

**NISKAYUNA GIRLS' SOFTBALL LEAGUE, INC.
CONSTITUTION AND BYLAWS**

ARTICLE I - NAME

This organization will be known as Niskayuna Girls' Softball League, Inc. (hereinafter referred to as "Nisky Softball" or "the Program") Nisky Softball

A. The Board of Directors of Nisky Softball (hereinafter "Board" or "Board of Directors") hereby adopts the following Mission Statement:

It is the mission of Nisky Softball to provide a wholesome, enjoyable and rewarding opportunity for girls to participate in the sport of softball. We focus on developing athletic skills, but in doing so we also seek a wider objective: to influence the overall development of the girls into valued and contributing members of the community by demonstrating and teaching the values of teamwork, sportsmanship, commitment, personal initiative and self-confidence.

B. The Board hereby adopts the following Vision Statement:

It is our vision that Nisky Softball be recognized by our community and our peers as one of the best softball programs in New York State. This will be measured by:

- The ability, character, enthusiasm and sportsmanship of our players, coaches, umpires and families;
- The caliber of our program and our teams;
- The degree of our involvement with and commitment to Nisky Softball demonstrated by our families and community;
- The quality of our facilities, tournaments and other services we provide.

ARTICLE II - OBJECTIVES

A. The primary objectives of Nisky Softball are to build character, develop good sportsmanship and teach softball skills through proper supervision and instruction.

B. To achieve these objectives, Nisky Softball will provide a supervised program under the Niskayuna Girls Softball Rules and Regulations. All Board Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. In accordance with Section 501(c)(3) of the federal

Internal Revenue Code, Nisky Softball shall operate exclusively as a non-profit educational organization providing a supervised program of recreational and competitive softball games. No part of the net earnings shall inure to the benefit of any private shareholder or individual; no substantial part of the activities of which is carrying propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE III - GOVERNMENT

- A. The administration of Nisky Softball Program shall be under the supervision of a Board of Directors elected annually (to one (1) or two (2) year terms).
- B. All matters of policy concerning Nisky Softball shall be decided by a majority vote of the Board of Directors present at an official business meeting.
- C. At the annual meeting, the incumbent Board members shall elect by a majority vote the following officers and members of the Board where incumbents' terms are expiring:
 - 1. President
 - 2. Vice President
 - 3. Secretary
 - 4. Treasurer
 - 5. Recreation Program Commissioner
 - 6. Sponsor/Fund Raising Coordinator
 - 7. Equipment Coordinator
 - 8. Uniform Coordinator
 - 9. Concessions Coordinator
 - 10. Field Coordinator
 - 11. Travel Coordinator
 - 12. Tournament Coordinator
 - 13. Digital Coordinator
 - 14. Travel Team Representatives
 - 15. Board Members At Large

The Past President position is a one-year, non-elected position held by the immediately preceding President.

The "officer" positions shall be President, Vice President, Secretary and Treasurer. All other positions shall be considered "member" positions. These officer and member positions shall comprise the General Membership of the Board.

D. If any vacancy occurs in the Board of Directors, by death, resignation, or otherwise, it may be filled by a majority vote of the remaining Directors at any regular meeting or at any special board meeting called for that purpose.

The duties of the Board members shall be set by the Board and modified by the Board as deemed necessary.

ARTICLE IV – DUTIES AND POWERS OF THE BOARD

The Board of Directors may appoint such other officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each. Except as provided otherwise in this Article, Board of Director members shall have the right to vote on Board matters in accordance with this Constitution. Appointed officers or agents shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board.

A. President

- 1) The President shall preside at all meetings of the Board of Directors. The President shall also be an ex-officio member of all committees.
- 2) The President shall coordinate and administer the rules, policies and principles of Nisky Softball.
- 3) The President shall appoint all members of various committees.

B. Vice President

- 1) The Vice President shall assist the President and, in the absence of the President, shall perform the duties of the President.
- 2) The Vice President shall be the parliamentarian and shall attend all meetings.
- 3) The Vice President shall be elected with the express understanding of the General Membership of the Board of Directors that the holder of said office will automatically ascend to the Presidency in the next term.
 - a) If Vice President Does Not Want to Ascend to Presidency:
 - i. Board will ask the current VP his/her intentions by end of September of current year to ascend to President for the following year.
 - ii. If VP declines to ascend to presidency, then the VP must vacate his/her position at end of current year, but will continue with his/her duties until the end of term.
 - iii. Board shall ask the current president and experienced Board members with at least two (2) years' service, if they want to assume Presidency for next year. Board will vote in the best candidate. This will be the only case when president serves consecutive terms.

- iv. Board will assist in generating a new slate of officers for the following year with the current President so the Program will always have a President and Vice President.

C. Secretary

- 1) The Secretary shall keep an accurate record of the proceedings and activities of all meetings of the officers and members of the Board of Directors, and shall maintain minutes of all meetings.
- 2) The Secretary shall conduct all necessary correspondence of Nisky Softball.
- 3) The Secretary shall notify all officers and members of their appointments to committees.
- 4) The Secretary shall send out notices of meetings.

D. Treasurer

- 1) The Treasurer shall receive all monies for the Program and deposit same in the name of Nisky Softball on a bank approved by the Board of Directors.
- 2) The Treasurer shall keep an itemized account of receipts and disbursements and maintain books and records in an orderly manner.
- 3) The Treasurer shall give a written report at regular meetings and a complete written annual report to the Board of Directors at the first meeting of the New Year.
- 4) The Treasurer shall prepare and submit the Program's budget to the Board of Directors for approval at the first meeting of the year in January.

E. Equipment Coordinator

- 1) The Equipment Coordinator shall be responsible for ensuring that the Program has safe equipment.
- 2) The Equipment Coordinator shall purchase all Program equipment, as authorized by the Board of Directors, and shall ensure that proper records of receipts are supplied to the Program Treasurer.
- 3) The Equipment Coordinator shall be responsible for maintaining an accurate inventory of all Program equipment and shall make reports on that inventory at the close of the Program season (subsequent to Travel/Tournament play) and at such other times as is appropriate.

F. Uniform Coordinator

- 1) The Uniform Coordinator shall be responsible for distributing uniforms at the beginning of the season.
- 2) The Uniform Coordinator shall purchase all uniforms as authorized by the Board of Directors, and shall ensure that proper records of receipts are supplied to the League Treasurer.

G. Recreation Program Commissioner

- 1) The Recreation Program Commissioner shall be responsible for managing the operation of the Niskayuna Softball recreation program, including recruitment and assignment of coaches, assignment of players amongst teams, scheduling of games, coordinating with Sponsor/Funding Raising Coordinator regarding sponsorships, coordinating with Equipment Coordinator and Uniform Coordinator regarding equipment and uniform purchase, and field assignments for games and practices.

H. Field Coordinator

- 1) The Field Coordinator shall ensure that all fields are in safe playing condition and shall coordinate volunteers to assist with field preparation and maintenance.
- 2) The Field Coordinator shall maintain a liaison with the Town of Niskayuna with regard to all routine matters relating to the maintenance and use of the fields at River Road Park.
- 3) The Field Coordinator shall contract, if necessary, as authorized by the Board of Directors, for use of alternate or additional playing fields.

I. Sponsor/Funding Raising Coordinator

- 1) The Sponsor/Fund Raising Coordinator shall direct all fund raising for the Program.
- 2) The Sponsor/Fund Raising Coordinator shall obtain Team sponsors by contacting local businesses and collecting the required fee.
- 3) The Sponsor/Fund Raising Coordinator shall arrange for sale of advertising space on the outfield fences and other appropriate locations on the River Road Park softball fields.

J. Nisky Softball Program Travel Coordinator

- 1) The Travel Coordinator shall represent Nisky Softball at Hudson Mohawk Girls Softball Association meetings and shall inform the Board of Directors accordingly.
- 2) The Travel Coordinator shall cooperate with all travel coaches should they need any assistance in equipment, tournaments, registration, etc.
- 3) The Travel Coordinator shall coordinate tryouts.

K. Website Coordinator

- 1) The Website Coordinator shall be responsible for the orderly maintenance, upgrading and updating of the official Nisky Softball website.
- 2) The Website Coordinator is responsible for maintaining the relationship between Nisky Softball and the third-party web service that provides on-line registration.
- 3) The Website Coordinator is responsible for maintaining registration events on the third-party web service that provides on-line registration, including but not limited:
 - a. Entering information, descriptions, and registration guidelines for Program membership;

- b. Travel/Tournament Team registration and fees; and
 - c. Clinic and camp registration and fees.
- 4) The Website Coordinator shall send to President a current file of all registrations for the League.

L. Concessions Coordinator

- 1) The Concessions Coordinator shall maintain the operations of concessions facilities, organize the purchase of concession products, be responsible for the management of concession sales at Program events, schedule volunteers to work the concession booth during Program events, collect and review concession related offers including coupons, discounts, and bulk purchasing opportunities, and organize, tally and maintain records of concession sales and purchases.

M. Tournament Coordinator

- 1) The Tournament Coordinator shall bear primary responsibility for organizing all tournaments hosted or sponsored by the Program and shall make recommendations to the Board of Directors regarding the successful operation of such tournaments.
- 2) The Tournament Coordinator shall serve as liaison for the Program with all teams and organizations having legitimate interest in any tournaments hosted and sponsored by the Program.
- 3) The Tournament Coordinator shall cooperate, as necessary and proper, with all members of the Board of Directors affected by or having a bearing on the successful completion of said tournaments.
- 4) The Tournament Coordinator shall, in a timely manner, recruit and recommend to the Board of Directors at least one tournament director for each tournament sponsored by the Program.

N. Travel Team Representatives*

- 1) Representatives shall participate on one or more Standing Committees.
- 2) Representatives shall be responsible for the timely and effective communication of travel program information to travel coaches and, as necessary, families in their respective program level (10u, 12u, 14u, 16u).

O. Board Member At-Large

- 1) Member shall assist as needed with general Board needs and obligations.

P. Past President

- 1) The Past President shall be a mentor and advisor to the President and provide transitional support for new Board members.
- 2) The Past President shall serve as a liaison between the Board and strategic allies, and be an ambassador for NGSL.
- 3) The Past President shall support and defend policies and programs adopted by the Board.

- 4) The Past President shall perform any other duties as assigned by the Board, reporting to the President.

* - non-voting position

ARTICLE V – RULES & RESPONSIBILITIES OF EXECUTIVE COMMITTEE

- A. The Board of Directors hereby creates from its membership an Executive Committee consisting of the President, the Vice President, the Treasurer, the Secretary and one (1) Travel Team Representative.
- B. The Board of Directors delegates to the Executive Committee authority to make and carry out decisions that constitute matters of policy for the Program only to the extent necessary to protect the vital interests of the Program in circumstances wherein the calling of a meeting of the entire Board is impractical or otherwise not feasible.
- C. The Board of Directors delegates to the Executive Committee authority to make and carry out decisions pursuant to the stated and demonstrated policies of the Board and as reasonably interpreted by the Executive Committee.
- D. In all such circumstances wherein the Executive Committee has taken a decision on behalf of the Board of Directors, the Executive Committee shall promptly at the next regular monthly meeting of the Board report on its actions to the Board, which shall have the power to ratify, reverse or otherwise amend such decision after opportunity for discussion and debate.

ARTICLE VI – APPOINTMENTS, NOMINATIONS, ELECTIONS AND VOTING

- A. At least one to two months prior to the annual meeting, the Website Coordinator – at the direction of the President or his/her designee – shall post an announcement on the official Nisky Softball website regarding upcoming elections to the Board of Directors and soliciting interested individuals to submit a written expression of interest to the attention of the Board President generally no later than one month prior to the annual meeting. The Board President shall circulate such submissions to the full Board at least one (1) week in advance of the annual meeting. The Board shall give due consideration to all submissions of interest. Interested individuals will be given the opportunity to appear in person and further present regarding their interest in serving on the Board during the annual meeting. The election shall be held by ballot unless a majority of the Board chooses to vote by acclamation.

- B. All Board members and members of standing committees shall serve in office for a period of one (1) or two (2) calendar years and shall be eligible for reelection. The following positions shall be elected for two-year terms,:
- 1) President
 - 2) Vice President
 - 3) Recreation Program Commissioner
 - 4) Travel Coordinator
 - 5) Concessions Coordinator
 - 6) Field Coordinator

All other positions shall be elected for one-year terms.

- C. Board members shall assume their duties on January 1 or immediately after the annual Board meeting where elected, whichever date occurs later. Regardless of the date when the Board member assumes duties, the Board member's term (one- or two-years, depending on position) shall end on December 31.
- D. Board members may be removed by majority of entire Board for any act of misconduct that would discredit or damage the Nisky Softball.

ARTICLE VII – MEETINGS

- A. An Annual Meeting of the General Membership shall be called no sooner than October 1 of each year and no later than January 31 of the following year. The Annual Meeting shall be held for the purpose of electing the Board of Directors, receiving reports, reviewing the Constitution, appointing committees, and for the transaction of such business as may properly come before the meeting.
- 1) The membership shall receive at the annual meeting a report, verified by the President and Treasurer, or by a majority of the Directors, showing:
 - a) The condition of Nisky Softball, to be presented by the President or his/her designee;
 - b) A general summary of funds received and expended by Nisky Softball for the previous year, the amount of funds currently in possession of Nisky Softball, and the name of the financial institution in which such funds are maintained;
 - c) The whole amount of real and personal property owned by Nisky Softball, where located, and where and how invested;
 - d) For the year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated or expended, and the purposes, objects or persons to or for which such applications, appropriations, or expenditures have been made;
 - e) The names of the persons who have been admitted to regular membership in Nisky Softball during such year. This report shall be

filed with the records of Nisky Softball and entered in the minutes of the proceedings of the annual meeting.

- B. At the annual meeting, the members shall determine the number of directors to be elected for the ensuing year and shall elect such number of directors.
 - 1) The number of directors elected shall be not less than four. After the Board of Directors is elected, the Board shall meet to elect the officers. After the election, the Board of Directors shall assume the performance of its duties.
- C. The Board of Directors shall hold regular meetings. To constitute an official business meeting, a quorum of the Board of Directors must be present. Special meetings may be called as set forth herein.
- D. All committees shall schedule meetings, as the committee members deem necessary or as specifically called by the committee chairperson. Meeting minutes must be documented & shared with Board within one week of conclusion of committee meetings.
- E. Special membership meetings may be called by the Board or by the Secretary or President at their discretion. Upon the written request of five (5) members, the President or Secretary shall call a special membership meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at the special membership meeting. Such special meeting shall be scheduled to take place not less than seven (7) days after the request is received by the President or Secretary.
- F. At any annual or regular meetings, presence in person or representation by absentee ballot of one third (33%) of the members (as defined in Article III (Government)) shall be necessary to constitute a quorum. If a quorum is not present, no business shall be conducted.
- G. For the express purpose of accommodating a member in good standing who cannot be in attendance at the annual meeting or any regular meeting at which new Board members shall be elected, an absentee ballot may be requested and obtained from the Secretary of Nisky Softball. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Election Chairman (appointed at the meeting) on the date of the meeting, prior to the voting portion of the election process.
- H. Members of the Board must recuse themselves from deliberations and votes on matters that specifically and individually impact the status of their own child or other family member, provided, however, that such Board member

shall be permitted to make a statement to the Board regarding such matter. Nothing herein shall be read to require a Board member to recuse themselves on matters of general applicability to the league, the recreation or travel program, or any team.

- I. Robert's Rules of Order shall govern the proceedings of all annual, regular, and special meetings, except where the same conflicts with this Constitution.

ARTICLE IX – FINANCIAL POLICY

- A. The Board of Directors shall decide all matters relating to finance.
 - 1) It shall be the general policy to deposit all monies received in the Program treasury.
 - 2) Monies shall be expended in a manner that will give all individuals and teams equal benefits and privileges.
- B. The Board of Directors shall strictly observe and regulate all fund raising activities.
 - 1) All teams and members must promptly account for all funds collected on behalf of the Program to the Program Treasurer.
 - 2) The Board shall take immediate and appropriate action in the event of an irregularity in the fundraising of the Program.
- C. The Board of Directors shall have the privilege of auditing the books and records maintained by the Treasurer at any time.
- D. Contributions. The Board shall not permit the contribution of funds or property to individual teams but shall solicit funds for the common treasury of Nisky Softball, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of Nisky Softball. However, team-specific fundraising is permitted with prior Board approval.
- E. Solicitations. The Board shall not permit the solicitation of funds in the name of Niskayuna Girls' Softball League, Inc., unless all of the funds so raised be placed in the Nisky Softball treasury.
- F. Disbursement of Funds. The Board shall not permit the disbursement of Nisky Softball funds for other than the conduct of Nisky Softball activities in accordance with the rules, regulations and policies of Nisky Softball. All disbursements shall be made by check. All checks shall be signed by the Treasurer and such other officer(s) or person(s) as the Board of Directors shall determine.
- G. Compensation. No director or other member of Nisky Softball shall receive, directly or indirectly any salary, compensation, or emolument from Nisky Softball for services rendered as director or member.

H. Deposits. All monies received shall be deposited to the credit of Nisky Softball.

ARTICLE X – DISSOLUTION

In the event of dissolution of the Program, all funds and all personal and real property of the Program shall be transferred to the Town of Niskayuna for its use in providing an ongoing girls softball program. In the event that the Town cannot accept such property, it shall be disposed of in any lawful manner.

ARTICLE XI – AMENDMENT

This Constitution or any section thereof may be amended or repealed by a majority vote of the Board of Directors. Any changes must be published for 30 days for public viewing before adoption of amendment by Board.

ARTICLE XII – BY-LAWS

The Board of Directors may enact, amend or repeal by majority vote of its membership, any policy for the purpose of carrying out its duties as enunciated in and in these By-Laws and for the further purpose of establishing a written record for the guidance of subsequent Boards of Directors in matters of policy and procedure. Any policy passed by the Board must be in accordance with By-Laws established by this article and shall not be used to avoid the necessity for amending these By-Laws as per Article XI herein, if such amendment is called for.

ARTICLE XIII – OTHER COMMITTEES

- A. The Board of Directors hereby establishes three Standing Committees from its membership and constitutes each as follows:
- 1) Standing Committee on Fundraising Operations, which shall be chaired by the Fundraising Coordinator and which shall include up to four (4) additional Board members and other volunteer non-Board members as appointed by the Board.
 - 2) Standing Committee on Tournaments, which shall be chaired by the Tournament Coordinator and which shall include up to four (4) additional Board members and other volunteer non-Board members as appointed by the Board.
 - 3) Standing Committee on Tryouts, which shall be chaired by the Travel Coordinator and which shall include up to four (4) additional Board members and other volunteer non-Board members as appointed by the Board.

B. The Board of Directors shall define the duties and authority of the Standing Committees, refer matters brought to its attention to the appropriate Committee, provide instructions and directions to said Committees, as it may deem necessary. Said Committees shall report to the Board on their progress, problems and activities at the Board's regular monthly meetings.