



Board Members and By-Laws

2017

Tenaflly Softball 2017 Board Members

Marc Guitmann – President
Larry Gordon – Vice President
David Cerutti – Treasurer
Doug Kramon -- Secretary
Jeffrey Topfer – Electronic Communications
Steven Bugner -- Fundraising
Stephen Selver
Mindy Liebowitz
Ed Skowronski
Jason Alvator

Bill Ryder - Advisor

Tenafly Softball By-Laws 2014

ARTICLE I. NAME

Section 1. This organization shall be known as the Tenafly Softball, hereinafter referred to as “Softball”.

ARTICLE II. OBJECTIVE

Section 1. The objective of Softball shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority so that they may be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

Section 2. To achieve this objective, Softball will provide a supervised program under the Rules and Regulations of American Softball Association (“ASA”), except as amended herewith. All Directors, Officers, Managers and Coaches shall bear in mind that attainment of exceptional athletic skill or the winning of games is secondary, and the molding of the future citizens is of prime importance. Softball operates exclusively as a non-profit educational organization providing a supervised program of competitive softball games.

ARTICLE III. MEMBERSHIP

Section 1. **Eligibility.** Any person sincerely interested in active participation to further the objective of this League may apply to become a member and shall abide by the Code of Conduct as promulgated by the Board of Directors of the Softball Division.

Section 2. **Classes.** There shall be the following classes of Members:

(a) **Player Members.** Any child meeting the requirement of ASA and who resides within the authorized boundaries of Softball shall be eligible. A reasonable participation fee may be assessed as a parent’s obligation to assure the operational continuity of Softball. Inability to pay will not preclude participation in Softball.

(b) **Regular Members.** Any adult actively interested in furthering the objectives of Softball may become a Regular member upon application to and acceptance by the Board of Directors of the Softball Division. All coaches, managers, Board Members, Officers of the Board and any other person who is recognized by the Board as a volunteer in Softball will constitute the Regular Members. All coaches or managers must be certified by the National Youth Sports Coaches Association (NYSCA). All coaches and managers must maintain current membership in the NYSCA.

Section 3. **Suspension or Termination.** Membership may be terminated by resignation or action of the Board of Directors of the Softball Division as follows:

(a) The Board of Directors of Softball, by two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to discipline or suspend or terminate membership of any Member of any class, including managers or coaches, when conduct of such person is considered detrimental to the best interests of Softball. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given the opportunity to appear at the meeting to answer such charges.

(b) The Board of Directors of Softball shall, in case of a Player Member, give notice to the manager of the team for which the player is a Player Member and to the Player Member’s parent(s)/guardian. Said manager shall appear, in the capacity of an advisor, with the player at a disciplinary hearing. The player’s parent(s) or legal guardian may also be present. The Board of

Directors of softball shall have full power to suspend or revoke such player's right to future participation by two-thirds vote of those present at any duly constituted meeting. Any Board of Director of Softball with a conflicting interest in the suspension or termination shall recuse him/herself from the proceedings and vote.

(c) Appeals Procedure to be discussed.

ARTICLE IV. MEMBERSHIP MEETINGS

- Section 1. **Definition.** A Membership Meeting is any meeting of the membership of Softball.
- Section 2. **Notice of Meeting.** Notice of each General Membership Meeting shall be given to each member at least seven days in advance.
- Section 3. **Quorum.** At any Membership Meeting, the presence in person or representation by absentee ballot of one-fifth (20%) of the members shall be necessary to constitute a quorum. If a quorum is not present, no business shall be conducted.
- Section 4. **Voting.** Only Regular Members shall be entitled to make motions and vote at Membership Meetings. However, the Board of Directors of Softball may invite, admit and recognize guests for presentations or comments during Membership Meetings.
- Section 5. **Annual Meeting of the Members.** There shall be an Annual Meeting of the Members of Softball to be held during the month of July each year for the purpose of electing new members, electing the Board of Directors of Softball, receiving reports, reviewing the Constitution, appointing committees and for the transaction of such business as may properly come before the meeting.
- (a) The Membership shall receive at the Annual Meeting of the Members of Softball a report, verified by the President and treasurer, or by a majority of the Directors, showing:
- (1) The condition of Softball, to be presented by the President or his/her designee.
 - (2) A treasurer's report including a current balance statement along with the name of the bank(s).
 - (3) The names of the persons who have been admitted to the regular membership Softball during the current year. This report shall be filed with the records of Softball and entered in the minutes of the proceedings of the Annual Meeting. A copy of this report shall be forwarded to Softball Headquarters and to the Softball Headquarters and any such Commission, Board or Regulatory Body as the Borough of Tenafly may designate.
- (b) For the express purpose of accommodating a Regular Member in good standing who cannot be in attendance at the Annual Meeting, or any General Membership Meeting at which new Softball Board Members will be elected, an absentee ballot may be requested and obtained from the Secretary of Softball. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Election Chairperson (appointed at the meeting) on the date of the meeting and prior to the casting of votes.
- Section 6. **Election of Board of Directors**
- (a) At the Annual Meeting, the Members shall determine the number of Softball Directors to be elected for the ensuing year and shall elect such number of Softball Directors. The number of Softball Directors elected shall not be less than six and shall not be more than eighteen.

- (b) After the Softball Board of Directors is elected, the Softball Board shall meet to elect the officers. The new Softball Board of Directors shall assume the performance of its duties immediately. The Board's term of office shall continue until its successors are elected and qualified under this section.
- (c) The Officers of the Softball Board of Directors shall include the President, Vice President, Secretary, Treasurer, one or more player Agents and a Safety Officer.

- Section 7. **Special General Membership Meetings.** Special General Membership Meetings of the Members may be called by the Softball Board of Directors or by the Secretary or President at their discretion. Upon the written request of ten members, the President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. The meeting shall be scheduled to take place not less than fourteen days after the request is received by the President or Secretary.
- Section 8. **Rules of Order for General Membership Meetings.** Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except where same conflicts with this Constitution of Softball.

ARTICLE V. BOARD OF DIRECTORS

- Section 1. **Authority.** The management of the property of affairs of Softball shall be vested in the Softball Board of Directors.
- Section 2. **Increase in Numbers.** The number of Directors on the Softball Board may be set by the Softball Board at any regular meeting so long as such number does not conflict with any other part of these By-Laws. If the number is increased, the additional Softball Directors may be elected at the meeting at which the increase is voted or at any meeting subsequent thereto. The election of Softball Directors is to be held at the Annual Meeting of the Regular Members present or represented by a properly executed and signed absentee ballot filed with the Board prior to the election meeting.
- Section 3. **Quorum.** A quorum is required for any Softball Board Meeting, including Special Board Meetings. At least 50% of the Board Members must be present to constitute a quorum.
- Section 4. **Board Meetings.** Regular meetings of the Softball Board of Directors shall be held immediately following the Annual Meeting and on such days thereafter as shall be determined by the Board.
- (a) The President or Secretary may, whenever they deem it advisable call for Special Softball Board Meeting. A Special Meeting must be called at the request in writing of four Directors.
 - (b) The President or Secretary must schedule a Special Softball Board Meeting within 48 hours once a request for a meeting has been received. That meeting must take place within ten days.
 - (c) Notice of any Special Softball Board Meeting must be given to each Softball Board Member.
- Section 5. **Duties and Powers.** The Softball Board of Directors shall have the power to appoint such standing committees as it shall determine appropriate and to delegate such powers to them as the Softball Board shall deem advisable and which it may properly delegate. The Softball Board may adopt such rules and regulations for the conduct of its meetings and the management of Softballs as it may deem proper, provided such rules and regulations do not conflict with this constitution. The Softball Board shall have the power by two-thirds vote of those present at any regular Softball Board or Special Meeting to discipline, suspend or remove any Director or Officer or Committee Member of Softball in accordance with the procedure set forth in Article III, Sections 3. (a,b).
- Section 6. **Rules of Order for Softball Board Meetings.** Robert's Rules of Order shall govern the proceedings of all Board of Directors meetings except where same conflicts with this Constitution of Softball.

Section 7. **Vacancies.** Vacancies in the Softball Board of Directors may be filled by a majority vote of the Board of Directors. The term of the interim Director shall continue until the following Annual Meeting unless the Board of Directors call a Special Meeting for the purpose of filling the vacancy.

Section 8. Term Limits to discuss

ARTICLE VI. DUTIES AND POWERS OF THE BOARD

Section 1. **Appointments.** The Softball Board of Directors may appoint such other officers or committees as it may deem necessary or desirable, and may prescribe the powers and duties of each. Appointed officers or committees shall have no vote on actions taken by the Softball Board of Directors unless such individuals have been elected to the Softball Board by the membership or have been elected to fill a vacancy on the Softball Board.

Section 2. **President.** The President shall:

- (a) Conduct the Affairs of Softball and execute the policies established by the Board of Directors of Softball.
- (b) Present a report of the condition of Softball at the Annual Meeting.
- (c) Be responsible for the conduct of Softball in strict conformity to the policies, principles, Rules and Regulations of ASA, Incorporated, as agreed to under the conditions of charter issued to Softball by that organization.
- (d) Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of Softball such contracts and leases they may receive and which have had prior approval of the Board.
- (e) Investigate complaints, irregularities and conditions detrimental to Softball and report to the Board as circumstances warrant.
- (f) Be responsible for complying with any reporting requirements of any Commission, Board or Regulatory Body of the Borough of Tenafly.

Section 3. **Vice President.** The Vice President shall:

- (a) Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President shall have all the powers of that office.
- (b) Perform such duties as from time to time may be assigned by the Softball Board of Directors or by the President.

Section 4. **Secretary.** The Secretary shall:

- (a) Be responsible for recording the activities of Softball and maintain appropriate files, mailing lists and necessary records.
- (b) Keep the minutes of the meetings of the Members and the Board of Directors and cause them to be recorded electronically and/or in a book kept for that purpose.
- (c) Conduct all correspondence.
- (d) Notify Members, Directors, Officers and committee members of their election or appointment.

Section 5. **Treasurer.** The Treasurer shall:

- (a) Perform such duties as are herein set forth and such other duties as are customarily incident of the Office of Treasurer or may be assigned by the Softball Board of Directors.

- (b) Receive all monies and deposit same in a bank approved by the Softball Board of Directors.
- (c) Keep records for the receipt and disbursement of all monies of Softball, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Softball Board of Directors.
- (d) Prepare an annual budget for submission to the Softball Board of Directors.
- (e) Prepare an annual financial report for submission to the Softball Board of Directors no later than the January meeting.

Section 6. **Player Agent.** The Player Agent is responsible for:

- (a) Recording all player transactions and maintain an accurate and up-to-date record thereof.
- (b) Receiving and reviewing applications for player candidates and verifying residence, age and grade eligibility. As necessary, conducting tryouts, a player draft and/or overseeing all other player transactions or selection meetings.
- (c) Preparing the Player Agent's List.
- (d) Preparing for the President's signature and submission to Softball Headquarters, team rosters, including players claimed and the tournament eligibility affidavit.
- (e) Notifying Softball Headquarters of any subsequent player replacements or trades.

Section 7. **Safety Officer.** The Safety Officer is responsible for:

- (a) Creating awareness, through education and information, of opportunities to provide a safer environment for youngsters and all participants of Softball.
- (b) Developing and implementing a plan for increasing safety activities, equipment and facilities through education, compliance and reporting.

ARTICLE VII. AFFILIATION

Section 1. **Charter.** Softball shall annually apply for a charter from ASA, and shall do all things necessary to obtain and maintain such a charter. Softball shall devote its entire energies to the activities authorized by such charter and it shall not be affiliated with any other program or organization or operate any other program.

Section 2. **Rules and Regulations.** The Official Playing Rules and Regulations as published ASA.

Section 3. **Local Rules, Ground Rules and/or RULES.** The local rules and/or ground rules of this League shall be adopted by the Softball Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season, but shall in no way conflict with the Rules, Regulations and Policies of the ASA, Incorporated, nor shall they conflict with the Constitution and/or RULES. The local rules and/or ground rules of this League shall expire at the end of each fiscal year, and are not considered part of the Constitution and/or RULES.

ARTICLE VIII. FINANCIAL AND ACCOUNTING

Section 1. **Authority.** The Softball Board of Directors shall decide all matters pertaining to the finances of Softball and it shall place all income including Auxiliary funds in a common league treasury, directing the expenditure of funds in such manner as will give no individual or team an advantage over those in competition with such individual or team. Softball shall abide by the Tenafly recreation Co-Sponsorship requirements.

- Section 2. **Contributions.** The Softball Board shall not permit the contributions of funds or property to individual teams, except for any team or teams in the Challenger Division, but shall solicit funds for the common treasury of Softball, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of Softball.
- Section 3. **Solicitations.** The Board shall not permit the solicitation of funds in the name of Softball unless all of the funds raised be placed in the Local Treasury.
- Section 4. **Disbursement of Funds.** The Softball Board shall not permit the disbursement of Softball funds for other than the conduct of Softball activities in accordance with the rules, regulations and policies of ASA. All distributions shall be made by check. All checks shall be signed by Softball treasurer and such other officer or person or persons as the Softball Board of Directors shall determine.
- Section 5. **Challenger Division.** Softball may form a Challenger Division pursuant to the guidelines established by ASA. Unless prohibited under any other section of these RULES, the Challenger Division may solicit and disburse funds to teams within the Challenger Division.
- Section 6. **Compensation.** No Director, Officer or Member of Softball shall receive, directly or indirectly any salary, compensation or emolument from Softball for services rendered as Director, Officer or Member.
- Section 7. **Deposits.** All monies received, including Auxiliary funds shall be deposited to the credit of Softball in the bank approved by the Softball Board of Directors.
- Section 8. **Fiscal Year.** The fiscal year of Softball shall begin on January 1st and end on December 31st.

ARTICLE IX. AMENDMENTS

This Constitution may be amended, repealed or altered in whole or in part by majority vote at any duly organized meeting of the Members.