

BY-LAWS OF
YOUTH SOFTBALL ASSOCIATION
OF CORAL SPRINGS, INC.

(Revised April 2019)

Article One-Organization

The name of this organization shall be **YOUTH SOFTBALL ASSOCIATION OF CORAL SPRINGS, INC.**

The organization may at its pleasure by two-thirds (2/3) vote of this membership change its name.

Article Two-Purposes

The following are the purposes for which the organization has been organized:

- 1) To encourage the interest of children in softball by the establishment of recreational and traveling youth softball.
- 2) To aid in the development of the physical and mental well-being of the children of the community
- 3) To provide supervised activities and encourage participation in programs designed to teach good sportsmanship and to encourage physical fitness by means of an organized team sport.
- 4) Establish a learning environment for all players and provide qualified adult coaching, leadership, and supervision.
- 5) To raise money through registration fees, sponsor fees, raffle ticket sales, concession stand sales and other activities which are necessary to organize the said programs, purchase the necessary equipment and in general to achieve the purpose of this cooperation.
- 6) To acquire by gift, lease, purchase, or otherwise, personal, real or mixed property for the use and purposes of this corporation, and, to sell, lease or dispose of the same at the pleasure of the cooperation and for the uses and purposes for which this said corporation is formed.
- 7) To make and perform contracts, to do and perform contracts, to do and perform any other acts, and to engage in any activity or business which is now or may hereafter be permitted under the laws of the United States and of the State of Florida and, generally, to do and perform any and all things necessary or incident the performing and carrying out of the powers hereinabove specifically delegated or implied.

The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law. There shall be no salaries paid to the officers, league officials, managers, Board of Directors, coaches, or any other volunteer for the performance of their duties.

Article Three-Membership

Membership in this organization shall be open to any person who is a game official, manager or coach of a team, or a parent or guardian of a child participating in the programs. Board members as of August 2018 are exempted from this rule.

There shall be only one class of membership and each member will have one vote.

Other than a registration fee and raffle tickets which are paid by each person participating in the programs, there shall be no dues or other assessments. The amount of the registration fee and the cost of the raffle rickets shall be determined each season by the Board of Directors.

Article Four-Meetings

The Annual General Meetings of the membership of this organization shall be held in the month of November each and every year. The new board will take over on December 1. A notice of at least seven (7) calendar days shall be given to all members by means of an advertisement in local newspaper or listed on the www.coralsspringssoftball.com website or via email. Such notice shall state the reasons for the meeting. The President, or in his/her absence the Vice-President-Recreation, must be present at all meetings and shall act as Chairperson. Those members present shall constitute a quorum.

The Board of Directors shall meet at the pleasure of the President at a time and place suitable to the majority of the Board (normally first Sunday each month). The presence of over fifty (50) percent of the Board of Directors shall constitute a quorum and shall be necessary to conduct the business of this organization.

Special meetings of this organization may be called by the President when he/she deems it for the best interests of the organization. A notice of at least seven (7) calendar days shall be given to all members by means of email. Such notice shall state the reasons for the meetings and by whom called.

In addition, at the request of the majority fifty (50) percent of the Board of Directors or twenty (20) members of the organization, the President is required to call a special meeting of this organization. The request must be in writing and filed with the Secretary of the Board at least fourteen (14) calendar days prior to the requested special meeting date. A notice of at least seven (7) calendar days shall be given to all members by means of an advertisement in a local newspaper or listed on the www.coralsspringssoftball.com website or via email. Such notice shall state the reasons for the meeting and by whom called.

All meetings will be conducted in accordance with Roberts Rules of Order, except where modified in these By-Laws.

Article Five-Voting

At all meetings, **except for the election of officers and directors**, all votes shall normally be cast by voice vote. At the request of two-thirds (2/3) of the members present, voting can be undertaken by means of a close ballot. The Board of Directors may also vote via email, voice vote, or by text message when it is not practical to hold a meeting or in the interest of time sensitive matters. The secretary of the Board will retain copies of the emails and include in the meeting minutes. In all cases, it is only necessary to get a majority of the board to vote.

Ballots shall be provided to all members in good standing with the organization and there shall not appear any mark or marking on such ballot that might tend to indicate the person who cast such ballot. Each member shall have one vote at any annual or special meeting and such votes must be cast in person. Absentee ballots will not be accepted to elect directors. Write in names on the ballot will also not be accepted.

The results of all voting shall be tabulated by the Chairperson of the meeting. Whenever a vote is held by closed ballot, immediately prior to the commencement of the balloting, the Chairperson shall appoint an “Inspector of Elections” who will, at the conclusion of such balloting certify the results of the voting which was computed by the Chairperson. The “Inspector of Elections” shall not be a candidate for office or shall not have a personal interest in the question being voted on.

Article Six-Order of Business

Following is an outline of the normal order of business for most general meetings of the organization. Not all these items will necessarily be covered at every meeting:

- 1) Welcome by Chairperson
- 2) Reading of the minutes of the last meeting
- 3) Treasurer’s report
- 4) Reports of committees
- 5) Reports of officers
- 6) Old business
- 7) New Business
- 8) Open discussion
- 9) Adjournment

Article Seven-Board of Directors

The business of this organization shall be managed by a Board of Directors consisting of a maximum of ten (10) members. The officers of the organization shall be members of the Board of Directors.

The Board of directors for the ensuing year shall be elected at the Annual General Meeting of the membership and they shall serve for a term of one (1) year.

The Board of Directors shall have control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it is convened by its Chairperson after due notice to all directors of such meeting. A quorum shall be over fifty (50) percent of the Board of Directors present in person. Each director except the President shall have one vote. The President of the organization, by virtue of his/her office shall be the Chairperson of the Board of Directors and shall not vote on any motion put forward except to break a tie vote on any motion. The decisions of the Board of Directors in all organizational matters shall be final.

General Duties of the Board of Directors:

1. Maintain an itemized, written account of all expenditures, quantities ordered, qualities used, and purchased prices.
2. Attend all regularly scheduled board meetings.
3. Participate in closing and opening day activities for both Fall and Spring recreation seasons.
4. Participate in registration and try-outs

A director of the organization who is present at a meeting of the Board of the Directors at which action or any corporate matter is taken will be presumed to have assented to the action taken unless he votes against such action or abstains from voting in respect thereto because of an asserted conflict of interest.

The Board of Directors may make such rules and regulations covering its meetings as it may, in its discretion, determine to be necessary.

Vacancies on the Board of Directors shall be filled by a simple majority of votes of the remaining members of the Board of Directors for the balance of the term of office.

In general, the Board of Directors shall not use their position to the detriment of the organization or to their own benefit or personal gain. Violation of this can subject to be removed from office.

The Board of Directors may remove a director upon charges made to the board by a voting member. A director may be represented by counsel at any removal hearing. The Board of Directors may adopt such rules as it may, as its discretion, consider necessary for the best good cause to remove said director from the Board then its determination shall be in writing stating with specificity the basis for the determination.

Any member of the Board of Directors who resigns for reasons other than forced removal will be prohibited from running for re-election to the board of directors for period of one (1) year from the date of resignation. A board member who elects to take a temporary leave of absence for valid personal reasons will have the option of running for the Board of Directors at the next Annual General Meeting of the membership.

Any member forced to be removed from the Board will be prohibited from running for reelection for a minimum period of two (2) years from the date of removal. The Board will have discretion to alter these minimum time periods based on circumstances in each case. However, any deviations from these minimum guidelines must be approved by seventy-five (75) percent of the Board members present and voting at the meeting.

Election to the Board of Directors of more than one member of a family unit will not be permitted (i.e. two spouses cannot both be elected to the Board at the same time). A maximum of 10% of the board may be non-Coral Springs residents as per the City Sports Policy. Coral Springs residents may not use a business address.

A maximum of two (2) members from any travel team can be elected to the Board of Directors.

Article Eight-Officers

The officers of this organization, also known as the "Executive Board", shall be as follows: President, Vice President-Recreation, Vice President-Travel, Treasurer and Secretary. The Executive Board has the power to act for this organization when called into session between regular Board meetings.

Their duties shall be as follows:

- 1) **President**- the President shall preside at all membership meetings and is the Chairperson of the Board of Directors. The President shall present at each Annual General Meeting of the membership an annual report of the work of the organization. He/she shall appoint all committees, temporary or permanent. He/she shall see that all books, reports and certificates, as required by law are properly kept or filed. He/she shall be one of the officers who may sign checks for the organization. He/she shall have such powers as may reasonably be constructed as belonging to the chief executive of any organization. The President will be the main contact with the City of Coral Springs and other local youth sports organizations. Schedules and obtains field permits.
- 2) **Vice President – Recreation** – The Vice President-Recreation shall, in the event of the absence or inability of the President to exercise his/her office, become acting President of the Organization with all rights, privileges and powers as if he/she had been duly elected President. He/she shall be in charge of the registration of the recreational program, which includes the registration of players as well as the application of potential recreation coaches. He/she shall be responsible for the smooth operation of the recreational league. He/she shall be one of the officers who may sign the checks of the organization. The Vice President-

Recreation will be responsible for handing out all first aid kits and have ice packs made and available. Will be responsible for filling out accident report forms.

- 3) **Vice President – Travel** – This position is in charge of the applications for potential travel coaches. In addition, he/she shall be the primary liaison between the travel teams and the Board of Directors. This person shall be one of the officers who may sign checks of the organization.
- 4) **Secretary** - The Secretary shall keep the minutes and records of the organization. This shall include such minutes from all meetings of the Board of Directors and of the Annual Membership Meeting of the organization. He/she shall file any certificates required by the state, federal, state or city. He/she shall serve all notices to members of the organization and shall be the official custodian of the records and the seal of the organization. He/she shall attend to all correspondence of the organization and shall have all duties incident to the office of Secretary. The Secretary shall maintain a confidential file of umpire, coach, and director evaluations and/or complaints. He/she shall be one of the officers who may sign checks of the organization.
- 5) **Treasurer** – The Treasurer is the chief financial officer and shall have the care and custody of all monies belonging to the organization and shall oversee all receipts and expenses made by the organization. The Treasurer is responsible to maintain the financial books and records of the organization. He/she shall be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. He/she shall exercise all duties incident to the office of Treasurer. He/she shall deliver at the annual meeting of the membership a report regarding the finances of the organization for the preceding year. He/she will keep a report or list of all sponsors and donations. The treasurer must obtain more than one estimate for any organization expenditure over \$500 and prepare the federal tax return.
- 6) **Safety Officer** -
- 7) **Equipment** -
- 8) **Sponsorship** -
- 9) **Concession** -
- 10) **Website** –

Officers are elected annually during the Annual General Meeting of this organization. All officers are elected by the Board of Directors by means of a closed, written ballot. In order to be elected to an officer position, each candidate must receive a simple majority of all votes cast. In the event more than one person is running for the for the same position, if a simple majority is not attained on the first vote, a second vote will be taken to select between the two candidates receiving the highest number of votes during the first vote. All members of the Board of are permitted to participate in this election (including the President).

Article Nine – Amendments

Proposed amendments, alterations or rescissions to the Articles of Incorporation or By-Laws shall be submitted, by any member in good standing, in writing to the Board of Directors. The Board of Directors shall have the right to simplify, clarify or otherwise correct the language of any proposed amendment, alteration or recession if the intent sand purpose remains unchanged.

The Articles of Incorporation of By-Laws may be amended, altered or rescinded by an affirmative vote of no less than two-thirds (2/3) of the members present at the Annual General Meeting of the membership of the organization or at a special meeting called for this purpose.

Article Ten – Impeachments, Resignations and Expulsions

Any Officers or directors or other member may resign from their position with the organization upon either their own initiative or upon written requests from the Board of Directors.

Any officer or director or member may be removed from office or expelled from the membership by a seventy-five (75) percent vote of all members of the Board of Directors (present either in person or by a properly written and executed proxy) at either a regular or special meeting held for the express purpose of removing and/or expelling any officer, director or member of the organization. This removal can be undertaken for conduct either unbecoming or prejudicial to the stated aims and purposes of the organization.

A member of the Board of Directors may also be impeached for failing to attend three (3) consecutive meetings of the Board of Directors.

A member of the Board of Directors for the purpose of removing and/or expelling a director, officer or member, or the removal of an individual from office must be mailed, by certified mail, to all Directors and to the party or parties involved not less than seven (7) days prior to the date set for sail meeting.

Any officer and/or director who is impeached, who may resign, or becomes unable by an individual elected by a simple majority vote of the Board of Directors.

If the President is impeached, resigns, or becomes unable to perform his/her duties on a permanent basis, then the right of interim succession herein set forth shall apply, with the Vice President re- Recreation assuming the office of President. The Board of Directors shall then replace the office of Vice President- Recreation as stated above.

The following shall be the order of succession in the event an officer or officers are impeached, resign or become unable to perform his/her duties.

- 1) President
- 2) Vice President – Recreation
- 3) Vice President - Travel
- 4) Treasurer
- 5) Secretary

Article Eleven – Nomination and Election of Directors

Nominations for the Board of Directors will be as follows:

- 1) Upon notice of the Annual General Meeting of the membership, the membership shall be notified of the opportunity to be nominated for a position on the Board of Directors.
- 2) Each candidate must have five (5) members of the organization sign a nomination petition and must deliver it to the Secretary by hand, email, or by mail no later than seven (7) calendar days before the meeting date.
- 3) Each nominee must be a “member in good standing” (defined below) of the organization and must have agreed to accept the responsibility for which he/she has been nominated. The determination of the propriety of the petitions by the Secretary shall be final.
- 4) The Candidates shall be included on the final written ballot in alphabetical order.

During the election of Board members, all members present at the election meeting will be given a ballot containing the names of all prospective Board Members under consideration. Each member will have the opportunity to cast votes for up to twelve (12) different candidates. In order to be elected to the Board, each candidate must receive total votes equaling the greatest of six (6) votes or twenty-five (25) percent of the votes available to be cast (for example, if 40 members voted, each candidate must receive 10 votes).

An individual is considered to be a “member in good standing” if such person has exhibited behavior which is consistent with supporting the stated “Purposes” of this organization (Article Two). Examples of actions which would potentially disqualify a person from being a “member of good standing” are as follows:

- 1) The individual will appear before the Board of Directors either at one of its regular meetings or a special meeting expressly for the purpose of dealing with such individual.
- 2) If a meeting results in the Board determining that an individual should lose his/her “member in good standing” status, then its determination shall be in writing stating with specificity the basis for the determination and the consequences associated with losing such status.
- 3) The individual may lose his/her “member in good standing” status when a simple majority of the Board members are in favor of such actions as a result of a Board vote.

Article Twelve: Disciplinary Actions

Any complaint brought by a Board member, a coach, the parent or guardian of a player, or a player, shall be submitted to the Board of Directors for review.

All complaints shall be reviewed by the Board of Directors, to determine if the complaint is valid or if said complaint needs further review or investigation.

If it is determined by the Board of Directors, that the complaint requires further review, the President shall appoint a committee to investigate the complaint. This committee shall consist of at least three members of the Board, including the Vice President – Recreation and Vice President _ Travel unless one of these Board members is an involved party in the complaint. An

involved party is defined as the person bringing the complaint, the subject of the complaint or a witness involved in the action causing the complaint.

If a complaint involves verbal abuse of a player, aren’t, coach, empire, Board member, or other individual, and it is determined that the complaint is valid, the Board may suspend the subject of the complaint for two (2) to three (3) or more games or remove that individual from the organization.

If a complaint involves the parent of a player, involving either verbal or physical abuse, and it is determined that the complaint is valid, the Board may suspend the subject of the complaint from attending one (1) or more games or forbid the subject of the complaint from attending any game or other function of the YSACS.

Appeals may be taken to the President of the Board. The Board will schedule an Executive Board meeting within three (3) days. The Executive Board meeting must occur no later than ten (10) calendar days after receipt of the appeal notice. A quorum must be present to hear the appeal and two-thirds (2/#) vote of the members present is required to revise the decision appealed.

Pending any appear, a suspected party shall not be entitled to hold the position from which they were suspended or to participate in YSACS activity’s other than a spectator.

Article Thirteen: YSACS Property

All organization property, including moneys collected, shall be turned in to the YSACS Treasurer or other responsible officer, and equipment or other property belonging to the organization, shall be turned in to the Equipment Manager or other designated officer within five (5) days following the end of any season.

The end of the season shall be determined by the last game played, or the final all-star game played in any season.

If said money and/or equipment or other property is not properly turned in to the organization, a letter demanding same shall be sent to the person holding said money and/or equipment or other property demanding it be properly turned in within ten (10) calendar days.

If said Money, equipment and/or other property is not turned in by the end of this ten (10) day period, the organization reserves the right to pursue legal action to regain control of its' assets.