Laws, League Policies and Rules, and USA Softball.

Section 5: General Duties of Board Members

- A. Prepare a proposed budget.^[L]_[SEP]
- B. Maintain a complete written inventory of all supplies and equipment owned by the League in their particular area of responsibility (Playing Equipment, Field Maintenance and Equipment, Marketing Equipment & Snack Bar Equipment)^[L]_[SEP]

- C. Maintain an itemized, written account of all expenditures made in their area of responsibility, quantities ordered, quantities used, and purchase prices.^{[[SEP]]}
- D. Prepare an Annual Report presented at the Annual Meeting of the Board, and to the incoming directors to assist them in the execution of their official duties. The report shall include the following:
- E. Regular attendance at Board Meetings is required. Failure to attend on a regular basis may be grounds for removal from the Board.^{[[SEP]]}
- F. Board Members duties cover the Spring Season, all Post Season (All Star) Tournament play, the Fall Ball Season, and all related activities.
- G. All Board Members are required to perform their elected duties, as well as to assist in League tournaments, registration, skills assessment, opening day, closing day, and other League functions, as needed.
- H. Failure to actively participate in General Board duties shall result in suspension or removal from Board position.^{[[SEP]]}
- I. All documents, receipts, invoices, financial records, schedules, permits, equipment, keys, apparel, etc. possessed by a Board Member in the scope of their duties is the property of OCGSL, and shall be immediately delivered to a member of the Executive Board upon leaving office for any reason.

[[SEP]]ARTICLE IV [[SEP]]DUTIES OF THE BOARD OF DIRECTORS[[SEP]]

Section 1: Executive Board

A. President

1. Chief Executive Officer presides as the Chairperson of the Board of Directors, the Executive Board and at all General Meetings.^{[[SEP]]}
2. Executes all policies and decisions made by the Board.^{[[SEP]]}
3. Coordinates all League activities and oversees all phases of League functions.^{[[SEP]]}
4. Recommends the removal of Administrative Board Members, pursuant to Article V below.^{[[SEP]]}
5. Unofficial member of all committees, except the Nominating/Election

Committee.^[L]_[SEP]

6. Calls all meetings of the Executive Board and Board of Directors.^[L]_[SEP]
7. Signs checks in conjunction with the Vice President of Administration, or the Treasurer. He or she may not sign any check that is payable to himself or herself (i.e., reimbursement for expenses).^[L]_[SEP]
8. Shall maintain a file of manager and coach evaluations conducted by the Vice President of Player Support and the Division Agents.^[L]_[SEP]
9. Coordinates all League matters with the City of Anaheim, the City of Orange, and other local youth sport organizations.^[L]_[SEP]
10. Acts as liaison with Orange Unified School District regarding issues such as field priority, field permits, and field maintenance.^[L]_[SEP]
11. Shall maintain a file of umpire evaluations conducted by the Umpire-in-Chief.^[L]_[SEP]
12. Shall be entitled to vote in any Executive Board or Board of Directors meetings.^[L]_[SEP]

B. Vice President of Administration^[L]_[SEP]

1. Assumes all duties of the President if the President is unable to do so, or at the request of the President.
2. Assists the President in all League activities.^[L]_[SEP]
3. Signs checks in conjunction with the President and the Treasurer. He or she may not sign any check that is payable to himself or herself (i.e., reimbursement for expenses).^[L]_[SEP]
4. Handles all insurance needs of the League. Maintains a log of all injuries occurring during functions.^[L]_[SEP]
5. Responsible Officer for the Equipment Manager.^[L]_[SEP]
6. Chairperson of the By-Laws Committee. Advises the Presiding Officer and Board Members on all questions concerning procedures or By-Law interpretation. Advises the Presiding Officer, when in his/her judgment, interpretation, or clarification is deemed appropriate.^[L]_[SEP]

7. Responsible for being familiar with the “Yellow Book,” and any changes to it, and verifying that the League is in compliance with all of its provisions.^{[[L]]}_{[[SEP]]}
8. Chairperson of the League Policy Committee and responsible for the execution of said policy.^{[[L]]}_{[[SEP]]}
9. Serves as Sergeant-at-Arms and at the request of the Presiding Officer, takes whatever action is necessary to maintain order.^{[[L]]}_{[[SEP]]}
10. Chairperson of the Protest Committee. Presents information, but may not vote, and announces all decisions made by the committee.^{[[L]]}_{[[SEP]]}

C. Vice President of Operations

1. Assumes all duties of the President if both the President and Vice President of Administration are unable to do so.
2. Assists the President in all League activities.^{[[L]]}_{[[SEP]]}
3. Coordinates all activities with Orange Unified School District and the Anaheim Recreation and Parks Department, with regard to permits and facilities.
4. Responsible Officer for the Field Services Chairpersons, the Holiday Tournament Chairperson, the Umpire-in-Chief, and the Game Scheduler.^{[[L]]}_{[[SEP]]}

D. Vice President of Player Support

1. Responsible Officer for all Division Agents (6U/8U, 10U, and 12U and above).^{[[L]]}_{[[SEP]]}
2. Along with the Division Agents, assists with the organization and execution of preseason evaluations and team formation.^{[[L]]}_{[[SEP]]}
3. Along with the Division Agents, assists in obtaining and verifying managers and coaches for their respective divisions, with help from the Managers/Coaches Administrator, if needed. May not participate in any decisions directly affecting his/her own daughter, or a team for which he or she is managing or coaching.^{[[L]]}_{[[SEP]]}
4. Represents the interests of each Participating Member in the League and ensures that all actions taken by managers, coaches, Board or General Members are taken for the well- being and welfare of these younger

members.

5. Maintains evaluation & playing records for each player in the League in STRICT CONFIDENCE. Information can only be released with approval of the Executive Board.
6. Presents any problems pertaining to the players, managers or coaches that require Board action to the Executive Board.
7. Assists in compiling evaluations on each manager at the end of the season as to their suitability to be considered as a returning manager the following year. Any problems or notable issues occurring during the year shall also be noted. These evaluations shall be turned into the President when completed and shall be kept in strict confidence.
8. Coordinates and oversees the All Star selection process and is a standing member of the All Star Committee. Shall periodically review the policies and procedures relating to All Star selection, and make recommendations to the Board.
9. Standing member of the Supplementary Rules Committee.
10. Responsible Officer in charge of the Managers/Coaches Administrator.

E. Vice President of Registration

1. Responsible Officer for all aspects of the organization and execution of pre-season registration, USA Softball registration, All Star registration, and background checks.
2. Assists in team formation.
3. Maintains records for each player in the League in STRICT CONFIDENCE. Information can only be released with approval of the Executive Board.
4. Responsible Officer for the Pictures and Awards Chairperson, the Ceremonies, Events and Volunteers Coordinator, and the Uniforms Chairperson.
5. Standing member of the Supplementary Rules Committee

F. Secretary

1. Standing Member of the By-laws committee and supplemental rules committee
2. Issues a notice of each Board meeting known as the "Call of the Meeting", either by telephone, electronically, or in writing to each Board Member at least three (3) days in advance of the meeting.^[L]_[SEP]
3. Makes arrangements for all meeting rooms.^[L]_[SEP]
4. Keeps the minutes of all Board Meetings.^[L]_[SEP]
5. In the absence of the President, the Vice President of Administration, and the Vice President of Operations, calls the meeting to order and presides until the election of a Chairperson Pro- Tem, which should be done immediately.
6. Ensures Board Meeting minutes are typed and handed out prior to the next scheduled Board Meeting, or as soon as practicable.^[L]_[SEP]
7. Conducts the general correspondence of the League and is in charge of sending and receiving mail.^[L]_[SEP]
8. Responsible for keeping in both electronic and paper form a copy of the By-Laws, League Policy, All-Star Policy, Supplemental Rules, Conflict Policy, and all other League documents, as well as to keep a chronology of all revisions to these documents. Responsible for posting on the League website, the latest versions of these documents as they are revised, in .pdf or other similar form.
9. Keeps a file of all committee reports.
10. Responsible Officer for the Communication, Promotions and Fundraising Chairperson and the Webmaster.^[L]_[SEP]

G. Treasurer

1. Deposits all funds of the League into the league's bank accounts. Properly records all funds.^[L]_[SEP]
2. Prepares checks for the purpose of paying approved bills and other approved expenses incurred in running the organization. Properly records all payments.^[L]_[SEP]
3. Signs checks in conjunction with the President and Vice President of

Administration. May not sign any check that is payable to himself/herself (i.e., reimbursement for expenses).^{[[L]]}_{[[SEP]]}

4. Verifies cash deposits with the Snack Bar Manager, the Assistant Snack Bar Manager, the President, or the Vice President of Administration.^{[[L]]}_{[[SEP]]}
5. Chairperson of Budget Committee.^{[[L]]}_{[[SEP]]}
6. Prepares the operating Budget, based on data supplied by various committee chairpersons and/or Board Members and submits to the Board for approval, no later than the first Board Meeting in December.^{[[L]]}_{[[SEP]]}
7. Furnishes financial reports at Board and General Meetings.^{[[L]]}_{[[SEP]]}
8. Submits complete financial report at the end of the League year.^{[[L]]}_{[[SEP]]}
9. Makes available financial records to any General Member upon approval of the Board.^{[[L]]}_{[[SEP]]}
10. Arranges for annual audit and submits all records necessary.^{[[L]]}_{[[SEP]]}
11. Verifies the filing of all necessary State and Federal Tax and Information Forms.^{[[L]]}_{[[SEP]]}
12. Responsible Officer for Sponsors and Team Coordinators Chairperson, Snack Bar Manager, and Assistant Snack Bar Manager.^{[[L]]}_{[[SEP]]}
13. Shall not also hold the position of President, Vice President of Administration, Snack Bar Manager, or Assistant Snack Bar Manager, nor be related to any of them.^{[[L]]}_{[[SEP]]}

Section 2: Administrative Board

A. Umpire-in-Chief

1. The Umpire-in-Chief will not preside over matters where they have an interest in that division.^{[[L]]}_{[[SEP]]}
2. Oversees the arrangement for and scheduling of umpires for all regular and make-up games.^{[[L]]}_{[[SEP]]}
3. Hires and schedules qualified umpires for league games.^{[[L]]}_{[[SEP]]}
4. Ensures that all umpires are ASA/USA Softball registered and promotes

- ASA/USA Softball umpire certification.^{[[L]]}_{SEP}
5. Schedules the umpiring clinic, which will include League policy, League supplemental rules, rules of the game, basic mechanics, testing and dress code.^{[[L]]}_{SEP}
 6. Is on the Protest Committee, unless he/she was involved in the protest, or has any interest in the outcome of the protest.^{[[L]]}_{SEP}
 7. Monitors the umpires throughout the season. Shall fill out an evaluation on each umpire at the end of the season as to his or her suitability to be considered as a returning umpire the following year. Any problems or notable issues occurring during the year shall also be noted. The evaluations are to be kept in strict confidence and should only be used in determining if someone should not be allowed to return as an umpire in subsequent years. These evaluations shall be turned in to the President when completed.^{[[L]]}_{SEP}
 8. Works with the Managers/Coaches Administrator in setting up at least two (2) spring umpires/managers/coaches meetings and one (1) All Star meeting.^{[[L]]}_{SEP}
 9. Obtains and distributes official rulebooks, supplementary rules and scorebooks to each team. Posts a copy of the Supplemental Rules at each snack bar.^{[[L]]}_{SEP}
 10. In the event the Umpire-in-Chief is not available, the highest-ranking Board Member without an interest in the division will preside.^{[[L]]}_{SEP}
 11. Trains league scorekeepers and hold a scorekeepers' clinic before the start of League play.^{[[L]]}_{SEP}
 12. Standing member of the Supplementary Rules Committee.^{[[L]]}_{SEP}

B. Managers/Coaches Administrator

1. Responsible for the procurement and maintenance of League training materials. Responsible for organizing League training for managers and coaches and/or referral to outside training clinics. Coordinates the registration of managers and coaches to ASA/USA Softball sponsored clinics or other coaching clinics deemed appropriate. Maintains records of coaching clinic certifications and attendance.^{[[L]]}_{SEP}
2. Coordinates with Vice President of Player Support and the Division Agents in recruiting managers and coaches.^{[[L]]}_{SEP}
3. Holds a welcome meeting for managers and coaches before the season, and as

- many other meetings as necessary during the year, in conjunction with the Field Services Chairperson, the Equipment Manager, the UIC, and the Vice President of Operations, in order to:
- a. Discuss and disseminate League information^{[[L]]}_{SEP}
 - b. Discuss common problems and to share softball information and knowledge^{[[L]]}_{SEP}
 - c. Distribute literature^{[[L]]}_{SEP}
 - d. Discuss safety issues^{[[L]]}_{SEP}
 - e. Discuss equipment distribution, key usage, and field maintenance and preparation
4. At the meeting for the managers and coaches, furnishes each team with a manager's packet which includes:
 - a. League Policy and Rules^{[[L]]}_{SEP}
 - b. All Star Policy^{[[L]]}_{SEP}
 - c. Supplemental Rules
 - d. Managers and Coaches code of conduct ^{[[L]]}_{SEP}
 - e. A list of duties and responsibilities of the managers and coaches^{[[L]]}_{SEP}
 - f. A blank Incident Report^{[[L]]}_{SEP}
 - g. Field Diagrams^{[[L]]}_{SEP}
 5. Acts as liaison between managers and Board of Directors in non-player issues.^{[[L]]}_{SEP}
 6. Coordinates League pitching lessons. Includes locating an instructor and coordinating with managers and players as it relates to location, dates and times.^{[[L]]}_{SEP}
 7. Collects and presents All-star manager applications to the general board at time of selections of such managers.
 8. Informs and ensures compliance by all managers and coaches of background checks.^{[[L]]}_{SEP}

C. Equipment Manager

1. Provides procurement, security, accountability and distribution of all equipment used by League teams only, in League play, including practices and tournaments, may include:
 - i. Softballs^{[[L]]}_{SEP}
 - ii. Bats^{[[L]]}_{SEP}
 - iii. Catcher's chest protectors, masks and shin guards^{[[L]]}_{SEP}
 - iv. Batting helmets (with face guards)^{[[L]]}_{SEP}
 - v. Pitching machines (OUSD Batting Cages)^{[[L]]}_{SEP}

- vi. Field maintenance Items (dig out tool, hammer, hose, nozzle and rake)^[L]_[SEP]
 - vii. First aid items^[L]_[SEP]
- 2. Maintains a written record of equipment, as defined above, owned by the League and/or owned by organizations such as the Recreation and Parks Department, which is on loan to the League.^[L]_[SEP]
- 3. Develops and submits to the Treasurer a detailed budget, identifying the quantity and cost of equipment, as defined above, which will be required to accommodate the enrollment projected by the Board.^[L]_[SEP]
- 4. Obtains a minimum of two quotations for equipment purchases.^[L]_[SEP]
- 5. Locates and obtains a facility in which all League equipment, field service equipment, snack facility equipment, scorekeeping equipment and League records will be stored to insure optimum security.^[L]_[SEP]
- 6. Distributes and maintains a sign-out sheet of the keys to locks on storage facilities.^[L]_[SEP]
- 7. Assists Field Service Chairperson.^[L]_[SEP]
- 8. Distributes and replenishes First Aid Kits.^[L]_[SEP]

D. Promotions and Fundraising Chairperson

- 1. Responsible for developing and implementing an advertising plan for the League prior to spring registration.
- 2. Responsible for periodic publication of League information, either electronically or in writing, during League play, in conjunction with the Snack Bar Managers and the Webmaster.^[L]_[SEP]
- 3. Collects news articles from Board Members, Committee Chairpersons, managers, coaches, and Participating and General Members, where applicable.^[L]_[SEP]
- 4. Secures advertising on banners, newsletters, Internet or other publications considered necessary.^[L]_[SEP]
- 5. Develops, directs and submits a formal plan on all fundraising projects.^[L]_[SEP]
- 6. Coordinates and assists in fundraisers.

^[1]_[SEP]
E. Division Agents (6U/8U, 10U, 12U & Above)

1. Along with the Vice President of Player Support and the Registrar, assists with the organization and execution of registration, preseason evaluations, and team formation.
2. Assists in recruiting and verifying managers and coaches for their respective divisions, with help from the Managers/Coaches Administrator, if needed. May not be the Division Agent for a division in which his/her own daughter is playing, or in which he/she is managing or coaching.^[1]_[SEP]
3. Represents the interests of each Participating Member playing in the Division and ensures that all actions taken by managers, coaches, Board or General Members are taken for the well-being and welfare of these younger members.^[1]_[SEP]
4. Accepts resignations of Participating Members from the League. Verifies the reason for resignation. Notifies the Executive Board of any resignations.^[1]_[SEP]
5. Disseminates all pertinent information to their respective managers in a timely fashion.^[1]_[SEP]
6. Presents any problems pertaining to the managers or coaches that require Board action to the Executive Board.^[1]_[SEP]
7. Coordinates player and pitcher evaluations, and end-of-year player evaluations.^[1]_[SEP]
8. Maintains and saves all pitching logs for their Division.^[1]_[SEP]

F. Field Service Chairperson

1. Recruits personnel to assist in the preparation of the fields prior to League play. Organizes “Field Days” as needed.^[1]_[SEP]
2. Reports all dangerous and adverse field conditions to the Vice President of Operations.^[1]_[SEP]
3. Develops security, accountability and distribution of field service equipment to be used by League teams only, in League and tournament play, including:

- a. Pitching rubbers^[L]_[SEP]
 - b. Bases^[L]_[SEP]
 - c. Home plates^[L]_[SEP]
 - d. Base lining equipment^[L]_[SEP]
 - e. Related supplies^[L]_[SEP]
 - f. Advises Equipment Manager in a timely manner when field service material is required.^[L]_[SEP]
4. Oversees the preparation of the playing fields prior to scheduled League games, including hiring and payment of field service personnel if adult volunteers are unavailable.^[L]_[SEP]

G. Uniforms Chairperson

1. Purchases and distributes necessary softball wearing apparel as approved by the Board, for the Fall, Spring, and All Star seasons. Works in conjunction with the Division Agents, and the Game Scheduler.^[L]_[SEP]
2. Obtains a minimum of two (2) quotations for uniforms as required by the Treasurer.^[L]_[SEP]
3. Responsible for procuring “Spirit Wear” and other promotional League goods and for the marketing and sale of these goods, in conjunction with other Board Members.^[L]_[SEP]

H. Sponsors and Team Coordinators Chairperson

1. Maintains a list of all team coordinators. Conducts both an orientation meeting at the beginning of the season and a mid-season review to secure required volunteers for snack bar and tournament duties.^[L]_[SEP]
2. Distributes information to the team coordinators in conjunction with the Pictures and Awards Chairperson and the Ceremonies and Events Chairperson.^[L]_[SEP]
3. Coordinates and is responsible for working with the League’s banner vendor, as well as the collection, purchase, and distribution of team banners to the team coordinators.^[L]_[SEP]
4. Responsible for individual team sponsorships, which includes communicating to the team coordinators and Managers, the League’s goal of obtaining a minimum of one (1) team sponsorship for each team, and for collecting the sponsorship money from each team.^[L]_[SEP]
5. Coordinates with Picture and Awards Chairperson to get team pictures for

sponsorship plaques and to distribute sponsorship awards.^{[[L]]}_{[[SEP]]}

6. Responsible for soliciting and obtaining corporate community sponsorships year round, with a strong emphasis before registration.

I. Pictures and Awards Chairperson

1. Responsible for scheduling and distributing individual and team pictures in conjunction with the Sponsors and Team Coordinators Chairperson.^{[[L]]}_{[[SEP]]}
2. Responsible for obtaining and distributing awards for League participants. Works in conjunction with the Sponsors and Team Coordinators Chairperson.^{[[L]]}_{[[SEP]]}
3. Coordinates with the Sponsors and Team Coordinators Chairperson to get team pictures for sponsor plaques.

J. Ceremonies and Events Coordinator

1. Organizes and coordinates opening and closing ceremonies.^{[[L]]}_{[[SEP]]}
2. Organizes and coordinates special events.^{[[L]]}_{[[SEP]]}
3. Organizes and coordinates the end of fall season event with the Fall Ball and Fall Tournament Chairperson, if any.^{[[L]]}_{[[SEP]]}

K. Game Scheduler Fall Ball and Spring

1. Schedules Fall Ball and Spring games

L. Tournament Coordinator

1. Organizes tournament events, vendors, and volunteers

M. Volunteer Chairperson

1. Compiles a list of parent volunteers, and assists with recruiting volunteers as needed by other Board Members or committee members.
2. Tracks and monitors volunteer points
3. Collaborates with Team Coordinator Chairperson

L. Webmaster and Communications Coordinator^{[[L]]}_{[[SEP]]}

1. Coordinates and maintains the League Internet web site. Web site shall only include Board approved material and information.^{[[L]]}_{[[SEP]]}
2. Publishes League standings and game scores in conjunction with the

Communication, Promotions and Fundraising Chairperson.^{[[L]]}_{[[SEP]]}

3. Submits articles to local newspapers and other media with regard to games, activities, Invitational Tournaments, League registration, game scores and League standings.
4. Responsible for disseminating all League communication to League Members with Board approval.^{[[L]]}_{[[SEP]]}
5. Collects score sheets after each game day, and reports the results as soon as possible (10u and up).

M. Snack Bar Manager

1. Prepares Snack Bar Schedule.^{[[L]]}_{[[SEP]]}
2. Develops an operating budget.^{[[L]]}_{[[SEP]]} Purchases supplies.^{[[L]]}_{[[SEP]]}
3. Transfers all snack bar funds to the Treasurer not less frequently than weekly. Properly records all transactions. Verifies cash deposits in conjunction with the Treasurer, the President, or the Vice President of Administration.^{[[L]]}_{[[SEP]]}
4. Accounts for and safeguards all cash receipts. Performs daily reconciliation of the cash register readings, cash payouts and bank deposits.^{[[L]]}_{[[SEP]]}
5. Supplies Treasurer with copy of Snack Bar reports for all Board Meetings.^{[[L]]}_{[[SEP]]}
6. Coordinates Snack Bar operations at all tournaments.^{[[L]]}_{[[SEP]]}
7. Maintains Snack Bar standards within State and County Health Codes.^{[[L]]}_{[[SEP]]}
8. Works with and trains Assistant Snack Bar Manager in the performance of the Snack Bar Manager duties.^{[[L]]}_{[[SEP]]}

N. Assistant Snack Bar Manager

1. Works under the direction of the Snack Bar Manager.^{[[L]]}_{[[SEP]]}
2. Assists in all tasks required of the Snack Bar Manager.^{[[L]]}_{[[SEP]]}

Section 3: Authority

- A. The decision of the Board of Directors in all organizational matters shall be final.

The Board of Directors shall have general control over all Officers, managers, coaches, scorekeepers, Coordinators, and committees. The Board of Directors shall exercise control over all League equipment and assets, and is authorized to spend League funds as is necessary for the operation of the League. The Board of Directors may, for good cause, suspend any person over which it has general control from League activities, including players. The Board shall adopt a written Discipline Policy which will handle issues of complaints against coaches, managers, Directors, parents, or any other person affiliated with the League, affording due process to those charged, while protecting the safety and security of all participants in the League.

- B. The Executive Board shall constitute a Board of Appeals from the ruling of the Board of Directors. Appeals may be taken to the Board of Appeals. Upon receiving written notice of appeal, the Board of Appeals, within three (3) calendar days, will schedule a Board of Appeals meeting to occur no later than seven (7) calendar days after the receipt of the appeal notice. Notice to appellant shall be given at least five (5) days prior to the hearing. A quorum must be present to hear the appeal, and a two-thirds vote of the members present is required to revise the decision appealed. Pending any appeal, any party suspended shall not be entitled to hold the position from which they were suspended nor to participate in League activities other than a spectator. However, if the Board of Appeals fails to act within these time limits, the suspended party shall automatically be reinstated.

ARTICLE V REPLACEMENT OF MEMBERS OF THE BOARD OF DIRECTORS

Section 1: Executive Board

- A. Vacancy occurring because of resignation or any other reason to the President position shall be filled by the Vice President of Administration, for the balance of that two-year term. If the Vice President of Administration position is vacant at the time of the vacancy to the President position, the Vice President of Operations will fill the President position for the balance of that two-year term. Any such movement by a Vice President requires the resignation of the Vice President of his/her current position.
- B. Vacancies occurring because of resignation or any other reason to any other executive board position will be filled by a majority vote of the remaining members of the Executive Board, and shall serve the balance of that term.
- C. Officers failing to perform their duties, as specified by these By-Laws, may be removed from office by a two-thirds (2/3) vote of the Executive Board Members.

Section 2: Administrative Board and Committee Chairpersons

- A. Vacancies occurring by resignation or any other reason will be filled by nomination by any Board Member, subject to majority approval of the Board.^{[[L]]}_{[[SEP]]}
- B. The President has the authority, subject to the approval of the Board, to remove any Administrative Board Member who has failed to perform the duties of their respective office, as specified in these By-Laws, by League Policy, or by USA Rules.

ARTICLE VI^{[[L]]}_{[[SEP]]}**NOMINATION AND ELECTION OF OFFICERS**

Section 1: Term of Office

- A. Executive Officers are elected to serve for a two (2) year term, August 1 to July 31. All Executive Officer positions were subject to election in 2010. Thereafter, President, Vice President of Administration, and Vice President of Player Support are to be elected in even-numbered years. The Vice President of Operations, Vice President of Registration, Treasurer, and Secretary are to be elected in odd-numbered years, starting 2011.^{[[L]]}_{[[SEP]]}
- B. Administrative Board Officers are elected to serve one (1) year terms, August 1 to July 31. The term of office will begin at the Annual Meeting of the out-going and in-coming Boards, which will be the last regularly scheduled meeting of the season in accordance with Article VIII, Section 3(A) of the By- Laws.^{[[L]]}_{[[SEP]]}
- C. Committee members are appointed to serve from the date of their appointment until July 31.^{[[L]]}_{[[SEP]]}

Section 2: Nominating/Election Committee

- A. Formation, Nominations, and Elections
 - 1. Potential members send their interest to the president prior to the August board meeting
 - 2. The president presents nominees to the general board
 - 3. Candidates attend August board meeting to hear about open positions
 - 4. General board has a discussion about best fit of position for each candidate
 - 5. General board votes on roles/positions
 - 6. Two-thirds vote is majority

7. Candidates accept role in a reasonable time frame determined by the board

ARTICLE VII COMMITTEES

Section 1: The Budget Committee

A. Minimum attendees are:

1. Treasurer^{[[L]]}_{SEP}
2. Uniform Chairperson^{[[L]]}_{SEP}
3. Vice President of Administration^{[[L]]}_{SEP}
4. Equipment Manager^{[[L]]}_{SEP}
5. Sponsors and Team Coordinators Chairperson^{[[L]]}_{SEP}
6. Communication, Promotions and Fundraising Chairperson^{[[L]]}_{SEP}
7. Snack Bar Manager^{[[L]]}_{SEP}
8. Field Service Chairperson^{[[L]]}_{SEP}
9. Pictures and Awards Chairperson^{[[L]]}_{SEP}

B. The duty of this committee is to prepare the budget based on information provided to them by the various standing Committee Chairpersons, the Administrative Board and the Executive Board, for the fiscal year, which runs from August 1 to July 31^{[[L]]}_{SEP}

C. The Committee should be formed no later than the first regularly scheduled Board Meeting in September^{[[L]]}_{SEP}

D. The budget should be submitted to the Board no later than the meeting regularly scheduled for the first week in December^{[[L]]}_{SEP}

Section 2: All Star Policy Committee

A. Composed of:

1. VP of Administration and Vice President of Operations will chair this committee.
2. Manager and Coaches administrator.^{[[L]]}_{SEP}

3. Plus, a minimum of two (2) other Board Members.^{[[[SEP]]]}
- B. Review current All Star Policy and either change or recommend an evaluation system for selection of All-Star players and coaches.^{[[[SEP]]]}
- C. The report should be submitted for Board approval by the first regularly scheduled meeting in February.
- D. All selection of managers are to be voted on by General Board members in their annual all-star meeting. Executive Board has final approval. Approval takes a 2/3 vote.
- E. All teams are to be voted on before the release of these teams by the executive board. Approval requires a 2/3 vote to approve that team.^{[[[SEP]]]}
- F. All star policies need to be posted to web-site and sent to parents before the spring season games start.

Section 3: The League Policy Committee

- A. Composed of:
 1. Vice President of Administration, who shall chair the Committee.^{[[[SEP]]]}
 2. Plus a minimum of two (2) other Board Members.^{[[[SEP]]]}
 3. Each division of the League shall be represented on this committee, if possible.^{[[[SEP]]]}
- B. Review current League Policy and recommend any changes or revisions to the Board no later than the first regularly scheduled meeting in December.^{[[[SEP]]]}

Section 4: Supplementary Rules Committee

- A. Composed of:
 1. Umpire-in-Chief.^{[[[SEP]]]}
 2. Vice President of Operations and Vice President of Player Support.^{[[[SEP]]]}
 3. Plus a minimum of two (2) other Board Members. Attendance by Division Agents where supplementary rules will apply is strongly recommended.^{[[[SEP]]]}
- B. Reviews the current Supplementary Rules and recommends any changes or revisions to the Board no later than the first regularly scheduled meeting in

January.

Section 5: By-Laws Committee

- A. Composed of:
 - 1. Vice President of Administration, and Secretary who shall chair the Committee.
 - 2. Plus a minimum of two (2) additional Board Members.
- B. Reviews the By-Laws and recommends specific amendments or changes to the Board as needed.

Section 6: Protest Committee

- A. Composed of:
 - 1. Vice President of Administration.
 - 2. Umpire-in-Chief.
 - 3. Plus a minimum of two (2) additional Board Members.

Section 7: Disciplinary Committee

- A. Composed of:
 - 1. Vice President of Player Support.
 - 2. All Division Agents.
- B. Reviews facts surrounding any complaint made against a League Member that in the Executive Board's opinion requires investigation. Meets with all parties involved, reviews League Policy and recommends a course of action to the Executive Board. Where possible, action should be taken within 48 hours of the Committee being made aware of the complaint and recommendations should be made shortly thereafter.

Section 8: Other Committees

- A. Shall be appointed by the President as deemed necessary to carry on the work of the organization.
- B. The President shall designate the committee chairpersons unless otherwise specified in the By-Laws.

ARTICLE VIII MEETINGS

Section 1: Executive Board Meeting

- A. Executive Board meets when called into session by the President and may act for the Board between regularly scheduled Board Meetings. (See By-Laws Article III, Section 2(B)).^[L]_[SEP]
- B. A quorum for an Executive Board Meeting shall consist of two-thirds (2/3) of the Executive Officers.^[L]_[SEP]

Section 2: Board of Directors Meetings

- A. Meet as scheduled or as requested by the President.^[L]_[SEP]
- B. The Secretary notifies Board Members at least three (3) days in advance of each meeting.^[L]_[SEP]
- C. Meetings are open to General Members, who may participate in Board discussion. However, General Members are unable to vote at these meetings.^[L]_[SEP]
- D. A quorum for a General Board Meeting shall consist of a simple majority of the Board of Directors.^[L]_[SEP]
- E. Board Members may not vote on specific disciplinary or protest matters involving themselves or a division in which they have an interest. They must abstain from the vote.
- F. All meetings shall be conducted in an orderly manner. Roberts Rules of Order, Revised, shall govern the proceedings when it appears that to carry out the purpose of the meeting a policy of order be established; however, it is understood that the purpose of the League and expression of ideas should not be suppressed by the use of technical rules.^[L]_[SEP]
- G. Secret ballots may be taken on any sensitive issue as long as the Board in attendance agrees that a need is present. The President, Secretary, and one additional Board Member shall perform the count.^[L]_[SEP]

Section 3: Annual Meeting of the Board of Directors

- A. The last regularly scheduled meeting of the season shall be known as the Annual Meeting of the Board which is to take place at the August meeting.^[L]_[SEP]
- B. The meeting shall be attended by the retiring members of the Board and the newly elected Board Members.^[L]_[SEP]

C. Purpose of the Annual Meeting

1. The meeting shall be held for the purpose of receiving an Annual Report from every retiring Board Member.
2. The Annual Report is a complete written summary of all significant work done during the year by the retiring Board Member. It should provide all the necessary information including a description of duties, methods of carrying out these duties, budget figures, needed materials and recommendations, to enable the new Board Members to execute their new responsibilities.
3. After presentation to the Board, the report and League notebook shall be given to the appropriate new Board Members.
4. The meeting shall also be held to provide information and assistance to the new Board Members.

D. The retiring President shall be in charge of the meeting until all business of the previous year is completed. Upon completing of this business, the meeting is turned over to the new President and the official term of President is over.

Section 4: General Meetings

- A. Held for all General Members of the League. (See Article II.)
 - B. The "Call of the Meeting", the written notice of the meeting, specifies the purpose of the meeting, and notice shall be given by the Secretary at least five (5) days prior to the meeting.
 - C. The General Meetings shall be called at such times as deemed necessary by the President.
 - D. The President shall be the presiding officer.
 - E. General Members have the right to participate and vote in a General Meeting. (Voting privileges are specified in Article II Section 3.)
- ARTICLE IX
REVISING THE BY-LAWS

Section 1: Revisions to By-Laws

- A. Proposed revisions must be submitted in writing.
- B. To be voted on at the next Board meeting with a minimum of 7 days notice from the time it is submitted before it can be voted upon.
- C. Needs two-thirds (2/3) vote approval by the Board of Directors.

Addendum “A”

Orange-Canyon Girls Softball League Conflict of Interest Policy

Article I Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization’s (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II Definitions

1. Interested Person^[1]Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.^[SEP]2. Financial Interest^[1]A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:^[SEP]a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement, b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or^[SEP]c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.^[SEP]Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.^[SEP]A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III Procedures

1. Duty to Disclose^[SEP]In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.^[SEP]2. Determining Whether a Conflict of Interest Exists^[SEP]After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists. 3. Procedures for Addressing the Conflict of Interest^[1]a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement

involving the possible conflict of interest.^{[L]b.} The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.^{[L]c.} After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.^{[L]d.} If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization=s best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.^{[L]4.} Violations of the Conflicts of Interest Policy^{[L]a.} If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.^{[L]b.} If, after hearing the member=s response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain: a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board=s or committee=s decision as to whether a conflict of interest in fact existed.^{[L]b.} The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V^[L] Compensation^[L]

a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member=s compensation.^{[L]b.} A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member=s compensation.^{[L]c.} No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:^{[[]]}_{SEP}a. Has received a copy of the conflicts of interest policy,^{[[]]}_{SEP}b. Has read and understands the policy,

c. Has agreed to comply with the policy, and^{[[]]}_{SEP}d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:^{[[]]}_{SEP}a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm=s length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization=s written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII^{[[]]}_{SEP} Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.