

RPGSA Bylaws

**ROHNERT PARK GIRLS SOFTBALL ASSOCIATION  
Bylaws**

<b>Article I:</b>	Name and Location
<b>Article II:</b>	Purpose and Objective
<b>Article III:</b>	Membership
<b>Article IV:</b>	Board of Directors
<b>Article V:</b>	Disciplinary Action
<b>Article VI:</b>	Meetings
<b>Article VII:</b>	Finances
<b>Article VIII:</b>	Committees
<b>Article IX:</b>	Amendments
<b>Article X:</b>	Dissolution

---

**Article I: Name**

Section 1: Name

This organization shall be known as the Rohnert Park Girls Softball Association (RPGSA), hereafter referred to as the League located in Rohnert Park, CA 94928.

**Article II: Purpose and Objective**

Section 1: Mission Statement, Purpose and Affiliations

**MISSION:** It is the mission and commitment of Rohnert Park Girls' Softball Association (RPGSA) to educate, encourage and support girls and young women of the community in providing an enriching, fast-pitch softball program, while building a foundation for their future success.

**PURPOSE:** The purpose of the Rohnert Park Girls Softball Association (RPGSA) is to provide girls and young women with an athletic program that: Aids in the development of softball skills and allows participants to gain an appreciation for and knowledge of the game;

**AFFILIATIONS:** ASA (The Amateur Softball Association) is the national parent organization of the RPGSA and will be the source of the game rules unless otherwise stipulated under LEAGUE PLAY, of these bylaws

# RPGSA Bylaws

## **Article III: Membership**

### Section 1: League Membership

All girls meeting the eligibility requirements of age and residence set forth in the Standard Operating Procedures (SOP's), or any participating adults or parents of League players shall be eligible for Membership.

## **Article IV: Board of Directors**

### Section 1: Election of Board Members

The election of Officers shall take place annually at the September Board Meeting. The nominations of Officers will be made at least thirty (30) days prior to election at the August Board Meeting. No proxies will be accepted.

### Section 2: Board Members

The positions of office shall include: President, Vice-President, Secretary, Treasurer, Field Director, Equipment Manager, Player Agent, Fundraising Director, Concessions Director, Apparel Director, Division Directors (T-ball/Midgets, Rookies/Minors and Coaches Coordinator/Majors), Umpire Coordinator, Travel Ball Director, and Events Coordinator.

### Section 3: Executive Committee

Five current Board Members serve as the members of the Executive Committee. They are the President, Vice-President, Secretary, Treasurer, and Player Agent. Except for the power to amend the bylaws, the executive Committee shall have all the powers and authority of the Board of Directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board.

### Section 4: Term

The term of office shall be one (1) year. The term will begin on October 1st. There is no limit to the number of years a board member may serve if re-elected.

### Section 5: Vacancies

If an officer of the Board is absent from 3 (three) Board meetings during the year without explanation, the Executive Board will review the position and make a recommendation to the Board whether the officer has left his/her position vacant. Vacancies occurring in elected offices before the expiration of that term shall be appointed by the President with the approval of a two-thirds vote of the remaining Board.

## RPGSA Bylaws

### Section 6: Indemnification

(a) Right of Indemnity. To the full extent by law, this league shall indemnify its Board Members and other persons described in Section 5238(a) of the California Corporation Code, including persons formerly occupying such position, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any "proceeding", as that term is used in such Section and including an action by or in the right of the league, by reason of the fact that such person is or was a person described by such Section and including an action by or in the right of the league, by reason of the fact that such person is or was a person described by such. "Expenses" as used in this Bylaw, shall have the same meaning as in Section 5238(a) of the California Corporation Code.

(b) Approval of Indemnity. Upon written request to the Board by any person seeking indemnification under Section 5238(b) or Section 5238(c) of the California Corporation Code, the Board shall promptly determine in accordance with Section 5238(e) of the Code whether the applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met, and, if so, the Board shall authorize indemnification. If the Board cannot authorize indemnification because the number of Board Members who are parties to the proceeding with respect to which indemnification is sought is such as to prevent the formation of a quorum of Board Members who are not parties to such proceeding, the Board or the attorney or other person rendering services in connection with the defense shall apply to the court in which such proceeding is or was pending to determine whether the applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met.

(c) Advancement of Expenses. To the full extent permitted by law and except as is otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under these Bylaws in defending any proceeding covered by these Bylaws shall be advanced by the league prior to the final disposition of the proceeding upon receipt by the Club of an undertaking by or on behalf of such person that the advance will be repaid unless it is ultimately determined that such person is entitled to be indemnified by the league therefore.

### Section 7: Board

The Board of Directors shall consist of the afore-mentioned Board Members. The duties of the Board Members shall include, but are not limited to, the following:

#### **President**

1. Shall have served at least one year on the Board of Directors.
2. Is the Chairperson of the Board of Directors and presides over all meetings of the League.
3. Shall observe that all rules, policies and principles of the League are obeyed.
4. May authorize expenditures up to \$200.00 per action without Board approval and will notify the Treasurer and provide necessary receipt(s).
5. Will promote the mission of the League.
6. Shall coordinate league communications through the league web site, advertising and publicity.
7. Shall remain available as an advisor to the Board for one year after completing term(s) in

## RPGSA Bylaws

office. This is a non-voting role.

8. The President along with the Field Director acts as the Park and Recreation liaison representing the league at all pertinent Park and Rec. meetings.
9. Serves as a member along with the Vice President of the Inter-League Board.
10. Serves as a member of the Executive Committee.

### **Vice President**

1. Presides in the absence of the President.
2. Serves as a member of the Executive Committee.
3. Chairs the Bylaws Committee.
4. Will handle all practice and game scheduling for the season including playoffs.
5. Will be responsible for reserving all fields for the season and coordinating insurance certificates.
6. Responsible for all distribution, tracking and collection of all league keys.
7. Serves as a member along with the President of the Inter-League Board.

### **Secretary**

1. Shall maintain permanent minutes and records of business transacted at each Board Meeting and transmit a copy to the Board Members prior to the next Board Meeting.
2. Shall maintain a running history of the League.
3. Serves as a member of the Executive Committee.
4. Shall provide a list of accomplishments for the year to be reviewed by the board and documented in the league history.
5. Chair for the historical and documentation committee.
6. Responsible for keeping the recreation and Rebel websites updated and responding to inquires received on the sites.
7. Responsible for posting information from the board, league information, league schedules, sponsor information and important dates.

### **Treasurer**

1. Is responsible for all monies which include supplying the snack shack the appropriate funds as needed.
2. Shall receive and distribute all funds of the League as authorized by the Board.
3. Shall maintain a running history of the League's financial records.
4. Shall distribute a financial report at all Board meetings.
5. Shall maintain a budget for all League expenses.
6. Is responsible for all IRS and state tax duties and liability insurance (filing and fees).
7. Serves as a member of the Executive Committee.
8. Chair for the Finance Committee.
9. Maintains league accounts and signature cards.

### **Player Agent**

1. Shall be responsible for activities concerning the registration process.
2. Shall maintain a running history of Player Agent activities for the League and provide reports to the Secretary.
3. Shall create a proposal for registration related expenses.
4. Responsible for setting dates, times and places for registration player draft.

## RPGSA Bylaws

5. Shall compile submitted applications for selection of coaches and managers.
6. Shall conduct the player draft with assistance from each Division Director.
7. Serves as a member of the Executive Committee.
8. Responsible for late registration and players on waiting list.
9. Shall prepare and produce registration forms and communication for registration.
10. Shall coordinate all team/player changes.
11. Shall enter all data from registration form and coaches applications into program used for the League.
12. Shall be responsible for tracking registration payments.
13. Will be responsible for confirming player age eligibility.
14. Will verify that ACE certifications are up to date for all required Managers and Coaches.
15. Will chair the Registration Committee.

### **Field Coordinator**

1. Assists Vice President to obtain required use permits for fields utilized by the League and provide insurance certificates to all schools and/or city containing those fields (if required).
2. Shall develop a plan for field improvement and maintenance.
3. Shall organize and schedule field day(s)/work day(s) for improvements (if required). Shall notify division representatives with information to be provided to coaches and managers.
4. Shall oversee the condition and preparation of the fields.
5. Shall create a proposal for related expenses.
6. Shall be in charge of all field equipment and ensuring all field equipment is in good condition and working order before the season begins and maintains throughout the season.
7. Will coordinate the installation and removal of the sponsor and league banners.
8. Will assess the playability of fields and report any closures to the league.
9. Will chair the field committee.

### **Equipment Manager**

1. Shall maintain equipment storage facility.
2. Shall be in charge of all player equipment and ensuring all player equipment is in good condition and working order before the season begins.
3. Shall create a budget for related expenses.
4. Shall purchase necessary equipment with Board approval.
5. Shall disburse and collect equipment from team coaches.
6. Shall maintain an inventory of each team's and league equipment.
7. Shall maintain AED's.
8. Shall present final inventory at the end of each season.

### **Sponsor/Fundraising Director**

1. Is responsible for obtaining sponsors for all teams.
2. Shall work with Director of Apparel for teams' names, sponsors, and team colors.
3. Shall seek prize donations from area merchants.
4. Assist with Picture Day and related activities, picture forms and picture/sponsor plaque distribution.
5. Shall prepare and send thank you letters to all League sponsors.
6. Shall obtain, research, and present fundraising opportunities to the Board for consideration and vote.
7. Shall assist Opening Day Committee.
8. Is responsible for the collection, recording, and transfer of fundraising monies to the

## RPGSA Bylaws

Treasurer.

9. Shall create a budget for related expenses.

### **Events Coordinator**

1. Shall Chair Opening and Closing Day Committee.
2. Coordinate Volunteers as needed including but not limited to:
  - a. Opening Day
  - b. Closing Day
  - c. Registration
  - d. League Fundraising Activities
  - E. Picture Day
  - F. Rebel Classic
3. Coordinate Picture Day
4. Shall select and purchase league trophies and awards.
5. Coordinate other special league events as necessary.

### **Concessions Director**

1. Is responsible for the coordination and operations of the League snack bar.
2. Shall schedule snack bar volunteers from each team.
3. Is responsible for maintaining product inventory and purchase/sale records and report to Treasurer.
4. Shall create a budget for related expenses.

### **Apparel Director**

1. Will arrange for the purchase and distribution of all league uniforms.
2. Will have uniforms ready for all players before each season begins.
3. Will arrange for the sale of league merchandise as approved by the Board.
4. Is responsible for maintaining product inventory and purchase/sale records.
5. Shall create a budget for related expenses.

### **Coaches Coordinator (Will also serve as Majors Division Director)**

1. Should have previous experience as a manager or coach.
2. Shall be responsible for managing relations within their respective divisions.
3. Shall assist the Player Agent in the recruitment, selection, and development of managers and coaches.
4. Shall be the Division's representative to the Board.
5. Shall work with their respective division in distributing/disseminating information to the managers and coaches.
6. Shall instruct managers and coaches of League rules and By-laws.
7. Shall assist new managers and coaches when requested or required.
8. Shall assist the Player Agent in team selections or draft.
9. Shall assist the Player Agent in all team/player changes.
10. Shall ensure all Coaches are ACE certified and provide proof of certification to the Player Agent.
11. Assist concession director when needed.
12. Coordinates Coaches Clinic.
13. Coordinates Rec League Tryouts.
14. Assist with travel ball tryouts.
15. Assist other division directors if necessary.

## RPGSA Bylaws

16. Assist in the selection of Nicole Mattson Award.

### **T-Ball and Midgets Division Director**

1. Should have previous experience as a manager or coach.
2. Shall be responsible for managing relations within their respective divisions.
3. Shall assist the Player Agent in the recruitment, selection, and development of managers and coaches.
4. Shall be the Division's representative to the Board.
5. Shall work with their respective division in distributing/disseminating information to the managers and coaches.
6. Shall instruct managers and coaches of League rules and By-laws.
7. Shall assist new managers and coaches when requested or required.
8. Shall assist the Player Agent in team selections or draft.
9. Shall assist the Player Agent in all team/player changes.
10. Shall ensure all Coaches are ACE certified and provide proof of certification to the Player Agent.
11. Assist concession director when needed.

### **Rookies and Minors Division Director**

1. Should have previous experience as a manager or coach.
2. Shall be responsible for managing relations within their respective divisions.
3. Shall assist the Player Agent in the recruitment, selection, and development of managers and coaches.
4. Shall be the Division's representative to the Board.
5. Shall work with their respective division in distributing/disseminating information to the managers and coaches.
6. Shall instruct managers and coaches of League rules and By-laws.
7. Shall assist new managers and coaches when requested or required.
8. Shall assist the Player Agent in team selections or draft.
9. Shall assist the Player Agent in all team/player changes.
10. Shall ensure all Coaches are ACE certified and provide proof of certification to the Player Agent.
11. Assist concession director when needed.

### **Umpire Coordinator**

1. Shall have experience in the role of an Umpire (current or in the past).
2. Shall serve as primary contact for all umpires.
3. Shall conduct meetings/clinics for umpires, coaches and managers for information and rule interpretation.
4. Shall be responsible for the skills and knowledge of the umpires.
5. Shall be responsible for scheduling Umpires for all games.
6. Ensure all Umpires are certified and insured.
7. Shall receive official protests from team managers for presentation to the Executive Board, if necessary.
8. Shall create a budget for related expenses.

### **Travel Ball Director**

## RPGSA Bylaws

1. Shall set dates, times and places for tryouts and promote as necessary.
2. Coordinate tryouts.
3. Shall select Rebel coaches and present to the board for approval.
4. Shall be responsible for overseeing player evaluations including tryouts, player assessment and team assignment.
5. Shall assist Player Agent when registering teams with ASA and ASA NorCal.
6. Shall register and organize tournaments.
7. Shall coordinate with Apparel Director to disseminate uniforms.
8. Shall coordinate with Equipment Director to disseminate equipment.
9. Facilitate coaches and parent meeting and receive participation fees.
10. Shall forward all fees to Treasurer.
11. Shall create a budget for related expenses.

### **Article V: Grievances and Disciplinary Action**

#### **Grievances:**

Any issue unable to be resolved by the Division Director must be submitted in writing to the Executive Board. If the issue involves a member of the Executive Board, the Executive Board member will be recused and the remaining Executive Board will vote on the issue. In the event the Executive Board is unable to resolve the grievance, the issue will then be brought and voted on by the Board of Directors. A meeting will be scheduled to address the issue within 14 days of receipt of the grievance. Only the Executive Board and the involved parties will attend the meeting. The decision of the Executive Board and/or Board of Directors is final.

#### **Discipline and/or Removal of Directors or League Members:**

A Board Member (Director) or League Member may be removed by two-thirds vote of the current Board. Request for removal of Board member(s) or League Members should be in the form of a written submission to the Executive Board. Individuals listed in the letter will have their opportunity to state their case before the Executive Board in this meeting. The Executive Board will then take their recommendation to the Board of Directors in which a secret ballot vote for the removal of said Board Member or League Member. Proxy votes will not be accepted for the purposes of this section. All officers and league members are subject to dismissal for any reason of misconduct or for any act that would discredit the League. Any coach, manager, or member of the Board at the Executive Board's discretion can be immediately suspended at a special closed session by the Executive Board and then taken forward to the full Board with the Executive Board's recommendation for action. Resignations will be by written notice to the League and must be accepted by the President.

### **Article VI: Meetings**

#### **Section 1: Annual Meeting**

The first meeting of the League year will be held in September in preparation for the



## RPGSA Bylaws

upcoming season. If any positions are not filled by election, the President may fill these positions by appointment with the approval of the elected Board Members.

### Section 2: Notice of Meeting - Board Members and the Public

Location and time of our Board meetings will be placed on the League website a minimum of 5 days prior to the meeting.

### Section 3: Special Meetings

The Executive Committee or President may call special meetings at their discretion.

### Section 4: Transaction of Business

Meetings of the Board of Directors shall be held as required for the transaction of business following proper notification (as stated in Article 6 Sec 2). A quorum is required in order to conduct league business. Any matters not specifically addressed in these bylaws will follow the guidelines set forth in Roberts Rules of Order.

# RPGSA Bylaws

## **Article VII: Finances**

### Section 1: Registration and Sponsor Fees

Registration and sponsor fees will be determined in a meeting by the Board before each season's registration. The fees shall be initiated to defray the operating expenses of the League.

### Section 2: Equality

The Board of Directors shall decide all matters pertaining to the finances. No individual team shall have an advantage over any other team in regards to league expenditures.

### Section 3: Authorization

All moneys shall be deposited to the credit of the League and all monies disbursed by check within 14 days of the time of the receipt. Two authorized members of the Board shall sign all checks when feasible. In the event that a check is signed with one signature, the approved signers will be notified. Approved signers, including the Treasurer, Secretary, President or Vice President may provide a single signature if securing additional signatures is not feasible or creates a hardship.

### Section 4: Report

A financial report shall be presented at regularly scheduled board meeting and can be made available to the public within five (5) days upon receipt of written request.

### Section 5: Audit

The Treasurer's books shall be audited annually by a board designee.

## **Article VIII: Committees**

### Section 1: Appointment of Committees

Committees shall be appointed by the Executive Board as required, to conduct business of the League.

## **Article IX: Amendments**

### Section 1: Amendments

These Bylaws shall be adopted and/or amended by a majority vote of the Board of Directors at any regular or special meeting. These Bylaws shall be adopted and/or amended by a majority vote of the Board of Directors after 30 days review at a regularly scheduled board meeting. A complete history of the amendments to the Bylaws shall be recorded in the files of the League and be maintained by the Secretary.

## RPGSA Bylaws

### **Article X: Dissolution**

Upon dissolution of the RPGSA and after all debts and claims have been satisfied, the Board of Directors shall direct the remaining assets of the RPGSA to another Federal incorporated entity which maintains the same objectives as set forth herein, which are or may be entitled to exemption under section 501c (3) of the Internal Revenue Code or any future corresponding provision.