

**Bylaws of
North Tampa Bay Senior Softball, INC.**

Article I. Name of Organization

The name of the Organization is North Tampa Bay Senior Softball, INC. (NTBSS).

Article II. Organization Purpose

Section 1. Nonprofit Purpose.

This corporation is an amateur sports club that qualifies as an exempt organization under section 501(c)(7) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2. Specific Purpose

NTBSS is a nonprofit Organization with the purpose of providing adults sixty (60) years of age and older the opportunity to play softball in a safe, fun filled, and respectful environment. Although there will be competition between teams, maintaining a safe and rewarding experience is paramount.

Section 3. Goal

The Organization goal is to preserve members mind and body through fitness and fun, enjoying the company of others and demonstrating it by:

1. Always speaking with respect to a player, opponent, official or teammate;
2. Shaking his or her hand always in sportsmanship and cooperation;
3. Controlling emotions and not raising voices to an opponent, official or teammate; and
4. Being known for our play and sportsmanship only.

Article III. Membership

Section 1. Eligibility for Membership

Application for membership shall be open to anyone that supports the purpose statement in Article II, Section 2 and 3. Membership is granted after completion and approval of a membership application, player contract, release of liability and dues.

Section 2. Annual Dues

Dues will be set annually by a majority vote of the Board of Commissioners. Continued membership is contingent upon being up-to-date on membership dues. Dues shall be used solely to support the approved budget for league expenses.

Section 3. Rights of Members

1. Members may nominate candidates for the Board and may be elected to serve on the Board of Commissioners. Members may vote in the annual election for the Board of Commissioners.
2. Members are encouraged to discuss grievances or make suggestions for league improvement with their manager, committee member, or Commissioner as the member deems appropriate.

Section 4. Resignation and Termination

Any member may resign by filing a written resignation with the secretary. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. A member can have their membership terminated by a majority vote of the Board of Commissioners.

Article IV. Meetings of Members

Section 1. Regular Meetings

The Board of Commissioners shall meet quarterly or more frequently as called by the Head Commissioner. Members are encouraged to attend any scheduled Board of Commissioners meeting.

✓Section 2. Annual Meetings

An annual meeting will be held ~~in the month of April~~, the specific date, time and location of which will be designated by the Head Commissioner. Members will be given an opportunity to provide input to the Board and nominate candidates for the Board prior to Board member elections.

Section 3. Notice of Meetings

The Secretary shall send notice of meetings by email to all members not less than two weeks prior to the meeting.

Article V. Board of Commissioners

Section 1. General Powers

The affairs of NTBSS shall be managed by a Board of Commissioners. The Board of Commissioners shall have control of and be responsible for the management of all League policy and the affairs and property of NTBSS.

✓Section 2. Number, Tenure, Requirements, and Qualifications

1. The Board of Commissioners shall consist of a Head Commissioner, Deputy Commissioner, Secretary, Treasurer, and Committee Coordinator.
2. Elections for Commissioners will normally be held at the annual Board meeting ~~in the month of April~~. All Commissioners must be approved by a majority vote of the NTBSS

members present and voting. Special elections can be held at any regular Board meeting with two weeks prior notice of the vote to members. The members of the Board shall, upon election, immediately enter upon the performance of their duties and shall continue in office for the remainder of the vacant position term.

3. Each member of the Board shall be a member of NTBSS whose membership dues are paid in full.
4. A Board member can only hold one Commissioner position but can be a committee chair or committee member.
- ✓5. Terms of Commissioners shall be staggered so that ~~at each April~~ election the terms of approximately one-half (1/2) of all members of the Board shall expire.

Section 3. Regular and Annual Meetings

- ✓An annual meeting of the Board shall be held at a time and day ~~in the month of April~~ of each calendar year at a location designed by the Head Commissioner. The Head Commissioner shall set a time and place for the holding of regular and annual Board meetings.

Section 4. Special Meetings

Special meetings of the Board may be called by or at the request of the Head Commissioner or any two members of the Board. The Board members will vote by a simple majority to hold the meeting and may fix the time and location of the special meeting. A special meeting will be limited to the topic for which it is called.

Section 5. Notice

Notice of any special meeting of the Board shall be given to the NTBSS membership at least one (1) week in advance of the meeting by telephone or electronic means.

Section 6. Quorum

The presence, in person or by electronic communications, of a simple majority of current members of the Board shall be necessary at any meeting to constitute a quorum to transact business, but lesser number shall have power to adjourn to a specified later date without notice. The act of the majority of the members of the Board present at meeting at which a quorum is present shall be the act of the Board, unless the act of a greater number is required by law or by these Bylaws.

Section 7. Vacancies

Whenever any vacancy occurs in the Board it shall be filled without undue delay by a majority vote of the NTBSS membership at a regular meeting. Vacancies may be created and filled according to specific methods approved by the Board. Commissioners elected to fill a vacancy will serve for the remainder of the uncompleted term.

Section 8. Compensation

Members of the Board shall not receive any compensation for their services as Commissioners. No Commissioner can receive an economic benefit from serving on the Board.

Section 9. Confidentiality

Commissioners shall not discuss or disclose information about the NTBSS or its activities to any person or entity unless such information is already a matter of public knowledge, such person or entity has a need to know, or the disclosure of such information is in the furtherance of the Organization's purposes, or can reasonably be expected to benefit the Organization.

Commissioners shall use discretion and good business judgment in discussing the affairs of the Organization with third parties. Without limiting the foregoing, Commissioners may discuss upcoming fundraisers and the purposes and functions of the Organization, including but not limited to accounts on deposit in financial institutions.

Section 10. Parliamentary Procedure

Any question concerning parliamentary procedure at meetings shall be determined by the Head Commissioner by reference to Robert's Rules of Order.

Section 11. Election of Officers

- ✓ Commissioners shall be elected at the regular meeting held ~~in the month of April~~. A nominating committee selected by a vote of the Board shall submit at the meeting prior to the annual meeting the names of those persons for the respective offices of the Board. Nominations shall also be received from the floor after the report of the Nominating Committee. Those officers elected shall serve a term of two (2) years, commencing at the next meeting following the election. Officers shall be eligible to succeed themselves in their respective offices for two consecutive terms only unless a waiver to this requirement is granted by a two-thirds (2/3) vote of members at a regular meeting with a quorum present. The Head Commissioner, Secretary, Committee Coordinator will be elected in one year and the Deputy Commissioner and Treasurer will be elected in the following year to ensure continuity of operation.

Section 12. Removal

Any member of the Board of Commissioners may be removed with or without cause, at any time, by vote of three-quarters (3/4) of the NTBSS members if in their judgment the best interest of the Organization would be served thereby. Each member must receive notice of the proposed removal at least ten (10) days in advance of the proposed action. The vote will be taken at a regular or special meeting held after the advance notice period and the member being considered for removal will have the right to address the NTBSS members at the meeting prior to the vote. A Commissioner removed by the Board shall immediately vacate the position.

Section 13. Vacancies

The Nominating Committee shall also be responsible for nominating persons to fill vacancies. Nominations shall be sent in writing to members of the Board at least two (2) weeks prior to the next meeting at which the election will be held. The persons so elected shall hold membership or office for the unexpired term in respect of which such vacancy occurred.

Article VI. Commissioners

The Board of Commissioners shall consist of the Head Commissioner, Deputy Commissioner, Secretary, Treasurer, and Committee Coordinator. All Commissioners must have the status of active membership of NTBSS.

Section 1. Head Commissioner

The Head Commissioner shall have the following duties:

1. Preside at all meetings of the Board.
2. Have general and active management of the business of the Board.
3. See that all orders and resolutions of the Board are carried out.
4. Have general superintendence and direction of all other Commissioners and see that their duties are properly performed.
- ✓5. Shall submit a report of the operations of the NTBSS for the year ~~at the April~~ annual meeting, and from time to time, report to the Board all matters that may affect the NTBSS.
6. Shall be an ex-officio member of all standing committees and shall have the power and duties usually vested in the office of Head Commissioner.

Section 2. Deputy Commissioner

The Deputy Commissioner shall be vested with all the powers and shall perform all the duties of the Head Commissioner during the absence of the latter. The Deputy Commissioner's duties:

1. Shall carry out various duties as assigned by the Head Commissioner and Board.
2. Call and chair Board meetings in the absence of the Head Commissioner.

Section 3. Secretary

The Secretary shall attend all meetings of the Board and will act as the clerk thereof. The Secretary's duties shall consist of:

1. Serving as Head Commissioner when the Head Commissioner and Deputy Commissioner are not available.
2. Recording all votes and minutes of all proceedings and maintain a print or electronic archive of those minutes.
3. Marketing NTBSS in order to gain new members and notify the community of NTBSS activities.
4. Being responsible for internal communications among members. This includes development and maintenance of an NTBSS website and publishing a regular newsletter for members.
5. Publishing notices of NTBSS activities such as member recruitment, games and other events in appropriate local media.
6. In concert with the Head Commissioner shall make the arrangements for all meetings of the Board.
7. Performing all official correspondence from the Board of Commissioners as may be prescribed by the Board or the Head Commissioner.

8. Distributing draft minutes of prior meetings to Board members in advance of a Board meeting so they can be reviewed, modified as needed and approved at the next regular meeting.
9. Soliciting sponsors.
10. Performing other duties as may be directed by the Board or the Head Commissioner.

Section 4. Treasurer

The Treasurer is the Chief Financial Officer of the NTBSS and is responsible for ensuring the finances of NTBSS are managed using sound accounting practices and are in compliance with all Federal, State and local government requirements. The Treasurer shall:

1. In the meeting prior to the start of the fiscal year, submit to the Board a budget for the upcoming fiscal year. This budget is to be developed in conjunction with Board and shall be presented to the Board for approval.
2. Shall ensure throughout the year that expenditures and income are in compliance with the approved budget. Necessary modification to the budget will be presented to the Board for approval.
3. Direct an audit of the NTBSS books to ensure compliance with good financial management and compliance with sound accounting practices.
4. Report the financial status of the NTBSS to the Board on a quarterly basis or as directed by the Head Commissioner or Board.
5. Perform other duties as may be directed by the Board or the Head Commissioner.

Section 5. Committee Coordinator

The Committee Coordinator is the Commissioner in charge of coordinating the work of all standing and ad hoc committees. The Committee Coordinator shall:

1. Ensure that all committees have committee chairpersons in place.
2. Oversee the work of all committees through the committee chairs.
3. Shall represent the work of the committees to the Board and may invite committee chairs to accompany.
4. Through the committees, ensure that the operations of the NTBSS are performed in the manner directed by the Board.
5. Represent concerns raised in committees to the Board.
6. Shall form a Sportsmanship Committee on an ad hoc basis as required by Article 7, Section 6 below.

Article VII. Committees

The standing committees listed below perform the day-to-day operations of the NTBSS and coordinate their activities through the Committee Coordinator. Committee chairpersons shall be elected by the committee members, serve a one year term and report to the Committee Coordinator. The Board may also create committees for special purposes with the Chairperson appointed by the Head Commissioner. All Committee members must be members in good standing of the NTBSS.

Section 1. Operations and Rules Committee

The Operations and Rules Committee shall be responsible for:

1. Preparing playing fields for all scheduled games.
2. Providing bases, balls and other equipment for scheduled games.
3. Providing scorekeepers and qualified umpires for scheduled games. A head umpire shall be appointed by this committee.
4. Monitoring condition of fields and notify managers in a timely fashion if a game must be postponed due to weather or field condition.
5. NTBSS shall use Senior Softball Association (SSA) rules as the basis for senior league softball play. This Committee may modify these rules to promote safety, fun and friendly competition to our style of play.

Section 2. Finance and Legal Committee

The Treasurer is the chair of the Finance and Legal Committee. The fiscal year shall be from 1 July through 30 June. The financial records of the NTBSS are public information and shall be made available to the membership, board members and the public. The Finance and Legal Committee shall:

1. Assist the Treasurer in carrying out the responsibilities of Article VI, Section 4.
2. Ensure income and expenditures are in accordance with the Board approved annual budget.
3. Handle and coordinate legal affairs of the NTBSS.
4. Ensure the NTBSS complies with all legal requirements such as the Americans with Disabilities Act (ADA).
5. Conduct an annual audit of the financial records.
6. Manage financial risk.

Section 3. Manager Committee

The Manager Committee will consist of one manager from each team selected by the Board of Commissioners. Volunteers will be solicited for the manager positions. The Manager Committee shall:

1. Use a system of their choosing to draft team members in a fair and equitable manner with the goal of establishing evenly talented teams. Members joining the league after the initial draft will be assigned to a team by this committee.
2. Ensure managers are promoting the goals of safety, fun and friendly competition in their teams.
3. Ensure that all players on the teams are kept informed of game times, locations and changes in schedule.
4. Promote and enforce good sportsmanship in their teams.
5. Follow up with members who have been absent without notification for at least three games to see why they are not participating and report the findings to the Manager Committee Chairperson. The Chairperson will then report the findings to the Board Committee Coordinator.

6. All Managers shall sign a contract committing to adhere to the league Bylaws and supporting good sportsmanship for all.

Section 4. Sportsmanship Committee

Although considered a standing committee, the Sportsmanship Committee will be assigned by the Board Committee Coordinator on a case-by-case basis. When a member is observed or reported to be in violation of the goals of NTBSS, the Board Committee Coordinator shall appoint a three person committee to investigate the report of violation and recommend disciplinary action if deemed appropriate. The Board of Commissioners shall have the final ruling authority on disciplinary action.

Article VIII. Books and Records

The NTBSS shall keep complete books and records of accounts and minutes of the proceedings of the Board in accordance with retention requirements determined by State and Federal statutes.

Article IX. Nondiscrimination Policy

The Commissioners, committee members, and persons served by the NTBSS shall be selected entirely on a nondiscriminatory basis with respect to age, sex, race, religion, national origin, and sexual orientation. It is the policy of NTBSS not to discriminate on the basis of race, creed, ancestry, marital status, gender, sexual orientation, age, physical disability, veteran's status, political service or affiliation, color, religion, or national origin.

Article X. Amendments

Section 1. Articles of Organization

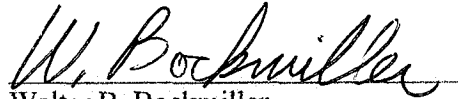
The Articles may be amended at any regular or special meeting of the Board of Commissioners, provided that specific written notice of the proposed amendment of the Articles setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Commissioner at least fourteen (14) days in advance of such a meeting. All other amendments of the Articles shall require the affirmative vote of three-fifths (3/5) of the Commissioners.

Section 2. Bylaws

The Board may amend these Bylaws by the affirmative vote of three-fifths (3/5) of the Commissioners. Written notice setting forth the proposed amendment or summary of the changes to be effected thereby shall be presented to the Board at a regular or special meeting and the vote on the amendment taken at the next regular or special meeting.

We, the Board of Commissioners of the NTBSS, consent to, and hereby do, adopt the foregoing Bylaws, consisting of the 8 preceding pages, as the Bylaws of the NTBSS as attested by the signatures of the Commissioners below.

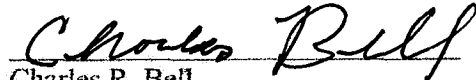
ADOPTED AND APPROVED by the Board of Commissioners on this 28th day of August, 2015 with a quorum present and by a verbal vote of five (5) yeas and no (0) nays.



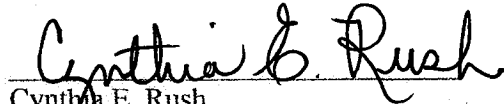
Walter B. Bockmiller
Head Commissioner



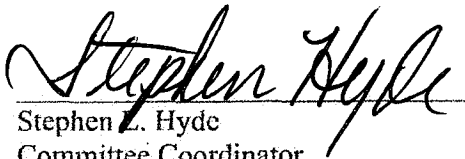
D. Brian Peterman
Deputy Commissioner



Charles R. Bell
Secretary



Cynthia E. Rush
Treasurer



Stephen L. Hyde
Committee Coordinator

ARTICLE IV SECTION 2-Annual Meetings TO NOW READ:

An annual meeting of the Board will be held within two weeks of the last game at the end of the regular winter league season. The specific date, time, and location of which will be designated by the Head Commissioner. Members will be given an opportunity to provide input to the Board and nominate candidates for the Board prior to Board member elections.

ARTICLE V SECTION 2-Number, Tenure, Requirements and Qualifications, paragraph 2 TO NOW READ:

2. Elections for Commissioners will normally be at the Annual Meeting held within two weeks of the last game at the end of the winter league season. All Commissioners must be approved by a majority vote of the NTBSS members present and voting. Special elections can be held at any regular Board meeting within two weeks prior notice of the vote to members. The members of the Board shall, upon election, immediately enter upon the performance of their duties and shall continue in office for the remainder of the vacant position term.

ARTICLE V SECTION 2-Number, Tenure, Requirements and Qualifications, paragraph 5 TO NOW READ:

5. Terms of Commissioners shall be staggered so that at each Annual Meeting election held within two weeks of the last game at the end of the winter league season, the terms of approximately one-half (1/2) of all members of the Board shall expire.

ARTICLE V SECTION 3-Regular and Annual Meetings TO NOW READ:

An annual meeting of the Board shall be held within two weeks of the last game at the end of the regular winter league season. The date, time and location of which will be designated by the Head Commissioner. The Head Commissioner shall set a time and place for the holding of regular and annual Board meetings.

ARTICLE V SECTION 11-Election of Officers TO NOW READ:

Commissioners shall be elected at the annual meeting to be held within two weeks of the last game at the end of the regular winter 1, ague season. (No Changes To Remainder Of Paragraph).

ARTICLE VI SECTION 1-Head Commissioner, paragraph 5 TO NOW READ:

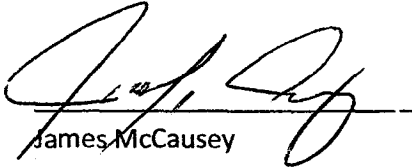
5. Shall submit a report of the operations of the NTBSS for the year at the annual meeting to be held within two weeks of the last game at the end of the regular winter league season, and from time to time, report to the Board all matters that may affect the NTBSS.

North Tampa Bay Senior Softball, INC.

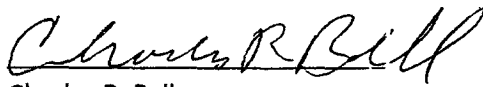
EIN 47-4741948

We, the Board of Commissioners of the NTBSS, consent to, and hereby do, amend the following Articles, consisting of the preceding page, as attested by the signatures of the Commissioners below,

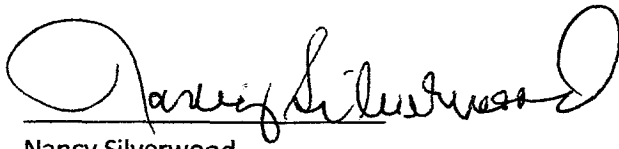
AMENDED AND APPROVED by the Board of Commissioners on this 24th day of March, 2017 with a quorum present and by a verbal vote of five (5) yeas and (no) nays.



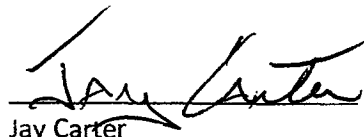
James McCausey
Head Commissioner



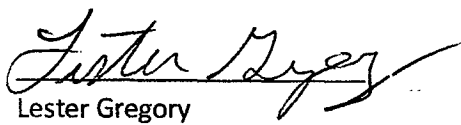
Charles R. Bell
Deputy Commissioner



Nancy Silverwood
Secretary



Jay Carter
Treasurer



Lester Gregory
Committee Coordinator

AMENDMENT TWO:

8/6/2021

Article II - Organization Purpose

Section 2. Specific Purpose: *TO NOW READ AS:*

NTBSS is a *nonprofit invitational organization* with the purpose of providing male adults sixty (60) years of age and older AND *female adults fifty-five {55} years of age and older* the opportunity to play softball in a safe, fun-filled, and respectful environment. *Only players drafted on a team are invited to play.*

North Tampa Bay Senior Softball INC.

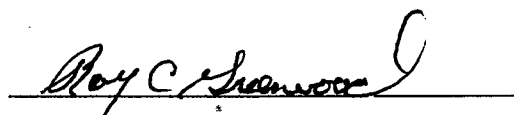
EIN 47-4741948

We, the Board of Commissioners of the NTBSS, consent to, and hereby do, amend the following Article, consisting of the preceding page, as attested by the signature of the Commissioners below.


AMENDED AND APPROVED by the Board of Commissioners on this 6th day of August. 2021, with a quorum present and by a verbal vote of five (5) yeas and (no) nays.



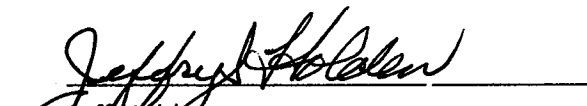
James McCausey
Head Commissioner




Roy Greenwood
Deputy Commissioner



Nancy Silverwood
Secretary



Jeff Holden
Treasurer



Clark Hull
Committee Coordinator

AMENDMENT III

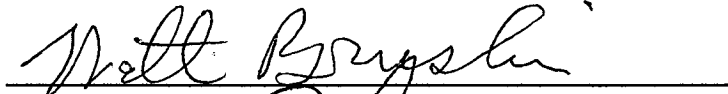
Article II –Organizational Purpose

Section 2. Specific Purpose

NTBSS is a nonprofit invitational organization with the purpose of providing male adults sixty (60) years of age or older and females fifty (50) years of age or older the opportunity to play softball in a safe, fun-filled and respectful environment. Players drafted on a team are invited to play. Supplemental drafts may be held after the initial draft based upon a team's needs (long term injury, relocation, other) with the approval of the Board. Non-drafted players may substitute at games.

We, the Board of Commissioners of the NTBSS, consent to, and hereby do, amend the following Articles, consisting of the preceding page, as attested by the signatures of the Commissioners below,

AMENDED AND APPROVED by the Board of Commissioners on this 17th day of May, 2023 with a quorum present and by a vote of five (5) yeas and (0) nays.



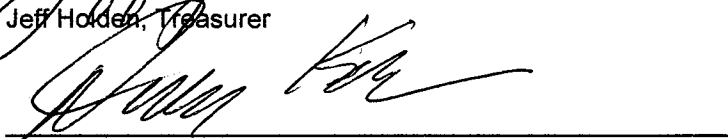
Walt Bruschi, Commissioner



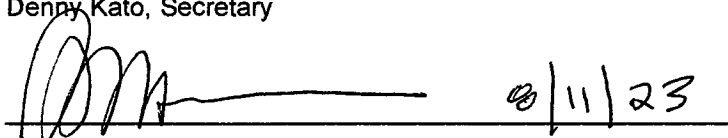
Nick Cozzo, Deputy Commissioner



Jeff Holden, Treasurer



Denny Kato, Secretary

 5/11/23

OP Parrish, Committee Coordinator