

## BYLAWS

### ARTICLE I: PURPOSE

- A. To promote and conduct softball activities for young girls.
- B. To teach sportsmanship and the value of team effort.
- C. To teach the rules and basic fundamentals of softball.

### ARTICLE II: MEMBERSHIP

- A. The membership of the organization shall be composed of participants in association activities and their parents or guardians. Participants in association activities are those who have paid the annual registration fees.
- B. Booster member – Any active participant is entitled to the same rights as “A” above.
- C. Each member 18 years and older shall be entitled to one vote in all association elections and at membership meetings.

### ARTICLE III: OFFICERS

- A. The officers of the association shall be a President, two (2) Vice Presidents, Secretary and a Treasurer. Each officer must be a member of the association and at least 18 years old.
- B. Duties of officers:
  - 1. The President shall preside at all meetings and serve as the chief executive officer of the association. The President shall designate a Vice President to act in his/her absence. If the President is removed, the board shall vote on his/her replacement.
  - 2. The Vice President shall perform the duties of the President in the President’s absence or incapacity. The Vice President shall conduct other duties and responsibilities as assigned by the President.
  - 3. The Secretary shall keep minutes of all meetings of the association and the board of directors. The Secretary shall maintain records and correspondence of the association except for the financial records. The Secretary shall be responsible for the association’s election of officers.
  - 4. The Treasurer shall be responsible for all funds of the association, shall pay all bills in a timely manner which are authorized by the board, and shall prepare and submit to the board an annual financial report during the fiscal year and also monthly updates.
    - a. Two (2) executive board members (elected) shall sign all checks.
    - b. The Treasurer and one other elected board member shall balance the books on a monthly basis.

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### ARTICLE IV: NOMINATIONS AND ELECTIONS OF OFFICERS

- A. The board of directors shall be responsible for developing a slate of nominees who agree to stand for election to the offices of the association. The slate of nominees shall be posted at the association's playing complex at least one (1) week prior to the vote of the membership.
- B. Nominations for office – Any member of the association may nominate any member to run for office by submitting a written nomination to the Secretary at least two (2) weeks prior to the election.
  - 1. The President nominee must have actively served on the board for at least one year.
  - 2. The executive board cannot include spouses or relatives.
  - 3. Executive nominees cannot include non-local members of the association (e.g.: affiliation with out-of-town teams brought in as a whole to play at EDM softball complex.)
- C. The election shall be by secret ballot available to the membership during the second week in June if at all possible. The Secretary shall be responsible for preparing, distribution, tallying and announcing the results of the balloting to the membership, unless the Secretary is running for a position in the current election, at which time the board will appoint a selection committee.
  - 1. The Secretary shall select a nonparticipating member of the association to witness the counting of the ballots.
  - 2. A list of current players will be supplied by the player agents to the Secretary and used as a check-off as each parent/guardian votes.
- D. Elected officers shall assume their offices on the 1<sup>st</sup> day of September following the election at a special board meeting called for transferring responsibilities and duties.

### ARTICLE V: BOARD OF DIRECTORS

- A. The board of directors of the association shall be composed of the elected officers of the association and those other persons appointed by the President with the approval of the board, to specific tasks necessary to carry out the program of the association.
- B. A vacancy of the board, including the executive board, which occurs between elections, shall be filled by executive board appointment with the consent of the board.
- C. Any board member missing three (3) meetings (including special meetings) may suffer board action.
- D. Any board member, coach or other member of the association acting in an official capacity that vacates their position for an invalid reason will not be able to fill an official position with EDMGSA in the future.

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## ARTICLE VI: POWERS AND DUTIES OF THE BOARD

- A. The board of directors shall have full authority to manage business affairs of the association which include but are not limited to:
  - 1. The execution of all legal contracts and deeds. The President, Vice President, Treasurer and the Secretary shall execute such documents in the name of the association.
  - 2. Responsibility for raising the funds needed to finance the association's program.
  - 3. Responsibilities for liabilities incurred by board action.
  - 4. No checks over \$250.00 can be written without board approval.
  - 5. EDM Board members cannot be paid for any independent work performed at the ballpark.
  - 6. All hired/contracted personnel must be paid by EDM check.
  - 7. EDM Board members cannot be involved in a business relationship with EDM softball.
- B. The board of directors shall make such rules and regulations as the board may determine in order to further the purpose of the association. These include, but are not limited to:
  - 1. Rules and regulations regarding the eligibility and conduct of participants in the softball program.
  - 2. Rules and regulations regarding the conduct of board members, members of the association and visitors to our ball park.
  - 3. Rules and regulations regarding team coaches, game officials and the conduct of same.
  - 4. Rules and regulations regarding the game of softball.
  - 5. Rules and regulations regarding the use of the premises and equipment owned or occupied by the association.
  - 6. Rules and regulations regarding the coaches and players on teams representing the association.

## ARTICLE VII: IMPEACHMENT

- A. Any elected executive board member may be relieved of their duties due to a valid allegation or question of misconduct.
- B. Any non-elected board member may be relieved of their duties due to lack of fulfillment of their duties or misconduct.
- C. Any member relieved of their duties will not be able to fill an official position with EDMGSA in the future.

## ARTICLE VIII: MEETINGS

- A. The meetings of the membership shall consist of the annual meeting and special meetings.

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1. The annual meeting (parents meeting) shall be held at the call of the President at a time and place to be determined by the board of directors. Notice of the annual meeting shall be provided to members at the time of registration each season and shall include the place, time and day of the meeting.
  2. Special meetings may be called at any time by the President or at the direction of three (3) officers.
  3. The members of the board at any annual or special meeting shall constitute a quorum. A majority vote of the members of the board present shall be sufficient to adopt or pass any motion. Votes of board members shall be in person.
- B. The regular meeting of the board of directors shall be as scheduled by the President. A majority of the members of the board must be present to constitute a quorum, and a majority vote of the members of the board present shall be sufficient to adopt any motion.
- C. An emergency meeting can be held any time three board members can be assembled; this should include an executive board member if at all possible. Every effort must be made to contact all board members.

### ARTICLE IX: COMMITTEES

The President, with the consent of the board, may appoint association members to participate on committees assigned specific tasks designed to assist the board in carrying out the purpose of the association. The committee chair may select members of the association to serve on the committee. The role of a committee is limited to performing the specific task assigned by the President and does not include setting policies for the association (i.e. Tournament committee submits suggested rules & the board must approve them). Committees can not incur liabilities for the organization.

### ARTICLE X: REGISTRATION FEE REFUND POLICY

The league registration fee will not be refunded after league/tournament tryouts have been completed. The registration fee may be refunded, at the discretion of the board, prior to the date of league tryouts.

### ARTICLE XI: FISCAL YEAR

The fiscal year of the association shall begin on the first day of September and end on the last day of August each year. An independent audit will be performed at least at the end of each fiscal year.

### ARTICLE XII: AMENDMENTS TO BYLAWS

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These bylaws may be amended at any meeting of the board of directors provided that all members of the board have received, at least seven days prior to the meeting, a written copy of the proposed amendment(s).

ARTICLE XIII: TOURNAMENTS

- A. The board reserves the right to hold tournaments at their discretion.
- B. At the discretion of the board of directors, financial assistance may be available for EDM tournament teams which attend regional or national competitions in an amount up to and not to exceed \$750.00.
- C. Any fundraising held at East Des Moines Girls Softball Complex must be approved by the board.

These bylaws were adopted by action of the board of directors – January 2008.

PRESIDENT:  
Ken Custard

VICE PRESIDENT:  
Jim Riesterer

SECRETARY:  
Carmen Putzier