



**Bemidji Girls Fastpitch Softball Association
CONSTITUTION and BY-LAWS**

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**Bemidji Girls Fastpitch Softball Association
CONSTITUTION and BY-LAWS**

ARTICLE I: Name

1. The name of this organization shall be called "Bemidji Girls Fastpitch Softball Association", herein referred to as "the League". The League is a non-profit organization operating in the Town of Bemidji, located within the State of Minnesota.

ARTICLE II: Objective

1. The purpose of the League is to develop and operate a softball program for youth in the town of Bemidji. The objective of this league is through the medium of supervised and competitive softball programs, to instill a sense of community, integrity, and athleticism so that our youth may be stronger, healthier, and better prepared to grow as student-athletes and community members.

ARTICLE III: Statement of Affiliation

1. The League shall be affiliated with the Amateur Softball Association, ASA/USA, and thereby become subject to the powers and jurisdiction of these organizations. The Divisions are subject to the powers and jurisdiction of its board. This includes coaches, players, parents, and spectators abiding by each organization's own Constitution, By-Laws, and League Rules and subject to those penalties for violations contained in said documents. Documentation for all affiliated leagues will be available for review at player registrations. It is the responsibility of coaches, players, parents, and spectators to educate themselves on the organization's rules and responsibilities. The League will support and enforce any disciplinary actions set forth by any affiliated organization based on the decision of the designated Director for each organization. Additionally, the League will abide by and enforce all applicable playing rules set forth by an affiliated organization with regard to player eligibility, gameplay, equipment (including the use of approved bats, metal spikes, and heart protectors), length of the game, mercy rules, and pitching limitations.

ARTICLE IV: Sites of Principal Operations

1. The principal operations of the League shall be in and about the town of Bemidji, and the state of Minnesota, but may extend into such areas as provided for by the State, Regional, and National Headquarter rules and regulations.

ARTICLE V: Powers

1. The League shall have the following powers in addition to the powers expressly or implicitly conferred on it by law.
 - a. To make and enforce rules and regulations to govern itself on a local basis, but consistent with and not contrary to any rules and regulations promulgated by the Regional, or State echelons of said League, to which the League is subject.
 - b. The League shall have the power to solicit contributions, enter into contracts, and own property.

ARTICLE VI: Membership and Dues

1. Membership is made up of the parents whose children are registered players of the local league. The League officers will conduct registration. Any person chosen by the Board as a Coach will also be considered a member.
2. Membership and registration fees shall be assessed for any youth who participates in the League. The registration fee will cover the League's financial expense of umpires, equipment, insurance and league membership, and other program-related expenses.

3. The League may assess a different registration fee for each playing level depending on its specific requirements while keeping the cost affordable to the general community. The League may reduce or waive registration fees should player(s) present a financial hardship.
4. All membership and registration fees are payable at the time of registration unless designated otherwise by the Board.
5. A 100% refund will be issued if a player voluntarily withdraws prior to the draft, team assignment, or is injured prior to the beginning of regular season play.

ARTICLE VII: League Organization and Team Composition

1. The League shall generally consist of the following divisions:

--Softball Division--	League Age*
Day League	7 and Under
Night League	8 thru 12, unless a travel player on 12U or above
Bemidji Blaze Travel	8 thru 18

**Note1: Softball League age is determined on December 31st. Softball division ages may change based on the League Rules.*

2. Movement of individual players within league age groups shall not be allowed, unless approved by the Executive Board of the league.

ARTICLE VIII: Officers and Their Elections

1. The Board of Directors shall meet annually, prior to the end of January, for the purpose of the election of the Board of Directors. The annual meeting shall require a 7-day notice in a publication of general circulation or on the league website.
2. The officers of the Board shall consist of the President, Vice President, Secretary, and Treasurer. These officers will make the Executive Board.
3. The Executive Board is responsible for overseeing the conduct of the Board.
4. If necessary, the Executive Board may recommend the removal or suspension of a Board Member, coach, or assistant coach.
5. Candidates will be nominated by the Board, voted on by any members present at the meeting, and accepted by the Board in the January meeting.
6. For the purpose of the election of the Board, the League shall be defined as current board members, each to have one vote per office.
7. Voting shall be simple up/down with the Vice President and Secretary charged with the counting of the vote or ballots if needed.
8. The Board shall be changed at the conclusion of the vote or ballot count at the Annual Meeting.
9. All Board members shall assume their positions for a term of two years.

10. If a Board member fails to attend three consecutive meetings without adequate excuse or fails to perform the duties of his/her office, the Board shall declare that office vacant, the same holds true for missing 6 meetings in a calendar year.
11. The Board may appoint or nominate any individual to a vacated or unfilled position and will be voted upon and they will stay in position through the term of the exiting member.

ARTICLE IX: Board of Directors

1. The government of the League shall be under the supervision of the President of the Board of Directors.
2. The League shall be governed by the Board. The Board shall consist of the President, Vice President, Treasurer, Secretary, and up to 5 additional board members. The Board may also appoint non-voting directors including a Player Agent and League Directors,
3. The Board shall be responsible for the operation of the League.
4. The Board shall have the authority to control the collection and expenditures of money, adopt rules and regulations for its own conduct, and for conducting the affairs of the League not in conflict with the Constitution.
5. No officer, group of officers, or any member shall have the authority to make any purchase on behalf of the League without the approval of the Board of Directors.
6. The Board must select and approve all coaches of teams representing the League.
7. The Board shall start the selection of Team Managers/Coaches on or by March 30th of the current year. Unfilled positions after April 10th shall be filled by the Board by vote.
8. The Board shall annually establish the league membership and registration fees for each playing level. This decision will be based on current costs including, but not limited to insurance, uniforms, umpire fees, field usage and maintenance costs, and necessary capital improvements.
9. The Board must approve the use of League equipment and uniforms for all Leagues' participation.

Article X: Duties of Officers and Directors

President

- Chair all meetings of the Board, Executive Board, and the League
- Direct and guide the League
- Carry out the will of the Board
- Represent and speak on behalf of the League
- Assist division commissioners and participating League Boards in the performance of their duties
- Be responsible for the annual renewal of insurance
- Assure that the Directors and Coaches are familiar with the Code of Conduct, Sportsmanship standards, and act accordingly
- The League President must assure that players display sportsmanship during instructional, intramural, and especially while representing the community

- Make every effort to assure that the Directors and Coaches are fully versed in safety standards
- Carry out other such duties as requested by the Board

Vice President

- Assist the President in the performance of his/her duties
- Act for the President in his/her absence
- Carry out other such duties as requested by the Board

Treasurer

- Receive all monies and shall deposit them in the name of the organization in a bank approved by the Executive Board
- Keep an exact count of all receipts and expenditures of money and all money on hand
- Prepare and present a budget at the beginning of the fiscal year (January). The budget will be voted on and passed by the Board. Any expenses outside of the budget that exceeds \$50 requires a majority vote before being spent.
- Present a detailed financial report to the Board at each regularly scheduled meeting. The report should include at minimum the beginning balance from the previous meeting, itemized summary of all income, an itemized summary of all expenses, and a current balance. A current bank statement should be available for Board review.
- Pay all bills in a timely manner
- Provide financial information for annual tax filings
- Assist in filing Corporation documents with the Secretary of State's Office, including but not limited to annual state documents
- Undertake any such other duties as requested by the Board

Secretary

- Handle all correspondence for the League
- Maintain a current list of Board members, managers, coaches, and umpires
- Publish all meetings as required
- Keep a record (minutes) of all Board and League meetings

- Send minutes out to be approved at the next Board meeting via email
- Undertake any such other duties as requested by the Board
- Compares the bank statement to Treasurer's report at each meeting and addresses any discrepancies at the next meeting

Player Agent – Optional/Non-voting

- Oversees player assessment days and proper placement of players into leagues and onto teams
- Brings disputes over player placement to the attention of the Board for resolution
- Handles parental concerns regarding player placement
- Facilitate and collect satisfaction feedback survey results from parents and/or legal guardians of players following each season and presents these findings to the Board
- Undertake any other such duties as requested by the Board

League Directors – Non-voting

- League Directors cooperate with the Board of Directors to see that the objectives of the division are fulfilled and implement the provisions and best intentions of the constitution and bylaws of the League.
- Ensure that all players, Managers and Coaches exhibit GOOD SPORTSMANSHIP on and off the playing field, and participate in accordance with League rules
- Recommend managers/coaches for each team to The Board
- Ensure safe, fair play inside their respective league
- Identify and recommend coaching assignments to be approved by the Board
- Organize and facilitate pre-season coach's meetings supplying all coaches with necessary materials and instructions
- If necessary, meet with individual coaches, groups of coaches, and other persons to recommend and discuss solutions to team or coaching problems
- If necessary, recommend removal or suspension of a coach or assistant coach to the Executive Board
- Periodically monitor coaches are adhering to expectations set forth under Team Manager/Coach

Team Manager/Coach – Non-voting

To be considered for selection to manage/coach a team, the coaching candidate is required to complete in full a coaching application and submit it to the League during the designated registration times. Coaching applications will be reviewed, and the League Directors will select the appropriate number of head coaches for each playing level in addition to designating assistant coaches to each head coach. Background checks are required of all coaches and volunteers.

- Attend all manager meetings
- Conduct oneself in accordance with the League's Code of Conduct
- Conduct sufficient practice sessions to afford their players a reasonable opportunity to benefit from the softball program and to attend games and practices
- Communicate game times and locations to all player's guardians
- Attend all scheduled coach's meetings planned for the season
- Ensure that all players participate in accordance with League rules
- Treat fellow coaches, assistant coaches, board members, and all members of the League with respect and professionalism; always maintain open communication free of intimidation, discrimination, and ridicule
- Never use one's position to intimidate, bully or manipulate players, coaches, umpires, parents, or members of the Board
- Return all team equipment, at the end of each season, to the Equipment Manager on the day designated for that purpose. Include an inventory of all equipment noting any that need to be repaired or replaced
- Properly inspect and maintain (as necessary) the field prior to each game and practice
- Participate in tournaments hosted by the League

ARTICLE XI: Meetings and Quorum

1. **Annual Meeting** – The League shall meet annually, prior to the end of January, for the purpose of the election of the Board. The annual meeting shall require a seven (7) day notice in a publication of general circulation or on the league's website.
2. **Monthly Meetings** – shall be held pursuant to the time and place specified by the League President. During the spring and fall seasons, monthly meetings are held to maintain a vested interest in the League's operations and events. Meetings are open to league members. Outside members can submit a request to the Executive Board for approval to attend or be added to the agenda.
3. **Annual Budget Meeting** – The Board shall conduct an annual budget meeting no later than the end of November. The proposed budget for the upcoming fiscal year will be reviewed and approved by the Board no later than the end of January.
4. **Special Meetings** – may be called by the President at any time he/she deems necessary or by two members of the Executive Board for any purpose. A quorum needs to be present before voting on any issue.
5. **Quorums** – A quorum of the Board shall consist of 51% or more of the seated Board of Directors for that year.

6. **Action without Board Meeting** – The Board may act without a meeting if the Executive Board members can be contacted via email, and is in agreement on the proposed item. Please see Article XX for Electronic Voting.
7. Board decisions shall be decided by a majority vote of Board members present at called meetings.
8. Unless designated otherwise by the League President, all League's Board of Directors' Meetings will be held at the Bemidji Girls Fastpitch Softball Association field.
9. The President does not have a vote on any issue before the board except in instances resulting in a tie. The President shall then have the authority to vote to break the tie.
10. Board meetings shall be held as determined by the President.

ARTICLE XII: Standing Committees

1. Rules Committee

- a. Consists of the League Directors, President, and Vice President.
- b. The League adheres to the rules that govern and those dictated by an active member of the League.
- c. Purpose is to resolve any questions relating to rules or other on-field (game) activity that cannot be resolved by the Commission of the division involved.
- d. Meeting to be held as soon as possible after a request from the Division Commissioner but must be within seven days.
- e. Decision of the Rules Committee is final.
- f. A quorum shall consist of three (3) members.
- g. A decision is by majority vote.

2. Temporary Disciplinary Committee

- a. Three (3) representatives from the Board temporarily appointed by the President with the approval of the Board to investigate a specific disciplinary matter on behalf of the Board concerning a coach, assistant coach, parent, player, Board member, Officer of the Board, Director or any other member(s) of the League.
- b. The Committee will thoroughly review, devoid of bias, the specific disciplinary matter and recommend any action or non-action to the Executive Board at a Regular or Special Meeting against any member(s) of the League including, but not limited to, Removal.

3. Tournament Committee

1. Consists of at least one Board member liaison, a Tournament Director, and League members appointed by the Board.
2. The committee shall appoint a Tournament Director to lead the committee and act as the primary point of contact for inquiries regarding the tournament.
3. The committee shall be responsible for planning the annual at-home Bemidji Blaze Tournament. The committee will be responsible for coordinating all aspects of the tournament including but not limited to: team registration, promotion, sponsorships, tournament play, umpires, awards, concessions and preparation of facilities.
4. The committee shall follow the guidance of the Board and the Board liaison or Tournament Director shall provide updates to the Board at the monthly meeting, at minimum.

5. Any expenses for the tournament must be approved by the Board prior to being spent.

ARTICLE XIII: Amendments

1. The constitution and by-laws may only be amended at a duly called board meeting, with a minimum of seven days notification in a publication of general circulation or on the League's website.
2. A quorum with two-thirds majority vote of the board membership present is required to amend the constitution and by-laws.

ARTICLE XIV: Conflict of Interest

1. Any possible conflict of interest on the part of any member of the Board, shall be disclosed, in writing, to the Board and made a matter of record through an annual procedure, and also when the interest involves a specific issue before the Board.
3. An Arbitration Board will consist of the President, the Director of the League involved, and the Rules Chairperson of the league involved.
4. No member of the Arbitration Board shall sit in judgment if their team or any member of their team is involved. The remaining members plus a member of the League appointed by the President shall sit in judgment.
5. The Arbitration Board shall settle all disputes concerned with protests and supervision of players, umpires, managers, and/or any other members of a team.
6. Any dispute involving a League team is also subject to the ruling of the League Board.

ARTICLE XV: Dismissal from the League

1. Any member of the Board may be removed by a quorum and two-thirds vote of the body membership present upon notification to the entire Board.
2. A meeting will be scheduled on a date agreeable to both parties, not to exceed five days from the date of notification. At said meeting, the individual will be presented with the opportunity to show just cause why he/she should not be removed from his/her position.

ARTICLE XVI: Records, History, Documentation & Confidentiality

1. The League shall accurately maintain books, records, history, and associated documentation pertaining to all League activities. This includes but is not limited to: minutes from Board Meetings, registration documentation, accounting financial statements, and any other documentation deemed as binding, contractual, or serving an official purpose.
2. All League documents and documents containing confidential information provided by members are kept confidential and not released to any other organization that is not a League Affiliate. Such documents may be used for the purpose of geographic and age verification within the League.
3. Any documentation stored online shall be accessible by at least two members of the Board at all times.
4. All digital properties such as, but not limited to, the League's website, social media pages or groups, and email platform, shall have at least two board members assigned Admin access at all times.

ARTICLE XVII: Hardship Cases

1. In keeping with the League's mission statement and purpose, the league desires that no child be prevented from participating in a softball program based solely on the inability to pay membership or player registration fees due to

financial hardship. Upon request of a Board member, parent, or legal guardian of an eligible youth, the Executive Board will review on a personal and confidential basis, a waiver of membership and/or registration fees based on the hardship. On an annual basis, the Board of Directors can establish a limit as to the number of hardship cases per the annual budget

ARTICLE XVIII: Sportsmanship

1. The philosophy of the League places emphasis on clean play and sportsmanlike conduct. Sportsmanship is the heart of these attributes. The definition of "sportsmanship" includes fairness, courteous resolutions, and graceful acceptance of results. It is the League President's responsibility to assure that the coaches are familiar with this standard and act accordingly. The League President must assure his/her own actions reflect these attributes in order to pass them along to the children. The League President and coaches must assure that players display sportsmanship during instructional, intramural, and especially while representing the community. The League President shall make every effort to assure that the coaches are fully versed in safety standards. All play, practice, or games shall be done in a safe manner. Unsafe play, either on the field or on the sidelines, will not be tolerated. All unsafe practices shall immediately be brought to the coaches and League President's attention. Any BGFSAs Board Member or coach has the authority to put an immediate stop to unsafe activities and if individuals refuse to cooperate, they may be asked to leave the area. Any unsafe activity should be brought to the attention of the Board of Directors.

Article IXX: Code of Conduct

1. Any Board member, League manager, or coach may seek to suspend or dismiss a player or his/her parent(s) and/or guardian(s) for disruptive behavior or repeated unexcused absences from games or practices. Incidents mentioned in the prior sentence must be documented by date and event and submitted to the League President and Vice President for review prior to any action being taken. Please see the League Code of Conduct for further details.

ARTICLE XX: Electronic Voting

1. Members of the Board of Directors may from time to time require the Board to render a vote on league matters between formal face-to-face meetings. Any member may make a motion by email for policy, program content, and budget matters, etc., provided the motion is emailed to the entire Board.

2. Every Board member is required to respond (RSVP) to the entire distribution list saying they've received the motion. This ensures that the Board is conducting business per the By-Laws, as if a face-to-face meeting has been announced and every board member has had a chance to decide to "attend".

3. The motioning member will allow seven (7) days for RSVP's and votes to accumulate. This is to allow for Board members who don't access their email daily. If a Board member is unavailable or inaccessible for extended periods, the matter must be referred to a face-to-face Board meeting, unless the Board member has notified the Board that they will accept email decisions made by the Board while the Board member is unavailable or inaccessible.

4. Email discussion of the motion must include the entire board.

5. The first Board member to vote in favor of the motion with no changes will be considered a second to the motion.

6. If any Board member indicates, in their RSVP or during email discussion of the issue, that they consider the matter requires face-to-face discussion at a scheduled Board meeting, email voting will be suspended.

7. At the end of the 7th day (or sooner if all members have RSVP'd and voted), the motioning member will tally all RSVP's, members' names, and votes; yes, no, and abstentions, and provide the results to the Board by email. The motion, or motion as amended by email discussion, will pass if the majority (or 2/3's depending on the type of motion and bylaw requirements) of the entire board has voted yes, and ALL Board members have RSVP'd.

8. If not all members have RSVP'd, the vote will not count, and the matter will be deferred to the next face-to-face Board meeting.

9. The secretary will record the results of the "Motion by Email" in the minutes of the NEXT scheduled face-to-face Board meeting.

ARTICLE XXI: Parliamentary Authority

1. "Roberts Rules of Order" shall be the parliamentary authority on all matters not covered by the Constitution and By-Laws of the League.

ARTICLE XXII: Order of Meetings

1. The order of business for meetings shall generally be as follows unless otherwise modified by the Board.
 - a. Call to Order – by the presiding Officer
 - b. Roll Call – by the Secretary
 - c. Minutes of the previous meeting will be distributed via email by the Secretary prior to the following scheduled monthly meeting. The minutes will be voted for approval at the next scheduled board meeting.
 - d. Treasurer's Report
 - e. Reports of Committees
 - f. Unfinished Business
 - g. New Business
 - h. Adjournment