

North Branch Fastpitch Association
By-Laws
Created December 2012

North Branch Area Fastpitch Association establishes these by-laws. Any and all prior agreements, resolutions, practices, policies rules and regulations relating to this organization, to the extent they are inconsistent with this document, are hereby superseded.

ARTICLE I. NAME AND LOCATION

- A. This organization will be known as the North Branch Fastpitch Association, hereinafter called the “NBFA”.
- B. Its principle office shall be located in North Branch, MN 55056.
- C. Other offices for the transaction of business shall be such other places as determined by the Board of Directors.
- D. Mailing of correspondence shall be sent to NBFA at 37206 Little Oak Lane, North Branch, MN 55056

ARTICLE II. PURPOSE

- A. The North Branch Fastpitch Association is established to promote fastpitch softball for young women residing in School District 138, who are 19 years of age or younger and meet the AFA, ASA, MSF, MMFL, NAFA, USSSA and participating league standards and will abide by the guidelines set forth in their philosophies.

ARTICLE III. MEMBERSHIP

- A. Membership shall be described as all interested persons over the age of 19 to include all parents, guardians, coaches, and board members as active members herein.
- B. A “Member in Good Standing” shall be defined as an active member having paid all dues and fees, who adheres to both the NBFA Code of Conduct and has no NBFA outstanding disciplinary actions in proceeding.

ARTICLE IV. MEETINGS

- A. The annual meeting shall be in October as notified through mailings, website, postings, and email distribution. The purpose of this meeting shall be to elect the Committee members whose terms have expired. Voting shall be done by the general membership in good standing and proxies shall not be recognized.
- B. Board meetings are open to all interested parties in good standing, and shall be held at least once a month during the softball season and as required during the off-season.
- C. A majority of all voting members of the Board of Directors will constitute a Quorum.

- D. At all meetings of the NBFA, the order of business will be by agenda, established by the Director or other presiding officer, and distributed prior to the meeting.

ARTICLE V. VOTING

- A. Voting on all motions shall be done by the Committee only
- B. The general membership has the right to make a motion and to second a motion. A motion can be tabled for a maximum period of 31 days.
- C. A quorum of the Board of Directors shall consist of a minimum of six (6) Board Members with at least two (2) Executive Committee members in attendance. In case of a tie, the highest ranking Executive Member present shall cast the tie breaking vote. Action by the Board of Directors must be by majority of the quorum.
- D. The Board of directors has the power to remove any Board Member, Coach, Volunteer, Member or Player whose continued participation is deemed detrimental to the welfare of the program upon majority vote of the NBFA Board of Directors.

ARTICLE VI. BOARD OF DIRECTORS

- A. Board of Directors- The general management of the affairs of the NBFA will be vested in the Board of Directors, who will be elected officers as provided in these by-laws. The number of directors will be no more than 12 but no less than 7.
- B. Officers- The officers of the NBFA will consist of a Director, Assistant Director, Secretary, Treasurer, Fundraising Coordinator, Apparel Coordinator, Website Coordinator, and Field Attendants. The head varsity coach will act as an advisor to the board, as a non-voting member.
- C. Committees- the Board may appoint standing and ad hoc committees as needed. The committee size can vary, and will disband upon completion of its purpose.
- D. Any office may be filled by appointment at any regular meeting should any Board Member resign or be removed during their term by notice to membership of board vacancy. Applicants need to be present at the next meeting for appointment. Appointment shall remain until the latter of the next annual meeting or the completion of the appointed term.
- E. The Board of Directors may remove one of their own members for cause at a Regular Meeting upon a 3/4ths vote of the whole Board of Directors. Absence from two successive Board meetings without approval of the Director, or without a valid reason, shall be deemed sufficient for removal.

ARTICLE VII. ELECTION OF DIRECTORS AND OFFICERS

- A. The Board of Directors of the NBFA will be elected at the annual meeting of the members. The candidate receiving a majority of the votes cast will be declared elected.
- B. Elected Board members will have been a member of the NBFA program for at least one season immediately prior to the time of their nomination. The Board

- may vote to waive this requirement. Spouses or significant others may not serve as Board Members at the same time.
- C. Minimum of 2 years, with the option of continuing at the end of the term, with majority approval.
 - D. If a vacancy occurs among the officers or in the Board of Directors, the vacancy will be filled by majority vote of the Board of Directors, for the remaining term.
 - E. The Board of Directors would remember they should serve the entire group of all young girls under the age of 19, who are participants of NBFA and abide accordingly. Confidentiality needs to be upheld.
 - F. Background checks will be required for every newly appointed and elected Board Member, head coaches and assistant coaches.
 - a. The background checks will be updated every two (2) years, and the application given to the Director.
 - b. The Board of Directors may remove one of their own members for cause in response to results discovered following a background check. The removal will take place following a Regular Meeting upon 3/4ths vote of the whole Board of Directors.

ARTICLE IX. DUTIES OF THE BOARD

- A. Program Director
 - a. Start the meeting on time.
 - b. Preside and maintain order.
 - c. Enforce rules.
 - d. Announce all Business.
 - e. Entertain only one motion at a time.
 - f. Be fair and impartial.
 - g. Have the ability to table a motion or to call a motion to a vote and announce results.
 - h. Extend every courtesy to the opponents on a motion even though the motion may be one the director favors or disfavors.
 - i. Encourage debate and assign the floor to those properly entitled to it, but limit debate to acceptable limits.
 - j. Cast tie-breaking vote or no vote at all; to abstain from voting if wiser.
 - k. Give signature when necessary.
 - l. Attend Tri County meetings.
 - m. Serve as member of the Committee.
 - n. Communicate with school district to reserve school district facilities and for distribution of fliers to individual schools.
 - o. Perform other duties as required or assigned.
- B. The Assistant Director
 - a. Assist the Program Director with the above noted duties as designated by the Director and assume those duties and powers in the absence of the Director.
 - b. Serve as a member of the Committee.
 - c. Give signature when necessary.

- d. Perform other duties as required or assigned.
- C. The Secretary**
 - a. Keep accurate minutes of all meetings.
 - b. Keep and maintain roll call and absentee records.
 - c. Mailings/e-mailing of last month's minutes to all Board Members prior to next meeting.
 - d. Record the proceedings, but not the debates.
 - e. Record all motions, name of persons introducing the motion and the second for the motion, as well as acceptance or defeat.
 - f. Take charge of all official documentation belonging to the Association.
 - g. Give signature when necessary.
 - h. Maintain up-to-date list of all members, their addresses, e-mail addresses and telephone numbers.
 - i. Conduct correspondence as required.
 - j. Provide a copy of meeting minutes to NBAAA Director prior to the next meeting.
 - k. Serve as a member of the Committee.
 - l. Perform other duties as required or assigned.
- D. The Treasurer**
 - a. Receive and bank all funds for the Association.
 - b. Keep bookkeeping record of these funds.
 - c. Pay whenever possible by check with preferential signature by Director, Assistant Director or Secretary.
 - d. Write checks for items approved by its Board of Directors.
 - e. Present all income and expenses at each monthly meeting with a copy to the Director.
 - f. Prepare a financial statement, for the annual meeting in October.
 - g. Complete a budget review by the annual meeting in October.
 - h. Serve as a member of the Committee.
 - i. Complete quarterly reports for the NBAAA.
 - j. Perform other duties as required or assigned.
- E. Fundraising/Volunteer Coordinator**
 - a. Planning and coordinating the fundraising strategy, organize activities for raising money, solicit sponsorships, and manage volunteer hours for parents and players.
- F. Website Coordinator**
 - a. Update the Board Members and contacts as necessary.
 - b. Post all registration information on the website.
 - c. Update the sponsorship page as necessary.
 - d. Post try-out results.
 - e. Post rosters for each team on the team pages.
 - f. Review content posted by team reps to ensure appropriateness of content.
 - g. Enter any other pertinent information on the home page of the website.
- G. Apparel/Merchandise Coordinator**
 - a. Work with vendors to get uniform samples and pricing to bring in front of Board.

- b. Work to select uniforms, oversee purchase of uniforms, equipment, and apparel upon board approval.
- c. Assist with team distribution when order is received.
- d. Work with sponsors for logo placement on player uniforms.
- e. Work with Treasurer to plan a budget and/or expense for team uniforms for upcoming season.

H. High School Liaison

- a. Someone on the High School coaching staff, to be appointed by the board.
- b. Serve as the committee chair for player clinics.
- c. Have voting rights on NBFA business.
- d. Perform other duties as required or assigned.

I. Board Members Duties

- a. Oversee Coaching staff and acquire background checks for all coaches.
- b. Review Secretary's minutes prior to publishing.
- c. Oversee equipment needs and order new equipment.
- d. Oversee registration.
- e. Avoid speaking upon any matter until it is brought before the NBFA.
- f. Abstain from any personal attacks during debate and show common courtesy to others.
- g. Offer any motion pertinent to the North Branch Fastpitch Association.
- h. Focus on current subject or discussion.
- i. Be honest during discussions or motions.
- j. Provide Secretary with business update form at the beginning or before each board meeting.
- k. Perform other duties as required or assigned.

ARTICLE X. AMENDEMENTS

These by-laws may be amended by a two third vote of Voting Board members present at any meeting, provided a quorum is present and a copy of the proposed amendment(s) are posted in the Fastpitch Section of the NBAAA website, and are provided to each Board member at least one week prior to said meeting.

ARTICLE X1. DISSOLUTION OF PROGRAM

In the event NBFA program ceases to exist, all assets, cash, equipment & miscellaneous items will be donated equally to the North Branch Area School District 138 Fastpitch athletic program. If unable to accept, the donation will be made to the NBAAA. However, if the NBAAA is not then in existence, is no longer a qualified distribute, or is unwilling or unable to accept the distribution, then the assets of NBFA shall be distributed to a fund, foundation, or corporation organized and operated exclusively for the purposes specified in Section 501(c) (3) of the Internal Revenue Code.