



By-laws



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About this Manual

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Article I: Name and Location

Section 1. Name

This organization shall be known as the FOOTHILL GIRLS SOFTBALL LEAGUE, hereafter referred to as the League or FGSL.

Section 2. Location

The League boundaries shall be bounded by the El Dorado County line on the west, El Dorado County line on the south, South Fork of the American river on the north, the school district boundaries including Oak Ridge and Ponderosa School District's attendance areas drawing separation from El Dorado and Union Mine School Districts on the East. The 2006/2007 school district boundary reference will preside as the one definitive boundary reference.

Article II: Purpose and Objectives

The purpose of this League is to establish organized softball with ultimate objectives of social, physical, mental and moral development of girls aged 5-18 years. A program of friendly competition with the goal of educating players about sportsmanship, teamwork, fellowship, courtesy, discipline, and integrity will be established.

Article III: NorCal/Girls Softball Association Membership

Section 1. League Membership

All girls meeting the requirements of age and residence set forth in the by-laws of the League, or any participating adults or parents of current League players, shall be eligible for membership.

Section 2. Voting

Any adult and any sitting board member who is a League member shall have one (1) vote in the election process for positions of Board members. They will have one (1) vote at the general meeting for general membership issues.



Article IV: Board of Directors and Executive Board of Directors

Section 1. Executive Board of Directors

1. The Executive Board of Directors of this League shall be elected by ballot method approved by the Board. The positions of office shall include: President; Vice President; Secretary; Treasurer; Player Agent; Umpire-in-Chief and Coaches' Coordinator.
2. The Board of Directors of this League shall be elected by ballot method approved by the Board. The positions of office shall include: President; Vice President; Secretary; Treasurer; Player Agent; Umpire-in-Chief; Coaches Coordinator; Equipment Coordinator; Uniforms and Trophies Coordinator; Fields Coordinator; Snack Bar Coordinator; Fundraising Coordinator; Publicity/Public Relations Coordinator; Events Coordinator; 6U Coordinator; 8U, 10U, 12U, 14U and Majors (16U-18U) Division Coordinators; Travel Ball Coordinator; and the Select, All-Star, and Fall Ball Coordinator; and Scheduler.
3. In addition to the above named Board of Directors, the position of Past President is established. This is a non-elected position, which may only be filled by anyone who has served as the President for FGSL in the immediately preceding five (5) years. Appointment to the position requires a two-thirds (2/3) majority vote by the current Board of Directors. The duties of the position are as follows:
 - a. Shall act as an advisor to the President and the Board.
 - b. Shall assist any Board member with his or her activities if necessary
 - c. Shall have no authority over matters except for those expressly given by the President and/or Board.
 - d. Shall have no voting privileges.

Section 2. Term

The term of office shall be from September 1st through August 31st.

Section 3. Board of Directors

The Board of Directors shall consist of the below positions. It shall be the duty of the elected Executive Board of Directors to appoint qualified people for other positions as necessary for the operation of the League. The duties of the Board of Directors shall include, but not be limited to the following:

1. President

- a. Shall preside at all meetings of the League
- b. Shall serve as representative to NorCal
- c. Shall conduct Opening Day and Closing Ceremonies
- d. Shall maintain a running history of the League
- e. Shall create and maintain a budget for related expenses
- f. Shall be responsible for arranging for team and League insurance



- g. Will have served a minimum of one year on the Board of Directors before assuming the office of President or , if no board members qualify for this board position, any current board member, no matter how long they have been on the board, may assume the president position with a board vote.
- h. The position of president shall be a two year term commitment.
- i. Shall be responsible for hiring of webmaster and providing direction for updating and maintaining the League's official website.
- j. Shall have administrative authority over the FGSL website.
- k. Shall have access to league bank accounts

2. Vice President

- a. Shall act as an aide to the President
- b. Shall serve as representative to NorCal
- c. Shall review local rules
- d. Shall update League by-laws and rules
- e. Shall create and maintain a budget for related expenses
- f. Shall be in charge of election of Board of Directors for the new Board
- g. Shall coordinate the volunteer activities of parents
- h. Absent a fundraiser position, shall be responsible for fundraising and sponsors
- i. Assumes the role of President in the absence of the president
- j. Shall have administrative authority over the FGSL website.
- k. Shall have access to league bank accounts.

3. Secretary

- a. Shall maintain records of business transacted at each meeting.
- b. Email a copy of meeting minutes to board members.
- c. Send email to board prior to meeting about desired topics for meeting agenda.
- d. Provide agenda for board members at meeting
- e. Reserve meeting location with business
- f. Publish meeting agendas and minutes on FGSL website
- g. Shall create and distribute survey approved by the board at end of season

4. Treasurer

- a. Shall receive and distribute all funds of the League as authorized by the Board
- b. Shall keep financial records
- c. Shall be responsible for prompt payment of League bills
- d. Shall maintain a running history of the League's financial records
- e. Shall create and maintain a budget for all league expenses
- f. Shall assist the Player Agent/Registrar in ensuring all registration payments are made
- g. Shall provide regular updates on the financial status of the league in board meetings and as requested by board members
- h. Shall have access to bank accounts



5. Player Agent/Registrar

- a. Shall issue team rosters and communicate to NorCal & GSSA all team/player changes received
- b. Shall be responsible for activities concerning the registration process
- c. Shall maintain a running history of Player Agent activities for the League
- d. Shall create and maintain a budget for related expenses
- e. Shall assist the Division Coordinators in the drafts and team formation
- f. Shall be responsible for ensuring all registration fees are paid before a player begins practice
- g. Shall have administrative authority over the FGSL website.

6. Umpire-in-Chief

- a. Shall schedule all Umpires
- b. Shall schedule school/clinics for Umpires
- c. Shall evaluate the skills and knowledge of the Umpires
- d. Shall be primary contact for all Umpires and Scorekeepers
- e. Shall create a budget and maintain the finances and related records for the umpiring crew

7. Equipment Coordinator

- a. Shall purchase necessary equipment
- b. Shall keep an inventory of each team's equipment
- c. Shall disburse and collect equipment from team Managers
- d. Shall create and maintain a budget for related expenses

8. Uniforms and Trophies Coordinator – if position is unfilled in any given year, duties are to be performed by Equipment Coordinator

- a. Shall purchase necessary uniform shirts and trophies
- b. Shall acquire and disburse uniform shirts to Division coordinators
- c. Shall acquire and disburse trophies
- d. Shall create and maintain a budget for related expenses

9. Fields Coordinator

- a. Shall obtain required use permits for fields utilized by the League
- b. Shall create a budget and maintain the finances and related records for field maintenance
- c. Shall oversee condition and preparation of the fields
- d. Shall develop a plan for field improvement if required
- e. Shall organize a field day for improvements if required

10. Coaches Coordinator

- a. Shall coordinate the recruitment and selection of Managers and Coaches and staffing for each team in consultation with division coordinators
- b. Shall establish necessary clinics for Managers, Coaches, and Players
- c. Shall assist Managers and Coaches with the development of their knowledge and abilities of girls' softball



- d. Shall coordinate the activities of the Division Coordinators, if and when appropriate
- e. Shall create and maintain a budget for related expenses
- f. Shall have administrative authority over the FGSL website.

11. Snack Bar Coordinator

- a. Shall be responsible for the Snack Bar, its operation and staffing
- b. Shall purchase supplies and keep inventory
- c. Shall maintain the Snack Bar equipment
- d. Shall create a budget, maintain the finances and financial records
- e. Shall report the financial status to the Board during regular monthly meetings

12. Publicity/Public relations/Booklet Coordinator

- a. Shall be responsible for the production and distribution of a yearbook to all teams prior to Opening Day
- b. Shall be responsible for all publicity-related activities including, but not limited to, newsletters, placement of information in local newspapers and school newsletters, and road signs announcing registration for the spring season
- c. Shall purchase all necessary supplies for production
- d. Shall create and maintain a budget for related expenses
- e. Shall have administrative authority over the FGSL website.

13. Fundraising Coordinator

- a. Shall be responsible for all fundraising activity including, but not limited to, any and all raffle-related activities and sponsorships
- b. Shall be responsible for ensuring that all sponsorship fees are paid
- c. Shall create and maintain a budget for related expenses

14. 6u Coaches Coordinator

- a. Shall be responsible for coordination of, and Managers' relations within, 6u only.
- b. Shall assist in the recruitment, selection, and development of Managers and Coaches
- c. Shall be the Division's Manager and Coaches' representative to the Board
- d. Shall instruct Managers and Coaches of League rules and by-laws
- e. Shall create team selections
- f. Shall report all team and/or player changes made to the Player Agent

15. Travel Ball Coordinator

- a. Shall be responsible for coordination of and Managers relations for all League sponsored Travel Ball teams
- b. Shall assist the Coaches Coordinator in the recruitment, selection and development of Managers and Coaches
- c. Shall be the representative to the Board for all Travel Ball teams housed within the League.
- d. Shall instruct Managers and Coaches of League rules and by-laws
- e. Shall create and maintain a budget for all Travel Ball related expenses
- f. Shall conduct Travel Ball tryouts at all levels, i.e., 10U, 12U, 14U, 16U, & 18U
- g. Shall report all team and/or player changes made to the Player Agent



- h. Shall be responsible for player evaluations
- i. Shall collect deferred registration payment for players
- j. Shall determine Travel Ball fees separately from recreation ball fees; fees may be adjusted up or down throughout the season for additions and deletions to the tournament schedule.
- k. Shall oversee conduct of Travel Ball managers, coaches and players and shall aid the President and Executive Board of Directors regarding matters involving disciplinary action.

16. Select, All-Star and Fall Ball Coordinator

- a. Shall be responsible for coordination of all League sponsored Select, All-Star, and Fall Ball teams
- b. Shall coordinate the recruitment and selection of Select, All-Star, and Fall Ball, Manager, Coaches, and staffs.
- c. Shall instruct Select, All-Star, and Fall Ball coaches of League rules and by-laws
- d. Shall assist with Select, All-Star, and Fall Ball tryouts at all levels
- e. Shall coordinate related activities with NorCal and GSSA, including participation in relevant meetings
- f. Shall assist with fundraising efforts for Select, All-Star, and Fall Ball teams approved by the League
- g. Shall create and maintain a budget for all related expenses

17. Events Coordinator

- a. Shall be responsible for planning and coordinating Opening Ceremonies, Closing Ceremonies, and other official league events approved by the board.
- b. Shall coordinate with the VP on the volunteer needs for events
- c. Shall coordinate with publicity coordinator to publicize events
- d. Shall supervise the FGSL photography program
- e. Shall create and maintain a budget for related expenses

18. Scheduler

- a. Shall schedule fields for all practices and games, including rescheduled and make-up games; includes partnering with relevant board members for related tasks
- b. Shall coordinate with other NorCal recreational leagues on inter-league schedules
- c. Shall coordinate fields for League playoffs and League tournaments
- d. Shall partner with Select / All Star / Fall ball coordinator on field scheduling for Fall Ball
- e. Shall have administrative authority over the FGSL website.

Section 4. Election of Board of Directors

Ballots will be prepared and made available to the League's voting members at or before the Closing Ceremony. Results of the voting will be announced on the League website.



Section 5. Disciplinary Action

1. To preserve the order of the league, the President may, in extraordinary circumstances, temporarily suspend a coach, manager, player, parent or participant in the League for conduct that is detrimental to league operations. This suspension can be for a maximum of seven (7) days. Upon exercising this authority, the President shall notify the Executive Board in writing of the circumstances surrounding the incident and actions taken to date. The president shall then convene a meeting of the Executive Board to review the situation within seven (7) days. The affected league member shall be notified in writing of the time and place of the special meeting and shall have the opportunity to present information to the Executive Board as a part of their review. Presentations may be made in writing. In the event that a quorum of Executive Board members cannot be assembled in seven (7) days, the suspended member may resume participation in the league until a meeting is convened.
2. Unless action was taken by the President as provided in Article IV, Section 5 of these by-laws, disciplinary action against a Board Officer, Coach, Manager or League member will only be considered if a written request is presented to the Board at least one week prior to a scheduled Board meeting. Written notice of impending action must be given to the charged individual and Executive Board members prior to the Board meeting at which time the action will be discussed. The charged individual will be allowed to speak on their behalf at the Board meeting. Final discipline or removal from position requires a two-thirds vote of the attending Executive Board members.
3. **Manager Coach, or Spectator Ejection**
 - a. Within a reasonable amount of time after the end of the game, any game Umpire who ejects a Manager, Coach, or spectator will either verbally or in writing, report the incident to the Umpire-in-Chief and the Division Coordinator, identifying the ejected individual and the team in which the individual is associated.
 - b. Within 48 hours after being notified by the game Umpire, the Umpire-In-Chief will, either verbally or in writing, report the incident to the President, at which time the President will notify the ejected Manager, Coach, or spectator of the term and conditions (see section F below) of his/her suspension.
 - c. If it is his/her first ejection of the season, any Manager, Coach, or spectator ejected from a game by the game Umpire will be suspended from the next game played by his/her associated team, in addition to the game ejected from.
 - d. If it is his/her second ejection of the season, any Manager, Coach, or spectator ejected from a game by the game Umpire will be suspended from the next two (2) games played by his/her associated team, in addition to the game ejected from.
 - e. If it is any Manager, Coach, or spectators third ejection of the season, the following actions will occur:
 - i. Within 48 hours after being notified by the game Umpire, the Umpire-In-Chief and/or the Division Coordinator will, either verbally or in writing, report the incident to the President.
 - ii. Within 48 hours after notification, the President will, either verbally or in writing, call a special meeting to take place within 72 hours of Board member contact.
 - iii. During the special meeting, the Executive Board of Directors will decide on



- appropriate disciplinary action.
- iv. Within 48 hours of the meeting, the President will, either verbally or in writing, notify the ejected Manager, Coach, or spectator of the disciplinary action determined appropriate by the Executive Board.
 - v. If during the term of his/her suspension, a Manager, Coach, or spectator is present at any game played by the team with which the individual is associated, any completed game(s) will be forfeited to the opposing team.

4. Conduct/Behavior

- a. All FGSL rules and policies governing conduct will be in effect, including but not limited to zero tolerance of unsportsmanlike conduct on the part of players, coaches and parents. All Managers, Coaches, players, family and friends will be expected to conduct themselves in an ethical and sportsmanlike manner. Managers will be held responsible for the conduct of the entire team, including the parents. If a parent or player is behaving inappropriately the Manager has the responsibility to the rest of the team to take whatever action she/he deems appropriate to remedy the situation.
- b. It will be at the discretion of the Manager to replace a player with an alternate if behavior problems involving players and/or parents occur that may be deemed adverse to the team.
- c. In an effort to set a good example for the girls smoking and or chewing will not be allowed while on the field.

5. Family Members

- a. Board members shall not participate in disciplinary discussions or decisions that involve a member of their immediate family.
- b. Affected board members may submit written statements in advance or provide relevant information during a meeting but must excuse themselves before the matter is deliberated by the board or executive board.
- c. The affected board member shall not count in calculating a quorum in situations related to this rule.

Section 6. Vacancies

Vacancies occurring in elected offices before the expiration of that term shall be appointed by the President with approval of an Executive Board of Directors.



Section V: Meetings

Section 1. Annual Meeting

An Annual Meeting will be held for the purpose of conducting the election of Board of Directors at Closing Day Ceremony. If any positions are not filled by election, the President may fill these positions by appointment with the approval of the Executive Board of Directors.

Section 2. Notice of Meeting

FGSL Executive Board meetings are considered closed sessions. All General Board meetings are open to the public.

Section 3. Special Meetings

Special meetings may be called by the Board or the President at their discretion. Upon written request of at least ten (10) League members, the President shall call a special meeting to consider a specific request.

Section 4. Transaction of Business

1. Regular Meetings

- a. Meetings of the Board of Directors shall be held as required for the transaction of business after all board members have been notified of the time and place. A majority of Board members, one plus half of the current number of Board members must be present at a meeting to constitute a quorum for the purpose of transacting business. The President shall not vote on issues before the Board except as a tiebreaker or when needed to form a quorum. Any matters not specifically addressed in these by-laws will follow the guidelines set forth in Robert's Rules of Order. Due to the sensitive nature of board meetings, children under the age of 18 shall not be permitted to attend regular board meetings.
- b. Meetings of the Executive Board, to include contractual issues and member discipline, and similar operational issues require $\frac{3}{4}$ of the Executive Board members in attendance. Normally, these meetings shall take place immediately following a regular Board of Directors meeting and will be administered with a separate agenda and meeting minutes.

2. Absences

If any board member misses two (2) consecutive meetings without notifying the President and Secretary; these absences will be considered unexcused. Two consecutive unexcused absences can result in dismissal from the board with approval of the Executive Board of Directors.

3. Electronic Voting

As the President or designee deems necessary, issues requiring immediate attention can be decided via electronic voting. The President or designee will explain the issue via email and pose a specific question to the Board. Within 24 hour period that includes one



business day, the Board can discuss the issue and Board members can vote. Within that time period a Board member is allowed to change one's vote if the continuing discussion has changed one's mind. At the end of the time period, the President or designee will announce the outcome of the vote. Two-thirds, 66%, of the Board must vote in favor of an issue via electronic voting for any action to be taken. The President or designee must bring to the next Board meeting all documentation supporting the outcome for review by the Board; this documentation will be attached to the meeting minutes for future reference. The decision will only be temporary and must be confirmed by the Board at the next regularly scheduled Board meeting.

Section VI: Finances

Section 1. Registration and Sponsor Fees

1. Registration and sponsor fees will be determined by the Board of Directors in a meeting before each season's sign-ups. The fees shall be initiated to defray the operating expenses of the League. By majority vote, the Board may provide a discounted registration fee in exchange for specified service to the League. FGSL does not want to keep any girl from playing due to the inability to pay the registration fees. Upon receipt of a written request, which details a specific financial hardship, Vice President or designee will review and consider the request. Depending on the individual situation, Vice President or designee may offer alternative methods of payment such as deferred payments, board authorized scholarship/grant, and work credits.
2. Processing Fees, Recovery Fees & Refunds: A \$25 processing fee will be assessed to each refund. Future fees will be determined by the Executive Board of Directors. In addition, Returned checks will be assessed a recovery fee to be determined by the Board of Directors. No further checks will be accepted by these applicants.
2. Travel Ball player expenses will be the responsibility of each team manager. All team revenue and expenses will go through the League Treasurer, or the Board appointed Assistant Treasurer for Travel ball. League fees may be charged to cover the estimated cost to the League of practice fields and other direct costs. Players and parents will be notified of their expected financial commitment during the selection process.
4. Funds raised through fundraising, sponsorship activities, corporate grants, or other such sources shall be allocated to the benefit of the League as determined by the board of the directors. No financial benefits of this kind can benefit a single team unless expressly approved by the executive board of directors.

Section 2. Equality

The Board of Directors shall decide all matters pertaining to the finances. No individual team shall have an advantage over any other team in regard to expenditures.



Section 3. Authorization

1. Checks will be signed by the Treasurer or in the Treasurer's absence, by the President or Vice President. All payments will be pre-approved by the President or Vice President prior to payment. Non one person can approve any payment and sign a check for any given disbursement.
2. Only the President or person(s) designated by the Board shall have the authorization to sign a contract on behalf of the Foothill Girls Softball League.

Section 4. Federal and State Reporting Requirements

1. Treasurer shall be responsible for annually filing all required all paperwork including Federal (IRS) and State Information returns. These returns are public information.
2. Financial statements shall be made available from the President or the Treasurer upon request.

Section 5. Audit

The Treasurer's books shall be audited after the end of the FGSL fiscal year (August 31st or each time a new Treasurer is elected or appointed). A comprehensive audit shall be conducted according to board approval (i.e. by an accounting firm, designee or committee members of the Board). The extent of the audit is at the discretion of the Board and the results will be reported to the Board.

Section 6. League Finances

In the event the organization known as Foothill Girls Softball League folds/ceases to exist, all monies in checking and savings accounts shall be donated to a nonprofit 501(c)(3) organization(s) selected by a majority vote of the Board.

Section VII: Committees

Committees shall be appointed by the President and/or Board of Directors as required to conduct business of the League.

Section VIII: Amendments

These by-laws shall be adopted or amended by a majority vote of the Board of Directors of the League at any regular or special meeting. A complete history of the amendments to the by-laws shall be recorded in the files of the League and be maintained by the President.



Section IX: Refer to the Playing Rules Document Article X: League Draft Procedures

Section 1. Player Evaluations

1. All players, 8U, 10U, 12U, & 14U/Majors must participate in the appropriate age division evaluation. Any player who misses the player evaluation(s), or registers after the evaluations but before the draft, shall be placed into a blind draw. This blind draw will take place in continued draft order; after all other players have been selected to teams. The Player-Agent, in consultation with the Division Coordinator and President/Vice-President, shall have final approval of team rosters during and after the draw.
2. All potential players, 8U, 10U, and 12U, interested in pitching more than one (1) innings per game and 14U/Majors two (2) innings per game must participate in a pitching evaluation separate and/or in addition to the player evaluation described above. This may be waived upon a written request to the Player Agent and their recommendation and approval by the President Effort will be made to assign equitable pitching for all teams.is batting and ahead, in which case the incomplete inning will be ruled complete.

Section 2. Draft

1. At the time of the draft, no more than two (2) persons will represent each team. If no Manager, Head Coach or Assistant Coach is approved by the Board prior to the time of the draft, two (2) Board members will be appointed to represent that team.
2. Drawing numbers will determine draft order. Order of selection will be as follows to accommodate as many teams are assigned in a division:

	Round 1	Round 2	Round 3	Round 4
Team 1	1	6	1	6
Team 2	2	5	2	5
Team 3	3	4	3	4
Team 4	4	3	4	3
Team 5	5	2	5	2
Team 6	6	1	6	1

3. Protected Players:

- a. A coaching staff may protect up to 3 players that are related to members of the coaching staff. Protected players must be communicated to the Player Agent, Coaches Coordinator and President no later than 1 day before the scheduled draft.
- b. In an effort to fairly balance teams it is the intention of the league that protected players be drafted as close to where they would have been drafted had they not been protected. The following procedure will be followed:



- i. Prior to the draft, head coaches in the applicable division will discuss the protected players and assign them a draft ranking that most corresponds to where that player would likely be drafted were she not a protected player. This conversation will be facilitated the President, Player Agent, Coach Coordinator, or another board member that does not have a player in the applicable division.
 - ii. If no consensus can be reached, the facilitating board member will assign a draft ranking to the player.
 - iii. Protected players will then be drafted in the round designated by their draft rank. Should two or more players on the same team have the same draft ranking, the players will be drafted in back to back rounds starting with the round of their ranking.
4. Sister Rule: Sisters within the same age division will be drafted in consecutive rounds.
 5. After teams are full, players will be placed onto a waiting list, to be placed on a team by the Player Agent as any roster positions become available



Section X: Managers, Coaches, Scorekeepers and Umpires

1. Application process:

Completion of a Manager or Coach Application form does not guarantee that the applicant will be assigned a team. All Managers' and Coaches' positions are filled as vacancies occur and require Board approval. All Managers and Coaches must attend the Managers' and Coaches' meeting scheduled by the Coaches Coordinator prior to practices starting. Failure by either a Coach or Manager to attend this MANDATORY meeting can be grounds for rescission of Board approval of his/her position, unless notification is given and satisfactory just cause is demonstrated to the Commissioner of Coaches prior to the meeting.

2. Managers and Coaches:

The Managers and Coaches of each team must be at least eighteen (18) years of age. The Manager must have knowledge of softball. The Manager has complete responsibility for her/his team. Coaches must have knowledge and ability in softball. At least one member of each team's staff, either a Manager or a Coach, must be a woman. Team functions will not be permitted unless an adult woman is in attendance.

3. Selection:

The Board will review all Managers and Coaches for necessary qualifications, abilities, and knowledge. Once the manager or coach has been approved by the board he/she will be subjected to a background check. A background check consent form will be made available to the coach or manager by the league. This form must be completed and submitted to the league prior to the start of the season for processing. A Manager or Head Coach may be managing/coaching personnel for one additional team in a different Division only with a lack of volunteers and Board approval. No person can be the head coach of two (2) or more teams at one time.

4. Managers and Coaches will:

- a. Sign for their equipment and will be held liable for all missing equipment
- b. Be responsible for returning league issued equipment in good order at the end of each playing season by predetermined date to the Equipment Coordinator. Non-compliance will result in a billing to the manager/coach for the replacement value of the equipment.

5. Scorekeepers:

Each team will provide one (1) Scorekeeper for its game. The home team's Scorekeeper will act as the official Scorekeeper.

6. Umpires:

All Divisions except 6U will have ASA certified Umpires who are under the supervision of the Umpire-In-Chief. Games will NOT be postponed because there are no Umpires; parent volunteers will be utilized.



7. Vacancies:

When vacancies occur for Managers or Coaches, nominations shall be made to the President of the League who will present the applications to the Board for selection and approval.

Section XI: All Star Teams

Section 1. All-Star Teams – 8U, 10U, 12U, 14U and 16U Divisions – includes “Select” and general All Stars

1. Manager & Coach Selection

- a. The board will send out applications to coaches from within each division and the board will select a team from those applicants. The Coach (once selected) shall select a Manager and Assistant Coach who must also be:
 - i. A current registered manager or coach of that same age division
 - ii. Have been present at a minimum of 50% of their games
 - iii. Board approved to serve on the all-star coaching staff

2. Player Selection

- a. All eligible players will attend a try-out.
- b. The all-star selection committee for each division shall consist of the board-approved head coach, the Select / All-Star Coordinator, and one additional board member appointed by the President.
 - i. Except for the head coach, no individual whose child participates in the try-out shall be on the all-star selection committee for the same division. If no board members are available without a player conflict, the President shall appoint other league members as necessary to complete the three person all-star committee for each division.
 - ii. If the Select / All Star Coordinator is also the head coach he/she will serve in that role on the committee with the President appointing an additional member as described above.
- c. All three members of the all-star committee must complete independent evaluations of each player trying out
- d. At the discretion of the all-star committee, coaches may be invited to complete additional player evaluations during the try-out. These additional evaluations will be provided to the All Star committee so that they that may use them as part of their selection process.
- e. The committee will meet privately to determine the all-star roster, taking the evaluations and player availability into account for known tournament dates.
- f. The board-approved head coach may protect 1 player onto the all-star roster which should be declared before the try out.
- g. Any newer rulings by the sponsoring organization shall take precedence over the rulings listed here, which serve to clarify existing policy.



3. Game participation

- a. All players who attend each individual game—those who are ready, willing, and able to play—shall play.
- b. Per NorCal rules, substitute players will be inserted into the lineup no later than the top of the fourth (4th) inning as required by NorCal. The coaching staff will make the substitution by the top of the third (3rd) inning if, at that time, it appears that the game will not last more than four innings.
- c. For other tournaments, player participation rules will comply with those set forth by the sponsoring organizations (clarification: see tournament rules regarding pitching and playing substitutions, ASA rules often allow free substitutions on the field, courtesy runners for pitchers and catchers, etc.)

4. League responsibilities

- a. Pending adequate funding, the League may supplement one warm-up tournament, at each team's choice, and the NorCal All-Star Tournament for the 8U, 10U, 12U, 14U, and 16U Divisions. Any other tournaments will be at the expense of the team.

Section XII: Fall Ball

1. Coordinator

The Select, All-Star, and Fall Ball Coordinator (Select Coordinator) shall be responsible for Fall Ball as described above.

2. Managers and Coaches

All Coaches and Managers must have been approved by the Board during the immediately preceding season or obtain Board approval before being assigned a team.

3. Team Selection

1. Players' assignments will be made by the Select Coordinator, the respective Division Coordinators, and the Player Agent.
2. In the event there are sufficient players, the league may adopt a draft to select teams.

4. Fields

The Fields Coordinator will obtain all necessary use permits and assist with the scheduling of practices/games in coordination with the Select and/or Coaches Coordinator.

5. Registration

A payment in full is required with each player's Fall Ball application. The Board of Directors will set the dollar amount of the payment based on projected costs. The payment in full is non-refundable after registration deadline. The payment in full will be applied to Fall Ball fees.



Section XIII: Conflict of Interest Policy

Section 1. Purpose

The purpose of this conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into an arrangement that might benefit the private interest of a board member of the league or might benefit in an excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing the conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions

1. Interested person: Any board member, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. Financial Interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the league has a transaction or arrangement,
 - b. A compensation arrangement with the league or with any entity or individual with which the Organization has a transaction or arrangement, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the league is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures

1. Duty to Disclose:

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the board of directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists:

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest:

- a. An interested person may make a presentation at the board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the



- vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The President shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - c. After exercising due diligence, the board or committee shall determine whether the league can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the league's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy:

- a. If the board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the Executive Board and the member of the basis for such belief. The Executive Board will afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Executive Board the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings

The minutes of the board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5. Compensation

- a. No voting member of the board shall receive direct compensation from the league without prior approval of at least 2/3s vote of the board of directors present at a regular meeting as defined by Article V of these bylaws. This excludes direct compensation for board members serving as umpires in league hosted games that are paid pursuant to league-approved umpire pay guidelines.
- b. A voting member of the board who receives compensation, directly or indirectly, from the league for services is precluded from voting on matters pertaining to that member's compensation.
- c. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the league for services is



- precluded from voting on matters pertaining to that member's compensation.
- d. No voting member of the board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the league, either individually or collectively, is prohibited from providing information to any committee regarding compensation.