

## **Article 1.0: League Organization**

### **1.1 Charter**

#### **1.1.1 Name**

The name of this organization shall be the Steel City Softball League. Any proposed changes to this name must be in accordance with the appropriate rules and regulations of this document and the NAGAAA Instruments of Governance.

#### **1.1.2 Basis**

It is the intent of this league to operate within the rules and regulations of both the American Softball Association (ASA) and NAGAAA. In the event of any conflict of interest, then the league rules will prevail. In any situation where there are no league rules applicable, then the NAGAAA or ASA rule will apply.

#### **1.1.3 Purpose**

The purpose of this league is to promote bonds of fellowship with special emphasis within the gay, lesbian, bisexual and transgendered (GLBT) community, through education and enjoyment of the sport of softball. The SCSL fosters mutual respect among all persons regardless of ability, age, race, creed, or sexual orientation.

### **1.2 League Membership**

#### **1.2.1 Individual Playing Members**

Membership in this league shall be open to all individuals who wish to play softball in compliance with Article 1.1.3. Any person, who pays the appropriate annual dues, is of legal adult age and indicates per the signed registration sheet that they wish to be a playing member shall be considered an active playing member as long as they have not been suspended per Article 1.2.3. Any individual playing members cannot officiate SCSL games.

#### **1.2.2 Individual Non-Playing Members**

Membership in this league shall be open to all individuals who wish to support this league, its basis and purpose. Any person, who pays the appropriate annual dues, is of legal adult age and indicates per the signed registration sheet that they wish to be a non-playing member shall be considered an active non-playing member as long as they have not been suspended per Article 1.2.3.

#### **1.2.3 Individual Suspended Member**

Any individual playing or non-playing member whose name has been brought to the attention of the Commissioner on charges of unsportsmanlike conduct, conduct considered unbecoming a member of the SCSL and/or violating the constitution of the SCSL may have his/her membership status in the league reviewed by the Board of Directors. The Board of Directors, in investigating the complaint, shall seek representation from all parties concerned. As a result of said review, a member may have his/her membership suspended from the league for a period of time to be specified by the Board of Directors. A member whose membership in the league has been suspended shall be designated an individual suspended member.

#### **1.2.4 Mailing List**

The Secretary shall maintain all league membership information for each individual playing, non-playing and suspended members. Reproduction, sale, rental, lease or use of the membership information for any purpose outside of league activities is prohibited without prior approval from the general membership in accordance with Article 5.0.

### **1.3 League Structure**

### **1.3.1 Divisions**

The league shall consist of at least one division. This division shall be an open division which allows play from any member of the league in accordance with Article 1.1.3. Additional specialized divisions can be added at the discretion of the Executive Board which allows play by only certain members of the league. Divisions must contain at least four (4) teams per NAGAAA regulation. No team may play in more than one division.

### **1.3.2 Teams**

A team shall be comprised of a minimum of 12 and a maximum of 20 active individual playing members. The sum of these individual playing members shall comprise the team roster. An unlimited number of additional individual non-playing members may be included as team members. Prior to season play, individual playing members will be allowed to form teams within the regulations of these constitution. No individual playing member may play on more than one team in any given division. A *D Division* playing member may also play on a *C Division* team, but his/her *primary* team will be the *D Division* team. As many as 5 *D Division* players from each team may “play up” to the *C Division*. No Playing Member, whose primary team is in the *C Division*, may “play down” into the *D Division*. A team consisting of players new to the league must petition the Board of Directors and can only be admitted to the league by a majority vote of the Board of Directors.

#### **1.3.2.a Recruitment**

Any *C Division* team that needs to recruit a *D Division* player under any circumstance must give the *D Division* team manager or coach one-week notice.

### **1.3.3 Team Representative to the Board of Directors**

Each team shall select, from amongst the league membership, a team representative and an alternate. Neither the representative nor the alternate can be league officers. It will be the function of these individuals to represent their team at the various league meetings that may take place throughout the season. It will also be the responsibility of these individuals to air any complaints that his/her fellow team members may have as well as to relay any information brought forth in meetings to each of the members of the team. The representative will also be a member of the Board of Directors and will have one equal vote as a member of the Board. The alternate will function as a substitute for the representative when the representative cannot attend a league meeting. At any time during the season, the team may re-assign the duties of the representative and/or alternate by a simple majority vote of the team's members.

### **1.3.4 Team Officials**

Each team shall select, from amongst the league membership, a team manager and a team Coach. Additional team officials may be chosen as deemed necessary by the team. One team member can hold both offices as well as be the team representative as long as the conditions set forth in Article 1.3.3 are observed. It will be the function of the team manager to perform day-to-day activities associated with the management of the team. It will be the function of the team coach to prepare the team for softball play. The coach will also be responsible for expressing team concerns during softball play. At any time during the season, the team may re-assign the duties of both the manager and coach by a simple majority vote of the team's members.

### **1.3.5 Executive Board**

The league shall have four elected officers: the Commissioner, the Assistant Commissioner, the Treasurer and the Secretary. It is the duties of these officers to run day to day league business in accordance with any rules set forth by the league constitution. It is also the duty of the officers to interpret the league constitution. These officers will comprise the Executive Board and shall be elected under the conditions set forth in Article 4.0. No individual member may hold more than one office. Each officer will serve the league in the following manner.

#### **Commissioner**

The Commissioner will be responsible for maintaining day-to-day activities associated with league play as well as interpretation of this constitution in accordance with league play. If the Commissioner deems an

issue is outside the scope of the constitution, he/she is responsible for bringing it to a vote by the Board of Directors. Additionally, it will be the duties of the Commissioner to conduct league meetings, officers' meetings and Board of Directors' meetings at whatever times are deemed necessary. Meetings may be called at any reasonable time and place, provided sufficient notice is given. It will also be the function for the Commissioner to approve and verify expenses incurred by the league. Further, the Commissioner is responsible for representing the league, either through direct or appointed representation, at appropriate organizations to which the league has affiliations. Finally, the Commissioner is responsible for appointing chairpersons to the various committees deemed necessary for the operation of the league.

#### **Assistant Commissioner**

It will be the duties of the Assistant Commissioner to conduct all league business in the absence of the Commissioner. The Assistant Commissioner is responsible for coordination of all committees and is expected to oversee each committee to ensure their efficiency and progress. In the event that the Commissioner is unable to complete his/her elected term in office for whatever reason, it will be the responsibility of the Assistant Commissioner to assume the duties of the Commissioner until a new league Commissioner is chosen.

#### **Treasurer**

It will be the duties of the treasurer to secure and maintain the league monies. The treasurer will be required to draft a league budget by January 31 of that year for each season and will issue treasury reports to the Board of Directors by the end of each year. The league treasurer will co-sign league checks and is responsible for maintaining the treasury's account balance. He/She will also participate and be an active member of the fundraising committee. The Treasurer is also responsible for compiling and presenting a detailed monthly report, including a copy of the most recent bank statement, for each Board of Directors Meeting.

#### **Secretary**

It will be the duties of the Secretary to prepare and transmit all league correspondence. Based on these duties, the Secretary shall be an active member of the Publicity Committee. Additionally, the Secretary is responsible for maintaining league standings.

### **1.3.6 Board of Directors**

The league shall be governed by a Board of Directors. This Board of Directors shall be comprised of the representative from each team as well as the members of the Executive Board. It will be the responsibility of the Board of Directors to review changes to these constitution, render votes as specified in Article 3.1 to amend these constitution and if necessary instigate the removal of an officer per Article 4.1.4. Also, per Article 1.3.5, these individuals may be asked to approve issues which are deemed outside of the jurisdiction of the constitution by the Commissioner. Each team representative shall have one equal vote and all decisions will be based on a simple majority ruling as long as the conditions set for in Article 5.0 have been met. All returning teams from the previous season will have voting privileges until April 1 at such time the team would need their team fee paid or ten (10) paid players to retain the right to vote. Any new team may claim the right to vote once their team fee is paid or they have ten (10) paid players. Special circumstances on a team's eligibility will be determined by the Executive Board. Upon payment as outlined above, all voting privileges will be reinstated. Members of the Executive Board except for the Commissioner shall have one equal vote. In the event of a tie vote, the Commissioner shall be responsible for casting the deciding vote. Voting during elections shall be governed by Article 4.1.2.

### **1.3.7 Committees**

As dictated in Article 1.3.5, the Commissioner is responsible for developing committees and their charters necessary to assure the appropriate functioning of the league. Each committee will have an appointed chairperson who is responsible for the charter of that committee. No individual member may chair more than one committee. The committees will be staffed by both individual playing and non-playing members of the league. It will be the responsibility of the committee chair to recruit his/her staff. The committee chair will also maintain direct report to the Assistant Commissioner as dictated in Article 1.3.5. By this constitution, the Commissioner must develop the

following committees. Additional committees may be developed as necessary.

#### **Membership Committee**

The membership committee is responsible for actively seeking new and maintaining current membership in the league. This committee is also responsible for verifying all team rosters to assure compliance with this constitution. Additionally, this committee is responsible for placing individual playing members who have not formed any affiliations on a team and will verify the payment of individual player and non-player annual league dues. Finally, this committee is responsible for developing a viable league schedule and revising this schedule as necessary to accommodate force majeure (acts of God).

#### **Publicity Committee**

The publicity committee is responsible for all league publications, including the league schedule, newsletter, annual handbook, the constitution, any promotional material, and web site.

#### **Fundraising Committee**

The fundraising committee is responsible for all league activities pertaining to raising funds except league dues payment. The committee chair will submit all proposed fundraising activities to the Treasurer for approval. The committee chair is also responsible to schedule all team fund-raisers with the appropriate team officials to prevent conflicting fund-raisers being held on the same date. All monies procured from league fund-raisers go directly to the Treasurer. As specified in Article 1.3.5, the Treasurer will be an active member of this committee.

#### **Fields Operation Committee**

The field operation committee will be responsible for the administration of the playing fields. These duties include obtaining playing facilities, maintaining contact with the appropriate authorities to ensure facilities are kept in adequate playing condition, purchasing all league equipment for use or resale and ensuring that suitable arrangements have been made to have league equipment at the field during the start of each playing day and returned to the designated storage location during the completion of the days games. The chair of this committee will be responsible for informing the Commissioner when facility conditions warrant the cessation of play during any given day of the season. If the Commissioner agrees, this committee will be responsible for stopping play on that day.

### **1.3.8 League Reimbursement**

League reimbursement is only payable upon receipts submitted to the SCSL Board and the SCSL Board will then approve or disapprove the expenditure. The SCSL Board will then forward to the Treasurer the amount to be reimbursed. The Commissioner or designated league representative will be reimbursed the cost per night for hotel expense at the hotel for the set dates plus one additional day for travel of the NAGAAA meetings. The Commissioner or designated league representative will be reimbursed, if needed, for flying to the NAGAAA meetings. He/she will receive the current economy flight airfare with advance thirty-day notice, as applicable to the NAGAAA meetings or reimbursed the fuel costs for the vehicle used to drive to the NAGAAA meetings. Miscellaneous travel expenses will be reimbursed up to a maximum of \$50.00 per day per diem. All reimbursement requests must be received within 90 days of expenditure.

### **1.3.9 Fiscal Responsibility**

All deposit receipts must be presented to the Treasurer within 30 days of deposit. If no receipt has been presented after 30 days, the Treasurer must inform the Executive Committee. If the issue is not resolved at the time of the next Board of Directors meeting, the matter will be brought to the full Board of Directors for discussion and resolution. All cash raised at league fundraisers must be counted by at least 3 league members. These 3 must be from different teams and non-partners. One person must be a league officer. After counting fundraiser proceeds, the league officer will take possession of the cash and the other individuals will carry signed receipts documenting the cash total. These receipts will be delivered by the individuals' team representative to the next Board meeting. Any league officer holding funds beyond 30 days will be suspended from all league activities until the financial matter is

resolved.

Any exceptional addition to the budget, defined as something not included in the current year's commitments or expense in excess of \$100.00 must be approved by a ¾ vote of the Executive Board. If the addition is in excess of \$500.00, it must be approved by a ¾ vote of the Board of Directors.

#### **1.4.0 Dissolution of Corporation**

If the membership of the Steel City Softball League votes to terminate the corporation, or if no members exist and the corporation is disbanded, all remaining corporate assets will be donated to a 501(C)3 nonprofit organization decided by the Board of Directors as is required by the law.

### **Article 2.0 : League Administration**

#### **2.1 Registration of Members**

##### **2.1.1 Returning Playing Members**

Individual playing members who are returning to the league from the prior season shall be required to submit a signed application and pay full annual dues to the Treasurer or Executive Board Member. This date can be no later than six (6) weeks following the start of season play. In all cases, returning members must complete registration at least 7 days prior to their first game.

##### **2.1.2 New Members**

Individuals who submit a signed application and annual dues to the chair of the fundraising committee but have not participated in the league during the prior year are considered new members. These members must submit their application and full dues to the chair of the fundraising committee. If a manager finds a player for their team, the player will be placed appropriately. If the SCSL has found the player in any way (i.e. membership drive/ fundraising events) then the player will be given to the Draft Committee for appropriate placement. This allows for the player to be placed at the appropriate level of play and the current need of the teams. This date can be no later than six (6) weeks following the start of season play. In all cases, new members must complete registration at least seven (7) days prior to their first game. The draft will be done in accordance to the guidelines in section 2.2.6.

##### **2.1.3 Non-Playing Members**

Any individual wishing to be a non-playing member may submit an application and full social dues to the Treasurer up to the final day of the regular season.

##### **2.1.4 Lifetime Members**

All former Commissioners of the SCSL shall be non-billable lifetime individual non-playing members of the league.

##### **2.1.5 Players Changing Team Mid Season**

a. In situations where members of teams may have irresolvable issues or conflicts with his or her team that member should first address these matters with his or her coach or manager. If the player's conflict is unresolved by/ with the coach or manager, then the player should approach a member of the executive board.

b. If a coach or manager is approached by a player from an opposing team, that coach or manager will inform that player's coach or manager and a member of the executive board. If the player's conflict is unresolved, the player will go into the draft or the executive board reserves the right to appropriately place the player on another team. Once the player has changed teams, only games played with the new team counts towards playoff eligibility. This is defined as half of those divisions' games from the date when the player joined the league. A coach or manager at no time shall approach members of other teams for recruiting purposes.

##### **2.1.6 Membership Fees**

Any new or returning member who cannot afford the one time yearly membership fee can make payment arrangements with the league Treasurer. If these arrangements are defaulted, the Treasurer must inform the

Executive Board, who will suspend the player until the fee is paid in full.

## **2.2 Team Formation**

### **2.2.1 Team Roster**

Teams must submit a tentative team roster to the Chair of the Membership Committee by March 15 of the given year. Any modifications to this team roster prior to the start of season play must be communicated to the chair of the membership committee at least one week prior to start of season play. Individual playing and non-playing members may join any team as long as the conditions set forth in Article 1.3.2 are observed. Individual playing and non-playing members who have not joined a particular team will be assigned to a team by the Membership Committee. In the event that a new member joins the league after start of the season, this member will be placed on the team of his/her choice as long as this team observes conditions set forth in Article 1.3.2.

### **2.2.2 Team Fees and Equipment**

Teams will be responsible to provide their own equipment, including game balls, bats, bases and uniforms, in conformance with NAGAAA regulations. Teams are also responsible for an annual entrance fee of \$300.00. The fee must be paid within 4 weeks of the start of the softball season. If the fee has not been paid within the specified time, the team will be suspended from play. All scheduled games during the suspension period will be counted as a 7-0 forfeit. Once the fee is paid, games will begin as regularly scheduled. These forfeited games cannot be replayed and will stand as forfeits. If the team defaults on full payment, the entire team is expelled and all of the team's scheduled games for the season will be counted as 7-0 forfeits. If a team is suspended all members of the team will be notified by the Board of Directors. Additional fees may be assessed on the team as deemed necessary by the Executive Board for services necessary to participate in the league. The Executive Board may authorize payment of fees and/or loan equipment to a team if league monies are available.

### **2.2.3 Team Fundraising and Sponsorship**

Teams will be allowed to hold fund-raisers and to obtain sponsorship as necessary to meet expected monetary expenditures. In order to assure the charter of the league is upheld, all fundraising endeavors must be approved by the chair of the fundraising committee. It is the responsibility of the team manager to contact the chair of the fundraising committee to schedule and gain approval of the proposed fund-raisers. League fund-raisers take precedence over team fund-raising efforts. Additionally, the Executive Board will review all sponsorship of teams. If a conflict to the league charter is evident due to said sponsorship, the Executive Board may deny sponsorship of a team by that specific sponsor.

### **2.2.4 Team Play**

During the regular season, in the D Division, each eligible playing member of a team must play a minimum of two (2) innings per game during a double header and at least one at bat. Ineligible players that are present must be reported to the umpire prior to the start of the game.

### **2.2.5 Team Dissolution**

Any team that fails to meet the criteria set forth by this constitution can be subjected to disciplinary actions or dissolution at any time during the season by a vote of the Board of Directors. The Board may also impose specific penalties on this team or its members. Individual Members of the dissolved team may be individually suspended per Article 1.2.3 or reassigned to other teams by the membership committee. If team dissolution occurs during the normal playing season, all games to be played thereafter will be forfeited with the opposing team taking credit for a win. Additionally, no team which the Board has deemed appropriate for disciplinary action or dissolution may represent the league at the NAGAAA World Series or any other NAGAAA affiliated tournament without prior approval of the Board of Directors. Teams may also be suspended from any league playoffs.

#### **2.2.5.a Voluntary Team Dissolution**

If there is a possibility of a team dissolving it must be brought to the attention of the Executive Board immediately. All attempts should be made to keep the team together. Coaches and managers of other teams are not permitted to recruit members until official notice from the Executive Board.

- A. Team dissolution occurs by a majority team vote. The vote must occur with an executive board member present during a team meeting. All members of the team must be present and have a vote. The executive board member must contact all members of the team not present at the meeting. The executive board member that was present will present the results to the BOD at the next BOD meetings. An emergency BOD meeting must be called if the BOD meeting is more than one week away.
- B. All team funds become the property of the league.
- C. Equipment purchased by the team, or donated to the team, is turned over to the league.
- D. Timeframe of dissolution:
  - a. Before the season draft. After the BOD have been informed of the dissolution the members of the dissolved team who want to remain a member of the SCSL will be allowed to choose members from the draft based on section 2.2.6.E. After all efforts have been made to keep the team together have failed and there are not enough people in the draft to field the vacant slots of the team, existing members can choose to be placed in the draft or approach another team.
  - b. If a team dissolves after the draft existing members will have the choice to enter the draft or join another team. New members will be placed into the draft. Every attempt will be made to place members on teams. Members of the dissolved team will be placed into a draft and chosen where the draft left off based on section 2.2.6.
- E. Any discrepancies or disputes will be settled by the Executive Board.

### **2.2.6 Draft and Placement of Players**

- a. New members and returning members who choose to do so will be included in the draft. Each person in the draft will be drafted to a team which will be the person's primary team. The order of team selection will be to use the reverse order of previous year regular season standings from lowest to highest. The team representative may choose to skip their turn during any round of the draft until the roster is filled to the maximum permitted according to section 1.3.2. A team that skips a turn would be eligible to return during the next round of picks, if desired.
- b. Partners/friends may request to be on the same team. It is suggested, but not required that this request be honored as long as both players can play in the same division. In the draft, a team can pick the friends/partners, in the following round of picks that team will be skipped, and then continue with a pick the following round. (i.e. two people count as two picks).
- c. Members who contact the league and want to become members after the draft will be placed on a team by means of a continuation of the draft, which would follow the same order as on the day of the draft. Any team may opt to skip a turn, but they would be eligible to return during the next round of picks, if desired.
- d. When a new team comes to join the league: if the roster has 10 or more players, they will be placed at the top of the previous years standings for placing them in the draft order. If there is more than one expansion team in a division, the order for the new teams will be by a coin toss. If the roster has less than 10 players, the Executive Board and/or the Draft Committee should place players onto the team, filling the roster to 10. After this point, the team would then join in the draft, placed at the top of the previous year standings. If it is possible (depending upon skill level, number of players and positions able to play) to form a new team within the SCSL with all new members, the new team roster should be filled to at least 10 players. This team would then join in the draft process with a representative from the Executive Board/Draft Committee acting as manager for this team.
- e. When extraordinary circumstances arise which can impact the formation of a team or impact the draft, a team representative should present the circumstances to a member of the Executive Board at least seven (7) days prior to the spring training/draft date. The Executive Board should review the circumstances and decide if procedures need to be altered in order to benefit the SCSL's growth and morale.
- f. All teams must participate in one night of the annual league membership drive. Any team that does not participate will lose their first round draft pick.

- g. Open team slots at the time of the draft must be filled by paid players. Any unpaid members on a team roster will be considered vacant and that space can be used to place new paid members.
- h. In C Division only, if a player in the draft has a rating that is less than 11, as determined by the Ratings Committee, no team will be forced to draft that player.
- i. A D Division player whose rating changes and increases to an 11 or above, as determined by the Ratings Committee, will be given the option to be placed on the C Division team of his or her choice or be entered into the draft.

## **2.3 League Organization**

### **2.3.1 Season Play**

The regular playing season shall commence no later than the first Sunday in May and shall end no later than two (2) weeks prior to the NAGAAA World Series for any given year. Each team will play a minimum of 16 games. Games may be played any days the league has facilities available. The Executive Board and the membership committee will be responsible for coordination of season play. Standings from season play will be used to determine the seeding of any playoffs. Any team forfeiting more than 50% of their games may be excluded from league playoffs.

#### **2.3.1.a Game Day Forfeits**

A game is forfeited if, after the ten-minute grace period, a team cannot field nine players. The opposing team will be declared the winner and the score will be recorded as 7-0. Each team must have a copy of the others teams roster listing their players in attendance. The umpire or a member of the executive board must sign both teams' score sheet immediately below the last listed name. Nicknames are not allowed. If there is not an umpire or executive board member available then both team managers must sign both rosters. If the rosters are not properly signed, the players on the said rosters risk losing playoff eligibility at the discretion of the Board of Directors. Only players listed on both teams roster are eligible for playoffs. In the case of a double header an additional ten minutes will be allotted to allow the teams to field nine players before a forfeit is called for the 2nd game.

Prior Game Forfeits: The opposing team will be declared the winner and the score will be recorded at 7-0 for each game forfeited. The forfeiting team loses player eligibility for the forfeited games. All players on the team forfeited to will have eligibility for the forfeited games for playoffs.

Fees paid to umpires will be paid by the forfeiting team for any cancellation of the game that results in a fee being paid by the league to umpires. Fines are on a per occurrence basis and a team must pay their fine prior to their next scheduled games. If the fee is not paid in full before the team's next scheduled game, those games will also be considered forfeits.

#### **2.3.1.b Canceled Playoff Games**

A playoff game canceled due to inclement weather will be rescheduled at the next available opening with no exceptions. Appropriate team managers and coaches will be notified as soon as possible. Changes will be noted on the website and phone line.

### **2.3.2 League Playoffs/League Champions**

By vote of the Board of Directors, the league can conduct playoffs at the end of each regularly played season to determine the final standing for that season. The membership committee will be responsible for determining the mode of playoff. Article 2.2.4 will not be applicable during the playoffs. If playoffs are held, the appropriate team which is first in standings in each division after the playoffs will represent this league at the NAGAAA World Series. This must be in accordance with NAGAAA rule 6.04. The World Series slots will go to the playoff champions in each division. Additionally, if other divisions exist in this league and are compatible with NAGAAA divisions, the appropriate team which is first in standings following the playoffs will represent this league in that division at the NAGAAA World Series.

The 1st World Series slot will go to the playoff champion of the C Division. The 2nd slot will go to the playoff champion of the D Division. If either team declines, the slot will be available to the next team in the playoff standings for that division, until all teams in that division have declined. If a 3rd team wishes to go to the World Series, it will be determined by the Right of Succession starting with the next C Division team. If all C Division teams decline, the option will go to the next playoff standing D Division team following the Right of Succession. Finally, if no playoffs are held then the league championship, NAGAAA participation and right of succession will follow the team standings for the season. All expenses that are required to participate in the NAGAAA World Series will be borne by the team accepting the right. The Executive Board may contribute monies to the team for the purpose of participation in the NAGAAA World Series should league monies be available.

The playoff championship teams that decide to attend the World Series must make a non-refundable deposit in the sum that is one half of the entry fee and hotel deposit by April 1st to the SCSL. Should the championship team elect not to participate the right of succession will apply allowing two extra weeks for the initial monetary deadline. The final balance is due to the SCSL within two weeks of opening day of the season. If either deposit deadline is not met the right of succession begins immediately.

### **2.3.2a Playoff Eligibility**

In order for a member to be eligible to play in the playoffs, a player must have played or been in attendance in at least 50% of the regular season games, once he/she has joined a team. The attendance at games will be recorded in both teams score books. If a player is injured and not able to play, this will not count against his/her attendance record for being eligible in the playoffs. Injured players must be recorded in both teams score books at the beginning of the game.

### **2.3.3 Tournament Play**

The Executive Board shall inform the membership at large if the league is invited to participate in any tournament with another organization. Each team will be afforded the right to request the ability to play in that tournament. Should more teams wish to participate than are permitted, the standings of the league at the time of the request shall prevail with those teams having the best win/loss record afforded the right of first refusal. If the tournament has specific rules or regulations that dictate which teams are permitted to attend that particular tournament, these rules and regulations will take precedence. Each team that attends a given tournament is responsible for any expenses associated with their participation in that tournament. The Executive Board may equally contribute monies to all teams for the purpose of participation in a tournament should league monies be available. In any case, individual teams must pay the league the appropriate monies for the tournament entry fee. The league will in turn forward these monies to the appropriate tournament registration committee. Any team entering a tournament without following these rules can be subject to disciplinary actions as specified in Article 2.2.5.

### **2.3.4 Insurance**

The league will carry ASA insurance for all members of the league. Individual teams may be required to pay all or a fair share of the premium.

### **2.3.5 Umpires**

Judgments of the officially contracted league umpires will be final during season play. Protests on regularly scheduled season games can be lodged against any team for failing to comply with ASA rules, NAGAAA and/or the SCSL constitution by following the procedures given in Article 2.3.6.

### **2.3.6 Protest**

Any team manager can lodge a protest on regularly scheduled season games against another team for failing to comply with ASA rules, NAGAAA and/or SCSL constitution by filing a formal signed protest with the commissioner and opening a \$50 escrow account with the Treasurer. The Executive Board will then review the appropriate governing documents and rule on the applicability of the protest. Upon its ruling, the Executive Board will also determine the appropriate restitution if any. If the protest is found to be without merit by the Board, the team placing the protest will forfeit the \$50 escrow held by the Treasurer. If the protest is found to be with merit,

whether or not restitution is deemed necessary, the \$50 escrow will be returned to the team. In any case, the decisions of the Executive Board are final.

### **2.3.7 National/International Organization Affiliation**

The Executive Board shall review any options towards becoming or maintaining any national or international organization whenever such an option is made known. Should the Executive Board elect to associate itself with any such outside organization, the governing rules and regulations of that outside organization shall automatically become a part of this constitution. In the event of any conflict of interest, league rules will prevail unless amended per Article 3.0.

### **2.3.8 Political Affiliation**

The organization entitled the Steel City Softball League shall have no political affiliation or participate in any political issues, except where function and/or existence of the league are jeopardized. Any political issue that serves to jeopardize the function and/or existence of the league and the Executive Board's proposed actions shall be presented by the commissioner for general vote by the membership at large during a special meeting. If the membership at large approves, by simple majority, the actions proposed by the Executive Board, any member of the league shall have the opportunity to remove his/her name from the membership lists and disassociate him/herself from the league formally.

### **2.3.9 General Regulations**

The league will abide by all general regulations specified for NAGAAA play as described in the NAGAAA Instrument of Governance. These rules include but are not limited to game time, slaughter rule, uniform definitions, legal equipment, non-gay players, individual privileges while participating in games, etc. Applicability of these rules will be defined by the Commissioner.

### **2.3.10 Audit**

The fiscal year will be the calendar year. An accountant or CPA, independent of SCSL, will hold a yearly audit by January 31 of the following year. The choice of auditors will be approved by a majority vote of the Board of Directors.

## **Article 3.0: Amendment to this Constitution**

### **3.1 Amendments**

Amendments to this constitution may be proposed by any member of the league. It is the responsibility of the commissioner to explain and lead a vote of the Board of Directors on the proposed amendment at a normally scheduled Board of Directors Meeting. The Board of Directors will be the sole body responsible for any amendment to the league constitution. All decisions made by the Board of Directors will be based on simple majority rule in conjunction with Articles 5.0 and 1.3.6. See 5.1.7 for additional guidelines for making changes to the Constitution and Guidelines.

## **Article 4.0: Election of the League Executive Board**

### **4.1 Procedure**

#### **4.1.1 Eligibility**

League officers of the Executive Board shall be elected to the various positions for which they desire by general election in which candidates shall run against each other for any given office. Candidates become eligible for election through the nomination by an active individual playing or non-playing member. All candidates for an office must be an active playing or non-playing member of the league for both the current year and the one in which they would be an elected official.

#### **4.1.2 Election to Office**

The candidate collecting the most votes for the office on the Executive Board of which they are running will be declared the winner of that office. In the event of a tie for any given office, a run-off election shall be used to determine the single winner. Each playing member of the league shall have one equal vote in any election. An election will be valid only if at least 90% of league playing members have the ability to participate.

#### **4.1.3 Term of Office**

All officers of the Executive Board are elected to a term of one to two years. At this time, there is no limit to the number of terms an eligible candidate can serve, as long as he/she remains an active individual playing or non-playing member.

#### **4.1.4 Removal of an Officer**

If at any time during the course of their term, any two or more members of the Board of Directors having sufficient proof that an officer of the Executive Board is not fulfilling his/her duties to the league, they are permitted, through a vote by the Board of Directors to instigate the removal of an officer of the Executive Board. If the Board concurs by simple majority in accordance with Article 5.0, then the removal of the officer will be determined by a simple majority vote of all league playing members. The vote will be valid only if 90% of the league playing members has the ability to participate.

#### **4.1.5 Resignation of an Officer**

If at any time during the course of his/her term, an elected member of the Executive Board becomes unable to fulfill his/her duties, he/she may resign from this elected post. At the time of resignation, such officer shall return all league property including appropriate documentation of his/her activities. At this time, the Board of Directors can determine by vote whether to replace said member with a candidate proposed by the commissioner or to have a general election per Article 4.2.3. In any event, the commissioner shall appoint a member of the league to act on the duties of the then resigned officer until such a vote and/or subsequent election can be performed.

#### **4.1.6 Vacant Offices**

In the event that an office becomes vacant, due to lack of candidates for the said office, the vacant office shall be filled by an appointment made and voted on by the Board of Directors.

### **4.2 Timetable of Elections**

#### **4.2.1 General Elections**

SCSL officer elections will be held during the first day of the playoffs. Teams not scheduled to play on the first day of the playoffs will be given the opportunity to vote at their next scheduled game. Should the playoffs be canceled due to inclement weather, the executive board will reschedule elections.

- 4.2.2 An Election Committee (EC) will be established. No current league officer or candidate running for office may be a part of the EC.
- 4.2.3 The EC Chairperson shall be approved by the Board of Directors.
- 4.2.4 Any members interested in running for an office, must submit their candidacy to the EC not later than three (3) weeks prior to the first weekend of the playoffs. This may include a written statement of his/her qualifications and platform, which will be distributed to the league membership.
- 4.2.5 It will be the responsibility of the EC to organize and manage the election table and to securely store (lock-up) the votes overnight, if necessary. If ballots are to be held overnight, votes from the first day shall be tallied by no less than three (3) EC members before storage before the evening. The following day, the votes shall be re-verified by no less than three (3) members of the EC.
- 4.2.6 The committee will consist of three (3) to eight (8) representatives and a chair. No team shall have more than one (1) member per team on the EC.
- 4.2.7 Election results will be available during the second day of the playoffs or after all teams have had the opportunity to vote. Elected officer's terms will begin on October 1 with the exception of Treasurer whose term commences on February 1 beginning in the year 2011.
- 4.2.8 Absentee ballots are allowed per 5.1.3. All general election absentee ballots will be submitted or emailed to the Election Chair or Election Committee Member.

### **4.3 Run-off Elections**

The run-off election shall be no later than two weeks following the general election for any given year.

### **4.4 Special Election**

Should the need for a special election arise, such as removal of an officer from the Executive Board or inability of an officer to perform his/her duties to the league, then an election will be set up to replace this officer of the Executive Board within one month. If no suitable replacement is available, then the remaining officers of the Executive Board must decide among themselves who will assume the responsibilities of the office unfilled. In any case, the Assistant commissioner will always assume the office the commissioner.

## **Article 5.0: Meetings and Social Events**

### **5.1 General Rules**

#### **5.1.1 Order**

This league adopts Robert's Rules of Order, as revised, to maintain an orderly process at all league meetings. However, the SCSL Constitution shall have precedence over the Robert's Rules of Order at all times.

#### **5.1.2 Quorum**

For all meetings, a quorum will be necessary to confirm a vote. A quorum for this league is defined as no less than three fourths of the eligible voting members of the Board of Directors. Quorum for Executive Board meetings shall be defined as no less than Fifty-One (51) percent of the executive board including the commissioner, who shall have voting privileges in an executive board meeting. Absenteeism voting is allowed per 5.1.3. If a team misses 2 consecutive board meetings, they are dropped from the voting quorum. They will remain dropped from the quorum until they have attended 2 consecutive meetings. They will become eligible to vote at that second meeting.

#### **5.1.3 Absentee Voting**

Members of any committee, Board or this League may vote via absentee ballot. Rules and regulations surrounding absentee voting shall be established by the Executive Board to facilitate the particular vote.

##### **5.1.3.a Absentee Ballot**

Members of this league may vote via absentee ballot.

##### **5.1.3.b Absentee Ballot Form**

Absentee ballots must be submitted on an absentee ballot from the League Secretary.

##### **5.1.3.c Absentee Ballot Routing**

Paper or electronic ballots must be given to an Executive Board member or the committee chair. General election absentee ballots will follow 4.2.8.

##### **5.1.3.d Absentee Ballot Deadline**

All absentee ballots, electronic and paper, must be received prior to 12:01 a.m. of the day in which the elections are to be held.

##### **5.1.3.e Email Changes**

Electronic absentee ballots must be submitted from the email address provided on the player's application or a change of email submitted to the league no later than one week prior to the election for verification purposes.

#### **5.1.4 Attendance**

All meetings, except Executive Board meetings, held by the officers of the Executive Board are open to any individual playing or non-playing members of the league. However, only the members of the Board of Directors will be recognized at their respective meetings. Others attending will need to follow rules associated with observers

given in Article 5.1.5.

### **5.1.5 Observers**

Attendance at any meeting, except Executive Board meetings, held by members of the league shall be open to observers. The observers shall not be allowed to participate unless motion has been brought forth to recognize the observer. If such a motion is allowed, the observer will be allowed to speak for 5 minutes, followed by a 5 minute rebuttal by the chief opponent if said opponent wishes.

### **5.1.6 Schedules**

Meetings will be scheduled at reasonable times by the Executive Board. Normally the commissioner is responsible for scheduling a meeting; however, any member of the Executive Board can be contacted to schedule a meeting. An agenda for of the upcoming meeting is to be sent to managers four (4) days prior to the next meeting. Any agenda items must be submitted to the commissioner in writing seven days prior to the next scheduled meeting.

### **5.1.7 Changes to By-Laws or Guidelines**

If there are any proposed motions to alter the by laws or guidelines, they must be submitted to the commissioner in writing seven days prior to the next scheduled meeting. A vote will not be held until after a presentation at two board meetings.

## **5.2 Meetings**

### **5.2.1 League Meetings**

League meeting shall be open to any and all individual playing and non-playing members of the league. These meetings can be called by any Executive Board officer and usually will be the under the responsibility of the commissioner.

### **5.2.2 Board of Director Meetings**

These meeting are normally called and conducted by the commissioner of the league. They are in place to allow the Board of Directors the ability to perform its duties. However, any member of the Board of Directors may request a meeting by giving written notice to any officer of the Executive Board. A Board of Directors meeting shall take place approximately once every other month during season play or no more than four (4) weeks after a request is made. The minutes are to distributed within 14 days after each board meeting to the board. Once the minutes have been approved by the board, they will be distributed via e-mail to the league membership.

### **5.2.3 Officers Meetings**

These meetings shall be open to Executive Board officers only. The officers may at times request members of the league to attend for special circumstances. Officers meetings are usually called by the commissioner and should be held at least four (4) times during a season. These meeting are in place to allow the Executive Board the ability to perform its duties.

### **5.2.4 Special Meetings**

In the event of problems or situations where an issue must be resolved, the officers of the Executive Board are allowed to call meetings to resolve issues. The officers will specify those individual playing and non-playing members of the league required at these meetings.

## **5.3 Events**

### **5.3.1 Social Events**

All playing and non-playing members of the league will be guests at various non-fundraising league social events,

including the league banquet. Any social event which is expected to utilize league funds or which will occur in the name of the league, however, must be authorized by the Executive Board.

## **Conflict of Interest Policy**

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### **Steel City Softball League**

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#### **ARTICLE ONE**

##### **Purpose**

The purpose of this conflict of interest policy is to protect this tax-exempt organization's (Steel City Softball League) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

#### **ARTICLE TWO**

##### **Definition**

1. Interested Person

Any director, principal officer, 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 Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization 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 Organization 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 Article III, 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.

#### **ARTICLE THREE**

##### **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 directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determine 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 governing 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 governing 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 chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  - c. After exercising due diligence, the governing board or committee shall determine whether the Organization 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 governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization'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. Violation of the Conflicts of Interest Policy
- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest it shall inform the members of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
  - b. If, after hearing the member's response and after making further investigations as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **ARTICLE FOUR Records of Proceedings**

The minutes of the governing 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 governing 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.

#### **ARTICLE FIVE Compensation**

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, for the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

#### **ARTICLE SIX Annual Statements**

Each director, principal officer and member of a committee with governing board delegated powers shall, prior to each meeting, sign a statement which affirms such person:

- a. Has received a copy of the Conflict of Interest Policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

#### **ARTICLE SEVEN Periodic Reviews**

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in impermissible private benefit or in an excess benefit transaction.

#### **ARTICLE EIGHT Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, Steel City Softball League, may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.