

**Constitution and By-Laws of the
Imperial Beach Girls Softball League**

Amended February, 2022

ARTICLE I - NAME

The organization shall be known as: *Imperial Beach Girls Softball League*; hereinafter referred to as “IBGS”. IBGS is a nonprofit public benefit corporation organized and operated exclusively for charitable purposes within the meaning of section 501 (c) (1) of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (1) of the Internal Revenue Code or (b) by a corporation to which contributions are deductible under Section 170 (c) (2) of the Internal Revenue Code.

ARTICLE II – PRINCIPAL OFFICE

- **Section 1:** The principal office of the IBGS shall be in the City of Imperial Beach, California. It shall be at 425 Imperial Beach Blvd (Sports Park). The mailing address will be “P.O. Box 1358, Imperial Beach, CA 91933.”

ARTICLE III – PURPOSE

- **Section 1:** The purpose of the IBGS shall be to organize and supervise the playing of youth softball under the rules and regulations of United States of America Softball (USA Softball), USA Softball of Southern California, and the South San Diego USA Softball District. IBGS is currently classified by all USA Softball governing bodies as a Junior Olympic “B” League. The USA Softball program stated purpose of the Junior Olympic “C” program is to provide a recreational program and championship tournaments for recreational teams registered with USA Softball.

ARTICLE IV – MISSION STATEMENT

- **Section 1:** It shall be the policy of the IBGS League to conduct its activities so that the physical and moral welfare of the young people for whose benefit it is organized shall be paramount. It is policy to help girls between ages 4 and 16 meet new friends, develop good sportsmanship, mold and

strengthen character, learn the value of playing a team sport, and to achieve high skills in fast pitch softball while they have fun.

- **Section 2:** No person who is a member of or is in any way connected to IBGS shall receive any personal benefit beyond the reasonable value of the services in carrying out the purpose for which IBGS has been organized.

ARTICLE V – GENERAL MEMBERSHIP

- **Section 1:** A General Membership voting member shall be an adult at least eighteen (18) years of age and who is active in IBGS as a registered parent or guardian of a player(s), a board member, manager, coach, or volunteer. Each voting member shall have only one (1) vote regardless of the number of titles they hold or the number of children they have in IBGS. A member must be present at General Election meeting to cast a vote. There is no voting by proxy.

ARTICLE VI – IBGSB BOARD OF DIRECTORS

- **Section 1: Elections**

The elected positions of the IBGS Board members shall be the President, Vice President, Secretary, Treasurer, Player Agent, Concessionaire, Assistant Concessionaire, Special Events Coordinator, Equipment/Field Maintenance Manager, Chief Umpire, League Administrator, Publicity/Webmaster and Risk Manager. Each office shall be open for election annually and each office shall be filled separately. The elected positions of the IBGS, shall constitute a Thirteen (13) member board. All Board members must pass the USA Softball/ACE Background check.

- **Section 2: Term of Office**

The term of office for all Board of Directors shall start with the general membership meeting in August. The outgoing Board will convene the August General membership meeting and publicly turn over their offices to the new Board.

- **Section 3: Vacancy**

Should a vacancy occur on the board, a replacement board member will be nominated by the President and approved by the Board.

- **Section 4: Removal of Office**

The Board may remove any Director, Chairperson, or a Representative by a two-thirds (2/3) vote of the Board Members present as long a quorum exists. Any Board Member missing three (3)

consecutive regularly scheduled Board and/or General Membership meetings may be removed from the Board. Any Board member can be removed for failure to abide by the IBGSB By-Laws or for dereliction of duty, by a 2/3 vote of the Board. The Board must be notified 24 hours in advance of un-scheduled meeting.

- **Section 5: Duties and Responsibilities**

The Board is solely responsible for conducting the operation of the IBGS. The Board shall establish policies and procedures to implement these By-Laws and to govern the day-to-day operation of the IBGS. Any policy, procedure, or other action established by the Board **must** not violate any provision of any article of these By-Laws.

The Board may employ outside services as they deem necessary. Such services may include consultants, legal services, accounting services, and umpires. It is the responsibility of all of the Board members to participate in all league functions throughout their entire elected term.

- **Section 6: Compensation**

No participating or General Member shall receive any compensation, including monetary compensation, or any other thing of value, for their service as a member of the Board, with the exception of free membership that is provided to all children of current board members.

ARTICLE VII – DUTIES OF THE BOARD MEMBERS

- **Section 1: President**

The President shall conduct the affairs of the IBGS, execute the policies established by the Board, and shall be responsible for the conduct of the IBGS. It shall be the duty of the president to preside over all meetings of the Board and General Membership. He/She shall attest to all order upon the Treasury. The present shall be an ex-officio member of all committees. He/She shall have the power to appoint such committees as he/she deems necessary. The President shall attend or be represented to all meetings with the City of Imperial Beach staff (including Parks and Recreation) and report pertinent information to the Board of Directors. The President shall be allowed to vote. The President's vote shall be a tiebreaker when votes are evenly cast. In the event of a tie, the Presidents vote shall prevail.

- **Section 2: Vice President**

In the absence of the President, the Vice President shall perform the duties of the President and attend all Board and General Membership meetings. In the absence of the President, the VP shall

have the voting rights of the President in regards to breaking ties. He/She is responsible for obtaining sponsors for the league and for the procurement and delivery of sponsorship plaques, banners, and thank you letters. He/She shall prepare and submit a report of activity at all general meetings for board review. (Note: All sponsorships will be placed in the general fund and not assigned to a specific team, with the exception of All-Stars and GFL)

- **Section 3: Secretary**

It shall be the duty of the Secretary to keep accurate records of the proceedings on the Board and General Membership meetings. Copies of the minutes shall be presented at all following meetings for approval. He/She will be responsible for all mailings and correspondence to the General Membership using e-mail or postal mailings. He/She shall provide to the General membership a list of the names, addresses, and phone numbers of the Board of Directors, a copy of the By-Laws, Policies and Procedures, and Divisional supplemental rules.

- **Section 4: Treasurer**

It shall be the duty of the Treasurer to receive and disburse all funds with the approval of the Board, keep an accurate account of the funds received and disbursed, submit a financial report and copy of our bank statement for Board review at all General Board Meetings, and shall provide the books of IBGS and other such documentation as requested for an audit. All checks drawn on IBGS shall be signed by the Treasurer and co-signed by the President, Vice President or Secretary. The treasurer shall be custodian of the Post Office Box located at the Imperial Beach Post Office. The Treasurer shall remain in the office until after the year-end audit is complete and expedite the transfer of signers on the bank accounts while adhering to the bank rules. The treasurer shall maintain the non-profit status of the league.

- **Section 5: Player Agent**

The player Agent shall be responsible for conducting registration and all matter concerning the eligibility of the players. He/She shall also preside over and conduct any and all meetings involving the players. He/She shall follow the Policies and Procedures relating to the drafting of players. He/She shall be responsible for conducting the drafting of players. The Player Agent must approval all player transactions and conduct all procedures regarding player misconduct. Division representatives may be assigned or chose by the Player Agent throughout any season. He/She shall make sure player registration forms are kept in the designated and approved area. He/She shall purge the outdated registration forms after a set period of time.

- **Section 6: Concessionaire**

The Concessionaire is responsible for establishing the hours and days of operation. He/She prepares the schedules for volunteer workers (and notifies same), does the purchasing of all stock and merchandise, sets the pricing for all goods with the Boards approval, and meets with vendors as necessary. He/She keeps detailed records of all sales. The Concessionaire prepares daily drops for the Treasurer, provides monthly activity reports including receipts to the Treasurer. He/She is responsible for setting policies and procedures for the operation of the snack bar with Board approval.

- **Section 7: Assistant Concessionaire**

The assistant concessionaire will perform all the duties of the assigned to the Concessionaire in his/her absence. He/She will report to the Concessionaire.

- **Section 8: Special Events Coordinator**

The Special Events Coordinator is responsible for forming and presiding over the committees for the opening/closing day activities, picture day, candy sales, barbeques or other functions decided by the Board. He/She is responsible for establishing and maintaining a network of Team Parents, and transmitting information from the Board to the teams pertaining to Special Events. He/She will ensure that a current list of Team Moms/Dads is provided to the concessionaire to facilitate scheduling of volunteer workers.

- **Section 9: Equipment/Field Maintenance Manager**

The Equipment/Field Maintenance Manager is responsible for equipment maintenance, inventory management, distribution and collection of all league equipment, keys, and property. He/She will submit opening and closing inventory report (including a list of all equipment needed to be purchased) to the Board. He/She will coordinate all field maintenance activities to ensure the fields are in proper condition to safely conduct games. He/She will coordinate with all teams coaches/managers to prepare the fields prior to games (dragging/raking, watering, chalking), and ensures that there are necessary supplies on hand to perform field maintenance (including chalk).

- **Section 10: Chief Umpire**

The Chief Umpire is responsible for scheduling with Umpires Association and game and practice schedule for all seasons.

- **Section 11: Publicity/Webmaster**

The Publicity and Webmaster updates and maintains the league website, coordinates the registration/special event flyer's, maintains the IBGS social media pages and should routinely submit articles to the local media.

- **Section 12: Risk Manager**

The Risk Manager is the administrator and responsible for obtaining the league USA Softball Background cards. In addition, he/she is responsible for obtaining insurance to protect IBGS and its members in case of injury or accident involving IBGS activities by registering players and performing background checks on all managers, coaches, Board Members and volunteers associated with the league.

- **Section 13: League Administrator**

The League Administrator is responsible for the administration of uniform and award vendors, acts as head scorekeeper and is responsible for gathering league standing and forwarding to the webmaster for posting. He/She is responsible for all uniform orders.

At no time shall the Board be without the President, Vice President, Secretary or Treasurer. Upon a vacancy of one of these positions the next Board member in the hierarchy order shall step into the open position until a permanent Board member is appointed. He/She shall have the rights and responsibilities that go with the position. The hierarchy order goes as follows: President, Vice President, Secretary, and Treasurer.

ARTICLE VII – COMMITTEES

Miscellaneous committee: The President may appoint committees as necessary

ARTICLE IX – MEETINGS

- **Section 1:** General Membership shall be held in January, February, March, April, July, August, and as needed throughout the playing seasons. A majority vote of the Board is sufficient to call a meeting at other than these specified times. A reasonable notice of non-regularly scheduled General Membership meetings shall be disseminated through such means, as the Board shall direct.
- **Section 2:** The Board shall meet monthly at a regular set time and place. Seats may be granted by the Board when a request is received. Additional Board meetings may be called at any time if deemed necessary by the President. A quorum for any meeting shall be a simple majority of the board. A quorum is needed for any voting and voting by proxy is not allowed. No member of the

Board shall be allowed to abstain on a vote unless there are grounds for a conflict of interest agreed upon by the remaining Board members in advance.

- **Section 3:** “Robert’s Rule of Order, Revised” shall govern procedures of meetings of the General Membership and Board.

ARTICLE X - ELECTIONS

The annual election of officers shall be held as follows:

- a) At the March General Membership meeting, nominations will be accepted.
- b) Nominations may be made by the General Membership at the March meeting and the names added to the ballot.
- c) Nominees must be present or supply a written consent within 10-days of the nomination. Write in candidates are accepted on ballots.
- d) A simple majority of the votes shall be sufficient to elect an officer.
- e) The officers shall be elected by written ballot by the General Membership at an election held prior to the end of closing day.
- f) Each voting member of the General Membership will be allowed one vote in the election of officers. Members must be present to vote. See article V for General Membership definition.

ARTICLE XI – FISCAL YEAR END AUDITS

- **Section 1:** The fiscal year for IBGSB shall be from July through June of each year. In June of each year an audit will be conducted of IBGS’s finances in preparation for the new Board taking office. The results of the audit will be presented at the first fall General Membership meeting. The results of the audit will not prevent the incoming Board from taking office. The auditor shall be a person from outside of the league with an understanding of fiscal accounting.

ARTICLE XII SPONSORS

- **Section 1:** All sponsors shall be approved by the Board. Sponsor fees will be recommended by the Vice President and approved by the Board. League sponsor fees will be retained by the league treasury general fund, with the exception of All-Stars and GFL.

ARTICLE XIII – SPORTSMANSHIP AND CODE OF CONDUCT

- **Section 1: Standards** - Good sportsmanship and personal conduct standards are essential to the proper operation of the IBGS. Every person associated with the IBGS is required to demonstrate a high degree of good sportsmanship and personal conduct. The Board has the responsibility to enforce high standards of sportsmanship and personal conduct. These standards apply to everyone associated with IBGS, including managers, coaches, parents, players, spectators, and anyone else present at an IBGSB game, practice, or other league sanctioned function. IBGS participants must also follow the Code of Ethics of Southern California USA Softball Association.
- **Section 2: Sanctions** - The IBGS Board is empowered to enforce these standards and, if necessary, issue sanctions to people who violate the standards of sportsmanship and personal conduct. The sanctions the Board may take are verbal and written warnings, removal from leadership positions on a team, suspension from active participation in IBGS activities, restriction from IBGS playing fields and other sites, and/or other actions deemed appropriate. In more severe instances, the IBGS Board may refer the circumstances to USA Softball officials for additional action.

ARTICLE XIV – RULES

- **Section 1: Playing rules.** Playing rules and regulations will be the Official rules of USA Softball for the year the games are played. The Board of Directors shall provide supplemental playing rules to meet the needs of the league.

ARTICLE XV – BACKGROUND CHECKS

- **Sections 1: Background Checks** – All adult volunteers, including Managers, Coaches, Team Parent, and Board members are subject to background checks performed by USA Softball. A completed volunteer form is required on all volunteers prior to the start of every season. Volunteers may be allowed to participate in league functions once the necessary background forms have been submitted to the league.
 - a) All volunteers have the ability to deal directly with USA Softball to perform this check, but must present a valid USA Softball background card prior to being permitted to participate in league functions.

ARTICLE XVI – AMENDMENTS TO THE BY-LAWS

- **Section 1:** These By-Laws and Policies and Procedures can be amended by the following procedure:
 - a) A proposed change must be submitted in writing from a current board member at the January General Membership meeting.
 - b) The change to the By-Laws and Policies and Procedures will be approved by a two-thirds (2/3) vote of the Board at the February Board Meeting and disseminated at the February General Membership meeting.

ARTICLE XVII – DISSOLUTION OF THE CORPORATION

- **Section 1:** Upon dissolution of the corporation, its assets remaining after payment or provision for payment, or all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation which has established its tax exempt status under Section 501 (c) (1) of the Internal Revenue Code.

ARTICLE XVIII – RATIFICATION OF THE BY-LAWS

These By-Laws of the Imperial Beach Girls Softball League, adopted by the Board of Directors on this date 4/12/22, shall supersede all previous By-Laws issued by the Imperial Beach Girls Softball League.

 4/12/22
Signature of Board President Date

 04/12/22
Signature of Board Secretary Date