

By Laws
of
Osseo-Maple Grove Athletic Association
OMGAA

CONTENTS

Section 1 - Corporate Name, Seal and Registered Office

Section 2 - Corporate Purpose and Limitations Thereof

Item 1: Purpose

Item 2: Limitations

Section 3 – Membership

Item1: Definition

Item2: Representation

Item 3: Eligibility

Section 4 – Board of Directors

Item 1: Qualifications and Terms

Item 2: Elections and Appointments

Item 3: Directors

Item 4: Removal

Section 5 - Fiscal Year

Section 6 – Meetings of the Board of Directors

Item 1: Regular Meetings:

Item 2: Discretionary and Special Meetings:

Item 3: Virtual Meetings:

Section 7 - General Duties and Responsibilities of the Board of Directors

Section 8 - Specific Duties and Responsibilities of the Board Directors

Item 1: Administrative Directors

Item 2: League Directors:

Item 3: Program Directors:

Item 4: Emeritus Directors:

Section 9 - Standing Committees

Item 1: Executive Committee

Item 2: Traveling Coaches Selection Committees:

Item 3: Team Selection Committees:

Item 4: Scholarship Committee

Section 10 - Annual and Ad-hoc Committees

Section 11 - Amendment of the By Laws

Section 1 – Corporate Name, Seal and Registered Office

The name of the Association is Osseo-Maple Grove Athletic Association (OMGAA). This Association will operate and do business without a corporate seal. For correspondence purposes, the registered office of the Association shall be located at a P.O. Box at the Maple Grove Post Office.

Section 2 – Corporate Purpose and Limitations Thereof

Item 1: Purpose

- A. Establish, and administer, a comprehensive youth athletics program for families residing within the Osseo and Maple Grove Senior High School attendance areas of Independent School District 279.
- B. Foster and encourage local, regional and national youth athletic competition.
- C. Promote academic excellence through scholarship awards, made to graduating seniors of ISD 279 who have participated in an established OMGAA program during their Sophomore and Junior years of high school.

Item 2: Limitations

- A. Facilities used will be primarily (but not limited to) those under the control of the City of Maple Grove, Parks and Recreation Department, and Independent School District 279.
- B. Established athletic programs will emphasize instruction and recreation, be non-discriminatory, and structured to attract as many interested youth as possible.

Section 3 – Membership

Item 1: Definition

Any individual who is the parent or legal guardian of a registered participant athlete in an OMGAA sport program during the current fiscal year; or who is a non-parent or legal guardian of a registered participant athlete; or who is a duly elected or appointed member of the OMGAA Board of Directors, or an approved OMGAA Program Coordinator shall be considered a Member of the Association, and shall have voting rights in all matters open to the membership at large.

Item 2: Representation

Each household shall have one (1) vote per registered participant for any act or motion on which the membership at-large may vote, with a maximum of two (2) votes per household, provided both parents or guardians are present to vote. No proxy votes shall be permitted. Terms of membership shall be for a period of one year, commencing on the date of registration with the OMGAA.

Item 3: Eligibility

Membership and program registration shall be limited to families residing within the Osseo and Maple Grove Senior High School attendance areas of ISD 279. Membership shall be extended to Osseo and Maple Grove resident students not living within the ISD 279 attendance area and non-resident students open enrolled in ISD 279 schools. Non-resident/non-student registration requests will be handled on a case-by-case basis by vote of the Board of Directors, whose case-by-case decisions are final and non-precedence setting.

Section 4 – Board of Directors.

The Board of Directors shall consist of elected and/or appointed members as indicated below. No person shall hold more than one Director position at any time.

Item 1: Qualifications and Terms

- A. Each Board Director shall have been a Coordinator or previous Board Director for not less one than one full season within two years prior to their nomination for election or appointment to a Board of Directors position, except for the position of President, which must be filled by a current or past Board Director.
- B. Candidates for Director position's must inform the Board of their candidacy no later than the regularly scheduled July meeting of the Board of Directors and shall be available for questions from the Board and membership at large during the regularly scheduled August meeting.
- C. Elected Directors shall serve in two (2) year terms, elected in the year indicated in Item 3 of this Section, without limits on the number of terms served.

Item 2: Elections and Appointments

- A. Annual elections shall be held as the first order of business at the regularly scheduled September meeting of each year, for the purpose of electing the Board of Directors as indicated below. Notice of elections shall be sent to all members at least 15 days prior to the election. Each member as defined in Section 3, Item 1 and as shall be present for annual elections may vote, as provide for in Section 3, Item 2 of these By-Laws. When more than one (1) candidate stands for election, a majority ballot vote of voting members present shall be sufficient to elect members to the Board of Directors. Newly elected Board Directors will assume their duties immediately following the close of annual elections.
- B. Annually appointed directors shall be approved through motion and two-thirds majority vote of the Board of Directors and shall be reappointed by the Board as the first order of new Business at the regularly scheduled January meeting.
- C. Except for the position of President, if there are no qualified nominees the Board may close the elections with the position vacant, or non-qualified nominees may be considered.
- D. If for any reason, a Board of Directors position becomes vacant, the Board of Directors shall have the authority to fill such vacant position by interim appointment, for the remainder of the current term. Interim appointment candidates shall meet the same qualification requirements as if elected.

Item 3: Directors

The Board of directors shall consist of Administrative, Program, League and Emeritus Directors as outlined below, and as may be determined necessary from time to time by the Board.

A. Administrative Directors

Administrative Director positions are fixed and permanent; and shall not be removed or discontinued by the Board. Administrative Directors shall be as follows:

	<u>Director</u>	<u>Year of Election</u>
1.	President	Even Year
2.	Vice President	Odd Year
3.	Secretary	Even Year

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|----|---------------------------------------|--------------------|
| 4. | Treasurer | Annual Appointment |
| 5. | Information and Technologies Director | Annual Appointment |
| 6. | Training and Development Director | Even Year |
| 7. | Equipment/Purchasing Director | Odd Year |
- B. League Directors:
League Directors shall be as listed here-in, and as may be added to or removed, from time to time, by motion and two-thirds majority vote of the Board of Directors as revision to this Section and Item of the By-Laws, independent of all other sections and provisions.
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|----|---|-----------|
| 1. | Eight and Nine Year Old House Baseball | Odd Year |
| 2. | Ten, Eleven and Twelve Year Old House Baseball | Even Year |
| 3. | Thirteen and Older House Baseball Director | Even Year |
| 4. | House Fast Pitch Softball Director | Odd Year |
| 5. | Junior Traveling Baseball Director (14 and under) | Odd Year |
| 6. | Senior Traveling Baseball Director (15 and older) | Even Year |
| 7. | Traveling Fast Pitch Softball Director | Even Year |
- C. Program Directors:
Program Directors shall be responsible for programs operating in support of the Association but not directly responsible for Administration or Leagues. Program Directors shall be as listed here-in, and as may be added to or removed, from time to time, by motion and two-thirds majority vote of the Board of Directors as revision to this Section and Item of the By-Laws, independent of all other sections and provisions.
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|----|--------------------------------|-----------|
| 1. | Tournament and Events Director | Even Year |
| 2. | Volunteer Management Director | Odd Year |
- D. Emeritus Directors:
Emeritus Directors shall serve as non-voting guests of the President.
- E. City Liaison:
The City of Maple Grove, Park and Recreation Department may appoint a Community Liaison who shall have speaking privileges and shall be Non-voting.

Item 4: Removal

The Board shall establish and publish a means for “No Confidence” removal of duly elected Directors. Annually and/or Interim Appointed and Emeritus Directors may be removed by motion and two-thirds majority vote at any regular Board Meeting.

Section 5 – Fiscal Year

Financial Operations of the Association will be on a calendar year basis. Books of account will be closed as of December 31st. Financial statements shall be audited in the month of January.

Section 6 – Meetings of the Board of Directors

No conduct of normal business or affairs of the Association shall be held unless a quorum of Directors is present. A quorum for any regular meeting of the Association shall be one half (1/2) the membership of the Board of Directors. Meetings shall generally be conducted according to the Associations adopted and published Rules of Order.

A simple majority of those voting directors present at the regular meeting shall be required to

carry any motion, except such motions that provide for revision of the By Laws (other than Section 4), which shall require a two-thirds (2/3) majority of all eligible voting member of the Association, as defined in Section 3 of these By-Laws and as shall be present at the time of voting. Proxy votes shall not be permitted on any matter.

Item 1: Regular Meetings:

Regular meetings are to be held monthly for the purposes of:

- A. Conducting the normal business and affairs of the Association.
- B. To provide a means for communication between members and the Board of Directors.

Meetings conducted during the program seasons of June and July or in addition to regularly schedule monthly meetings shall be held at the discretion of the President and shall be conducted as Regular Meetings when held. Dates and starting times for Discretionary or special meetings shall be provided to the membership at least 15 days prior to the meeting.

Item 2: Virtual Meetings:

Virtual meetings may be conducted at the discretion of the President for the resolution of specific issues when immediate Board action is required. At the first regular meeting which follows any virtual meeting, the Secretary shall submit, for board approval, the minutes of any virtual meeting, noting any motion and second placed for resolution, and the record of a roll call vote.

Section 7 – General Duties and Responsibilities of the Board of Directors

In addition to the general duties and requirements of the Board of Directors to manage the affairs of the Association, the following is a listing of the specific duties and responsibilities that each Board Director shall perform in the carrying out of his/her responsibilities to the membership:

- A. To address any and all questions coming before the Board of Directors, and to report on all matters under their direction to the membership at the regular meetings.
- B. To approve appointments and define the duties and powers of such appointees.
- C. To establish policies and procedures for the conduct of the members of the Association, for the use of the Associations property and to fix and enforce penalties for the violation of such rules.
- D. To perform such other duties as are specifically provided in the By Laws and as may be imposed upon him/her by resolution of the Board of Directors and/or membership.

Section 8 – Specific Duties and Responsibilities of the Board Directors

Item 1: Administrative Directors

- A. President:
 1. To provide the executive direction of the administration of the Association.
 2. To preside over all meetings of the Association membership or Board of Directors, after issuance of a meeting agenda to those present.
 3. To appoint any special committees, other than Athletic Committees, including the committee Chair, as s/he may deem necessary, with the approval of the Board of Directors.
- B. Vice President:
 1. To preside over all meetings of the Association membership or Board of Directors and perform all duties of the President in his/her absence.
 2. To perform all duties of the Secretary in his/her absence, or to appoint an

Interim Recorder in the absence of both President and Secretary.

3. To serve as Board Liaison to the Academic Scholarship Committee.

C. Secretary:

1. To perform all duties of the President and the Vice President in the absence of both.
2. Serve as Revisor of Rules, and maintain archived and current Association Organizing and Legal Documents, including but not limited to, Articles of Incorporation, By-Laws and governing Policies, and to provide form approval for all amendments or revisions to such. To ensure current OMGAA Policies and By-Laws, including attachments are published for viewing on the official OMGAA Website. To keep all records and documents relating to the Association in such place and form as designated by the Board of Directors and to make minor corrections resulting from typographic errors, changes in referenced By-Laws or policies and as directed by the Board.
3. To maintain and make available as requested, current records of Association Federal IRA Charitable Status documentation, to file Annual Registration Forms and Fees with the Minnesota Secretary of State, and to maintain evidence of current filing status and to procure Association Liability Insurance and provide evidence of Liability and other required Insurance Policies to Maple Grove Parks and Recreation and/or other community departments in Maple Grove or adjacent cities as required.
4. To arrange for and provide notification, as required, for all official Association meetings. To take minutes of the regular and annual Board of Director meetings, to submit a copy for approval at subsequent meetings and to post approved minutes to the OMGAA official web site.
5. Maintain and enforce Association adopted Rules of Order.

D. Treasurer:

1. To manage of the financial responsibilities of the Association.
2. To keep account of all monies received and deposit same in such depository as shall be designated by the Board of Directors.
3. To make checks for payment of Association bills upon Board of Directors authorization or approval and receipt of a dated and signed invoice from the Association Director responsible for the expense of such payment.
4. To keep account of monies disbursed.
5. To submit a detailed financial statement of the preceding month at each regular meeting for approval by the Board of Directors.
6. To make an annual year-end financial report summary (unaudited) to the Board of Directors indicating monies received and/or disbursed for each major event or athletic program.
7. To provide for and report the findings of an independent audit of financial records every fourth even numbered year or as directed by the Board of Directors.
8. To be responsible for filing any required Federal or State tax forms for non-profit Associations.

E. Information Technology Director:

1. Responsible for the delivery of information technology and other communications systems including Internet domain name, Internet website, computer hardware and software, telephone systems, and electronic records retention.
2. Communicate monthly with Board of Directors and conduct a seasonal survey of other systems users to understand and respond to technology needs. Stay abreast of appropriate technology changes and opportunities. Maintain highly responsive and proactive customer support services for Board, players, and parents.
3. Prepare and present to the Board of Directors at the regularly scheduled December meeting for approval, a comprehensive financial budget for: computer hardware and software, license maintenance, fees and professional services.
4. Analyze and make recommendations for integrated technology improvements. Work closely with vendors to obtain the best pricing and solutions. Conduct seasonal performance evaluation of service providers and report findings.

F. Training and Development Director:

1. To staff subordinate positions of Fastpitch Training Coordinator and Baseball Training Coordinator.
2. To develop in cooperation with the subordinate coordinators and the appropriate league directors, sport appropriate training programs for players and coaches.
3. To prepare and submit training budgets for board approval.
4. To provide overall direction of Association player and coach training and development.
5. To serve as liaison with local community and school district entities in scheduling facilities for training.
6. To schedule and direct trainers participating in Association sponsored coach and player development clinics. To provide for publicity and participation in Association sponsored coach and player development clinics.

G. Equipment/Purchasing Director:

1. To present an equipment status and condition report for review and approval by the Board of Directors at the regularly scheduled December meeting.
2. To oversee the procedures for the purchase and receipt of all Association equipment.
3. To prepare and present to the Board of Directors for approval, a comprehensive financial budget for equipment procurement at the regularly scheduled December meeting.

Item 2: League Directors:

1. To appoint committees, on behalf of the league in their charge, including Coordinators, as s/he may deem necessary, with approval of the Board of Directors.
2. To provide liaison between such appointed committees and the Board of Directors.

3. To present athletic programs formulated by such committees for approval by the Board of Directors.
4. Prepare and present to the Board of Directors for approval, a comprehensive financial budget for the league in their charge, at the regularly scheduled December meeting. To prepare and submit to the Treasurer, before the July meeting; a post registration budget, showing actual program registration, registration related fee income, number of teams formed and revised expenses based on actual registrations.
5. To order, receive and distribute uniforms and equipment as necessary, and to submit completed Purchase Orders for all expenses incurred on behalf of their designated league(s).
6. To assist in selection of traveling coaches as required by Section 9 – Standing Committees.³

Item 3: Program Directors:

1. To provide development, policies and procedures for the conduct of their program with approval of the Board of Directors.
2. To appoint committees, when necessary, on behalf of the association for the coordination or execution of their program.
3. To provide liaison between such appointed committees to the Board of Directors.
4. Prepare and present to the Board of Directors for approval, a comprehensive financial budget when necessary for conduct of the program.

Item 4: Emeritus Directors:

1. Emeritus Directors shall have speaking privileges on all matters before the Board.
2. Chair Ad-Hoc committees at the direction of the President.

Section 9 – Standing Committees

The following standing committees are permanently established and may not be dissolved. The committee membership shall meet at times and intervals as called for by the individual committee chair.

Item 1: Executive Committee

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| Chair: | President |
| Members: | Vice President |
| | Secretary |
| | Treasurer |
| | Director at large (selected by the Board annually) |

Executive Committee meeting agendas shall be set by the committee chair with input from all committee members.

Item 2: Traveling Coaches Selection Committees:

- A. Traveling Baseball Coaches Selection Committee:

Chair:	Junior Traveling Baseball Director
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Members: President
Vice President
Training and Development Director
House Baseball League Director at large

- B. Fastpitch Traveling Softball Coaches Selection Committee:
Chair: Traveling Fastpitch Softball League Director
Members: President
Vice President
House Fastpitch Softball League Director

Traveling Coaches Selection Committee agendas shall be set for the sole purpose of selecting coaches for the various Traveling programs. Selection of coaches will be by interview before this committee. If a committee member is a candidate for a traveling coach position within the program, they shall remove themselves from the committee for the age group involved. If a deadlock vote occurs, or the committee cannot select a traveling coach, the Board of Directors shall resolve the matter by Special or Virtual meeting. The Board of Directors shall have final approval of all traveling head coaches.

Item 3: Team Selection Committees:

- A. Traveling Baseball Team Selection Committee:
Chair: Junior Traveling Baseball Director
Members: House Baseball League Director at large
Training Director
- B. Fastpitch Traveling Softball Team Selection Committee:
Chair: Traveling Fastpitch Softball League Director
Members: House Fastpitch Softball League Director
Training Director

Traveling Team Selection Committee agendas shall be set for the sole purpose of establishing tryout procedure and scoring methods, reviewing and approving appropriate rosters at each age and level for all Traveling programs. If a committee member has a child candidate for a traveling team within the program, they shall remove themselves from the committee for the age group involved. If a deadlock vote occurs, or the committee cannot approve a roster, the traveling program Directors shall have final discretion.

Item 4: Scholarship Committee

The OMGAA Scholarship committee shall be composed of three (3) volunteer members at-large and one (1) board appointed Director serving as a non-voting liaison to the Board. The Chair of the Scholarship Committee shall be elected by the members annually from among its membership with the exclusion of the appointed Director. Committee meeting times and agendas shall be set by the committee chair with input from all committee members.

The OMGAA Scholarship committee shall supervise and administer the OMGAA scholarship program for the year in which they meet and shall select for recommendation to the Board of Directors, candidates to receive an award. The committee shall make recommendations for funding the scholarship in future years and revisions to the scholarship application form and process.

Section 10 – Annual and Ad-hoc Committees

Annual or Ad-hoc committees may be established for the Association by the Board of Directors or for each program by the respective Director, to accomplish any of the following:

1. Formulation of comprehensive programs on an individual program basis that will fulfill the needs of the community and conform to the By Laws.
2. Establish policies, rules, regulations, schedules, equipment requirements and standards, and facilities requirements for each program.
3. Establish coach's selection criteria, team selection procedures, uniform selection and standards of conduct for each program.
4. Establish protest, enforcement and penalty procedures for each program.
5. Prepare and present comprehensive reviews of each program to the Board of Directors for approval.

Section 11 – Amendment of the By Laws

Future amendments or revisions to this document shall be made by revisions herein or attachment of supporting and subsequent documents; which create new sections, add to, delete from or edit specific and identified existing sections. All of the following requirements must be met in order to make any amendments to the By Laws of this Association.

1. The Board of Directors must propose an amendment to the By-Laws by an appropriate resolution, which sets forth the proposed amendment and directs that it be presented for adoption at a regular meeting of the Board.
2. Any proposed amendment(s) shall be published and announced to the Membership at least fifteen (15) days before being brought to a vote.
3. Prior to adoption, members may direct comments, concerns and/or questions to the Board either in person or by other means. All concerns and questions must be addressed by the Board prior to voting.
4. An affirmative ballot vote of two-thirds (2/3) of the full Board shall be required to approve any such proposed amendments to the By Laws.

Adopted By A Vote of the Membership Present

September 19th, 2023

END OF DOCUMENT