



Brazos Valley Girls Softball Association
Constitution
November 21, 2021

Article I: Name

This organization shall be known as the Brazos Valley Girls Softball Association, also referred to as "BVGSA".

Article II: Objective

Section 1: The objective of BVGSA shall be to provide an opportunity for youth girls in the Brazos Valley area to participate and play the game of recreational fastpitch softball. The focus will be for the girls to learn leadership skills, good sportsmanship and softball fundamentals enabling the girls to reach their full athletic potential. The goal of the BVGSA is for the girls to develop softball skills in coordination with developing friendships and sportsmanship in a positive environment.

Section 2: To achieve this objective, BVGSA will provide a supervised program under the rules and regulations of USA Softball. The Board of Directors shall bear in mind that the attainment of championships and winning is secondary to the development of leadership skills, good sportsmanship, individual softball skills, life responsibilities, strong moral character, and having fun.

Article III: Board of Directors

Section 1: The Board of Directors shall be any individual over the age of 18 and a resident of District 30 (unless representing a team outside of District 30). Any Board of Director can nominate an individual to serve on the board. The nomination will be presented to the full board for consideration. The Board of Directors will consist of the following officers:

Executive Committee: President, Vice President, Secretary and Treasurer

Board Coordinators: Division Coordinators, Equipment Coordinator, Field Duty Coordinator, Uniform Coordinator, Special Events Coordinator/Social Media Coordinator, Scheduling Coordinator, Sponsorship Coordinator and Umpire Coordinator.

Board Members: Voting Members and Members at large (non-voting)

The responsibilities of each officer may be consolidated, with a maximum number of twenty-one (21) comprising a bona-fide Board of Directors.



Section 2: Only Board of Directors have voting rights, including the president. The only time the president would not vote is if there is an even number of Board of Directors members in case of a tie.

Section 3: The Board of Directors shall, upon election, immediately begin the performance of their duties and shall continue in office until their successors have been elected.

Section 4: No Board Member may hold the position of President for a period longer than 10 years. To stay on the active board they must rotate to a different position on the board.

Exception: At the end of the president's term, if there is no one willing to step in and the current Board of Directors vote to keep the current President in their seat then the 10 term may be superseded. It will be voted on by the Board of Directors annually if the term passes the 10 year mark.

Section 5: The Board of Directors shall adopt rules and regulations of the conduct of its meeting, the resolution of complaints and the management of the BVGSA as it may deem proper. The Board of Directors shall have the power by $\frac{2}{3}$ votes of those present at any regular or special meeting to discipline, suspend or remove any person affiliated with BVGSA for just cause.

Section 6: The Board of Directors shall receive a report verified by the President, Vice President and Treasurer, showing the whole amount of real and personal property owned by the organization, where it is located, and where or how invested, the amount and nature of the property acquired during the year immediately preceding, the date of the report and the manner of the acquisition; the amount applied, appropriated or expended during the year immediately preceding such date, and the purpose, objects or persons to or for which such applications, appropriations or expenditures have been made.

Section 7: At any meeting of the Executive Committee a majority of said committee shall constitute a quorum for a transaction of business, and the act of a majority present at any meeting shall be the act of the committee. The Executive Committee may appoint a Rules Committee consisting of three (3) coordinators. The Committee shall recommend to the Board local rules for each age group in accordance with USA Softball guidelines.

Section 8: If a vacancy occurs or a need for expansion on the board occurs, the President may appoint a replacement or combine the duties with that of another board member. This must be approved by a majority vote of the remaining officers at a regular or special board meeting. An Executive Board position may only be filled by a current board member who has served a continuous year on the Board.



Section 9: New Board Members - must be voted in by a majority vote of the current board of directors. Prior to being voted in for voting rights, all respective new board members must complete one full season (Fall or Spring) as a non-voting member; attending meetings and fulfilling duties.

Article IV: Duties of Officers

Section 1: The President shall direct the organization's affairs and activities. The president shall preside over all meetings of the organization and will serve as a liaison with the city or appoint a single contact to serve as the liaison. The President shall be allowed to spend a maximum of \$300 without board approval for miscellaneous operating expenses.

Section 2: The Vice President shall perform the duties of the President in their absence, incapacity, or resignation. The Vice President shall also help coordinate advertising and public relations or appoint a board member to do so.

Section 3: The Secretary shall give notice of all regular and special meetings to the Board of Directors and keep permanent record of all such meetings and shall be custodian of all official records of the league. Meeting minutes shall be provided at the next regular meeting for adoption by the board.

Section 4: The treasurer shall be responsible for all financial matters of the organization; shall be responsible to keep the books, shall make a report on the financial conditions of the organization at each regular board meeting. The treasurer shall make a detailed financial report at the end of the fiscal year. The treasurer shall be responsible for communication with the financial institution regarding any changes or banking matters. The treasurer shall prepare an annual budget and provide quarterly financial reports to the board.

Section 5: Each Division Coordinator shall be in charge of their respective division activities and act as a liaison with their division and the organization, and division managers/coaches.

Section 6: The Equipment Coordinator shall be responsible for the purchase, dispersing, collection and inventory of all equipment within the organization. Major purchases (over \$300 for a single item or group of items) are to be approved by the Board of Directors. Any purchases less than \$300 the Equipment Coordinator must get approved by the Executive Committee. The Equipment Coordinator along with the Vice President may appoint an Inventory Control Committee which shall secure bids on needed equipment and make recommendations for their purchase to the Board. The Committee shall be chaired by the Equipment Coordinator and shall be responsible for the proper issuance of equipment and for repair, cleaning, and storage thereof at the close of the season.



Section 7: The Field Duty Coordinator shall oversee the schedule of the Board Members for field duty during each season. The field duty coordinator is responsible for making sure there is representation of BVGSA at all practices, games and events.

Section 8: The Special Events/Social Media Coordinator shall be responsible for ceremonies, pictures, trophies and other special activities. This includes overseeing opening/closing ceremonies, fundraisers and championship games. They are responsible for posting on all social media platforms and creating content and updates regarding the organization and seasons. The Special Events/Social Media Coordinator may also appoint another Board Member as the liaison for social media.

Section 9: The Registration Coordinator shall be responsible for coordinating all activities related to registration including distributing flyers to schools, maintaining registration supplies, maintaining registration database, providing division coordinators with rosters for evaluations and draft, and other duties as assigned. The Registration Coordinator shall also be responsible for maintaining the organization's website, including seasonal updates, team standings, sponsorships, and current events.

Section 10: The Sponsorship Coordinator shall be responsible for working with team sponsors and team coaches/managers to retain sponsorship for jersey's. The Sponsorship Coordinator shall be responsible for collection of sponsorship funds.

Section 11: The Scheduling Coordinator shall be responsible for setting practices and game schedules, coordinating rain-out scheduling, setting schedule for the season and end of season tournament. The Scheduling Coordinator shall also be responsible for working with the Umpire Coordinator for scheduling umpires and with the parks & recreation department of the city for field usage as well as making sure coaches/managers have their schedules in a timely manner.

Section 12: The Uniform Coordinator will be responsible for uniform orders, sizes, colors, sponsor's names and handing out uniforms.

Section 13: The Past President shall aid and/or advise the current President in any way.

Section 14: All Board of Directors and their duties shall be posted on the website for the organization as well as added as an addendum to this constitution.

Section 15: Limits of Authority. The President and one other Executive Committee officer may execute contracts regarding the operations of the BVGSA without Board approval subject to the following limitations. Board approval is required for any action requiring the expenditure of funds or subjecting the BVGSA to liability for an amount exceeding \$550.00 or a contract for greater than one (1) year. Further, the Treasurer and President of the board must be authorized signers on the bank account for BVGSA and may sign checks on behalf of the BVGSA, except that two signatures are required on any checks exceeding \$800.00.



Article V: Board of Directors Policies

Section 1: All matters pertaining to this constitution, policies, rules and by-laws of this organization shall be decided by a vote of the Board of Directors present at any regular and/or special meeting. No motion shall be carried out without the favorable vote from majority of the officers present at the fully constituted meeting.

Note: A vote may be taken via email or phone provided all Board of Directors are contacted. No motion will be carried out without a majority decision on the Board of Directors. The Secretary must be contacted and the motion relayed so that proper documentation of the vote is maintained.

Note: The Executive Committee can vote on any matters that are pertaining to enhancing the organization that does not reflect directly with the divisions within the organization.

Section 2: Regular and/or Special Meetings are to be called only by the President. Meetings may also be called by written request of at least three (3) Board of Directors to the President.

Section 3: Notice of all meetings shall be given at minimum of forty-eight (48) hours in advance thereof to all Board of Directors. Notice of the meeting is to be given via email, text, or calendar invite.

Section 4: Either the President or Vice President shall attend every meeting. A majority vote of those present shall govern.

Section 5: Meetings of the Board shall be held at such place or time as may be determined by the President. The presence of 50% or more of the officers shall be necessary to constitute a quorum.

Section 6: An officer's unexcused absence at three (3) consecutive meetings, assigned duty days, work or activity days, or a combination thereof will result in the loss of voting privileges at the next board meeting. Officers that do not perform their assigned duties in a reasonable amount of time, and/or do not actively participate in the basic operating functions of the organization may be asked to resign or be removed by $\frac{2}{3}$ vote of the Board of Directors.

Section 7: All officers of the board should always represent the interests of BVGSA when they are actively doing duties for BVGSA. Officers will be required to follow the same



code-of-conduct as coaches, parents and players. If a complaint is received regarding an officer, it will be presented to the Board of Directors in a special meeting without the officer of the complaint present. The Board of Directors at the special meeting will decide what direction to move regarding the complaint. The officer will be notified of the direction decided from the special meeting and will have a chance to meet with the Board of Directors to answer to the allegations before a final decision and/or vote is made.

Section 8: The Board of Directors by a $\frac{2}{3}$ vote of those present at a special meeting or regular meeting shall have authority to discipline, suspend or terminate an officer after the officer has had an opportunity to address the allegations.

Section 9: Termination of an active officer must be carried by $\frac{2}{3}$ vote at a regular and/or special meeting. Voting to discharge an officer from the organization must take place by secret ballot, counted by the Secretary and/or President at any board meeting. The President will notify the concerned officer of the voting outcome.

Article VI: Organization Policies

Section 1: BVGSA shall be not-for-profit, noncommercial, nonsectarian and nonpartisan.

Section 2: Notwithstanding any other provision of these articles, BVGSA shall not carry on any other activities not permitted to be carried on (1) by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code or (2) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 3: No compensation shall be paid to any Board of Directors for services as a member of the committee, except that by resolution of the committee, committee members may be reimbursed for expenses incurred on behalf of the corporation.

Section 4: No part of the net earnings of the organization shall inure to the benefit of, or be distributed to the board of directors, officers or other private citizens except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered.

Section 5: Board of Directors of the organization shall not be personally liable or responsible for the legal and financial obligations of the organization. Officers and directors should make it clear when they are conducting the organization's business that they are doing so on behalf of the organization.

Section 6: No fundraising efforts will be undertaken by the organization without the expressed approval of the Executive Committee. All fundraising activities shall be consistent with the expressed policies of the organization.



Section 7: The organization shall not - directly or indirectly - participate or intervene (in any way, including the publishing or distribution of statements) in any political campaign on behalf of, or in opposition to, any candidate for public offices.

Section 8: The fiscal year of the BVGSA shall begin on the first day of January and shall end on the last day of December each year.

Section 9: BVGSA shall strive to maintain 25% of annual operating funds in reserve funds located at a banking institution. This reserve shall be beyond the normal operating expenditures to insure solvency of this organization.

Section 10: The Board shall not permit the contribution of funds or property to individual teams.

Section 11: The name of the organization or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose that conflicts with the expressed purpose of the organization.

Section 12: Upon the dissolution of the this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more non-profit funds, foundations, or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Article VII: Affiliation

Section 1: The BVGSA shall conduct it's program in accordance with guidelines of USA Softball.

Section 2: The official playing rules and regulations published by USA Softball Inc., 2801 NE 50th Street, Oklahoma City, OK 73111, shall be binding on the BVGSA, except where superseded by the organization's by-laws and/or league playing rules.

Section 3: BVGSA By-Laws will be adopted by the BVGSA during a regular Board of Directors meeting to be held not less than 1 month prior to the first scheduled game for the season, but shall in no way conflict with the rules and regulations of USA Softball.

Article VIII : Amendments

Section 1: The Constitution or any section thereof may be amended or repealed by a majority vote of the Board of Directors at any regular constituted meeting.



BVGSA
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Article VIII : Dissolution

Section 1: Upon dissolution, the organization's remaining assets shall be distributed to one or more nonprofit organizations with similar purposes and in accordance with applicable law.