

**Grants Pass Relics Senior Softball Association Bylaws
Updates (9-27-24)**

Article I: *Name of the Organization*
Article II: *Purpose and Mission*
Article III: *Membership*
Article IV: *Board of Directors*
Article V: *Officers*
Article VI: *Committees*
Article VII: *Indemnification*
Article VIII: *Amendments*

Article I: Name of the Organization

The name of the organization is the Grants Pass Relics Senior Softball Association.

Article II: Purpose and Mission

Section 1. Purpose of Organization

The sole purpose of the Grants Pass Relics Senior Softball Association is for the pleasure and recreation of its members.

Section 2. Mission of Organization

The mission of the Grants Pass Relics Senior Softball Association is to provide men and women ages 50 years and older the opportunity to participate in recreational softball within a safe and fun environment at minimal cost.

Article III. Membership

Section 1. Eligibility for Membership

Membership is open to men 50 years of age and women 40 years and older. The age of a player is determined by the age attained at the end of the calendar year in which the regular season is played. To be eligible for membership in the Grants Pass Relics Senior Softball Association, the individual must be able to run/walk to first base under their own power. The individual must also be able to throw a softball in the air the distance between the bases (generally 65 feet).

Section 2. Annual Dues

The amount of the membership dues will be established by the Board of Directors prior to the beginning of each season – generally the first week of March. Continued membership is contingent upon being up to date on membership dues.

Section 3. Rights of Members

Each member is eligible to cast one vote in association elections.

Section 4. Voting

All issues to be voted on by members shall be decided by a simple majority of those voting, except where specified by the Board of Directors.

Section 5. Code of Conduct

All members are expected to abide by the Code of Conduct of the Grants Pass Relics Senior Softball Association (Amendment 1). Violation of the Code of Conduct may result in disciplinary action by the Board of Directors (Amendment 2).

Article IV: Board of Directors

Section 1. General Powers

The affairs of the Grants Pass Relics Senior Softball Association shall be managed by the Board of Directors.

Section 2. Number, Tenure, and Requirements

The Board of Directors shall consist of a minimum of seven (7) members, five designated as directors along with a Secretary and a Treasurer.

Each member shall be elected by the general membership to serve a two (2) year term. Two (2) Directors will be elected on even numbered years along with the Secretary and Treasurer & three (3) Directors will be elected on odd numbered years.

Election to fill the expired terms will be held each year in conjunction with the Annual Banquet/Business Meeting. All members in good standing are eligible to vote, and the election will be based upon a majority vote of those present.

No two members of the Board of Directors related by blood or marriage/domestic partnership within the second degree of consanguinity may serve on the Board of Directors at the same time.

Members of the Board of Directors shall be members in good standing of the Grants Pass Relics Senior Softball Association.

Each member of the Board of Directors shall attend at least eight (8) monthly meetings of the Board per year.

Section 3. Meetings

Regular meetings of the Board of Directors shall be held monthly at a time, day, and location designated by the majority vote of the Board of Directors. Notice of the Board of Directors meetings shall be sent, via electronic communication, to all members of the Grants Pass Relics Senior Softball Association no less than five (5) days prior to the meeting.

Special meetings of the Board of Directors may be called by the Chair or any two members of the Board of Directors.

The presence of two-thirds of the current members of the Board of Directors shall constitute a quorum. The quorum shall have the power to transact normal business of the Board of Directors.

Section 4. Forfeiture and Removal

Any member of the Board of Directors who fails to fulfill any of his/her requirements as set forth in Section 2 of this Article shall automatically forfeit his/her seat on the Board.

Any member of the Board of Directors may be removed with or without cause, at any time, by the vote of two thirds (2/3) of the members of the Board of Directors, if in their

judgment the best interest of the Grants Pass Relics Senior Softball Association will be served

Section 5. Vacancies

The Board of Directors shall fill any vacancies within one (1) month. A majority vote of the remaining members is required for acceptance of the candidate. The vote can be held at a regular or special meeting of the Board of Directors.

Section 6. Compensation

Members of the Board of Directors and Officers shall not receive any compensation for their services.

Section 7. Parliamentary Procedure

The conduct of business shall follow, in general, Robert's Rules of Order. Any question concerning parliamentary procedure shall be determined by the Chair by reference to Robert's Rules of Order.

Article V. Officers

The officers of the Board of Directors shall be the Chair, Vice-Chair, Secretary, and Treasurer.

Section 1. Chair

The Chair of the Board of Directors shall be elected by a majority vote of the Board of Directors. The vote will take place at the first meeting of the Board of Directors following the election of Directors at the Annual Banquet/Business Meeting.

The Chair shall have the following duties:

- a. Preside at all the meetings of the Board of Directors.*
- b. Prepare the agenda for the meetings. The agenda shall be posted to the membership at least five (5) days prior to the regular meeting.*
- c. Prepare and deliver an annual report to the membership at the Annual Banquet/Business Meeting.*
- d. Shall be an Ex-officio member of all standing committees.*
- e. Some computer knowledge is helpful.*

Section 2. Vice-Chair

The Vice-Chair of the Board of Directors shall be elected by a majority vote of the Board of Directors. The vote will take place at the first meeting of the Board of Directors following the election of Directors at the Annual Banquet/Business Meeting.

The Vice-Chair shall have all the powers and perform all the duties of the Chair in the absence of the latter.

Section 3. Secretary

The Secretary of the Board of Directors shall be elected by a majority vote of membership at the Annual Banquet/Business Meeting. The Secretary duties include:

- a. Attend all Board of Directors and general membership meetings.*
- b. Record the minutes of the meetings and present the minutes of the previous meetings.*
- c. Maintain the official rosters of the Grants Pass Relics Senior Softball Association.*
- d. Have computer skills and knowledge of current computer programs.*

Section 4. Treasurer

The Treasurer of the Board of Directors shall be elected by a majority vote of membership at the Annual Banquet/Business Meeting. The Treasurer duties include:

- a. Collect, disperse and account for all funds of the organization.*
- b. Present a complete financial report at each meeting.*
- c. Maintain an inventory of all assets of the Grants Pass Relics Senior Softball Association.*
- d. Prepare and distribute an annual financial report to the membership at the Annual Banquet/Business Meeting.*
- e. Have computer skills and knowledge of current computer programs.*

Article VI. Committees

Section 1. Committee Formation

In addition to the standing committees described in Sections 2, 3, and 4 of this Article, the board may create committees as needed. These may include, but not be limited to, committees such shirts and hats, picture day, annual picnic, annual banquet, website, player evaluations, and fundraising. The Board of Directors appoints all committee chairs.

Section 2. Executive Committee

The Executive Committee shall consist of the Chair and three members of the Board of Directors. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all the authority of the Board of Directors in the interval between regular meetings of the Board of Directors. The Executive Committee shall remain subject to the direction and control of the full board.

Section 3. Competition Committee

The Competition Committee will consist of at least 4 members chosen by the Board of Directors from all Association members in good standing. The Competition Committee duties include:

- a. Establish the number of teams based upon the total number of members and their percentages of playing time.*
- b. Assign Association members to teams with the objective of establishing parity among the teams.*
- c. Select team managers from Association members. Members of the Board of Directors and Competition Committee cannot serve as team managers.*
- d. Establish playing rules.*

Section 4. Finance Committee

The Treasurer is the chair of the Finance Committee, which includes three other board members. The Finance Committee shall assist the treasurer with:

- a. Developing and reviewing fiscal procedures.*
- b. Developing and reviewing fundraising plans.*
- c. Preparing the annual budget.*

All records and financial reports of the Association are public information and shall be made available to the membership, except where prohibited by law.

Article VII. Indemnification

Section 1. General

The corporation/organization shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the corporation/organization against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation/organization; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

This Article constitutes a contract between the corporation/organization and the indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

Section 2. Insurance

The association may purchase and maintain insurance on behalf of any person who is or was a member, director, officer, employee, or agent against any liability asserted against such person and incurred by such person in any such capacity or arising out of such person's status as such, whether or not the association would have the power or obligation to indemnify such person against such liability under this Article.

Article XIII. Amendments

Section 1. Articles of Incorporation/Organization

The articles may be amended in any manner at any regular or special meeting of the Board of Directors, provided that written notice of a proposed amendment of the articles shall be given to each director three (3) days in advance of the meeting. Amendments of Articles shall require an affirmative vote by the majority of the directors in office.

Section 2. Bylaws

A two-week advance notice to the membership will be announced of any meeting at which amendments to bylaws will be considered for amendment. Proposed amendments of bylaws shall require an affirmative vote by the majority of the directors in office. Once accepted by the directors, the bylaws will be distributed to the general membership for a

vote. A majority vote of those voting is required for adoption of any amendment to the bylaws.

Amendments to the Bylaws of the Grants Pass Relics Senior Softball Association

Amendment 1: Code of Conduct

As a member of the Grants Pass Relics Senior Softball Association, I agree to play softball by the following Code of Conduct at all functions sanctioned by the Grants Pass Relics Senior Softball Association.

- 1. Abide by the current rules and policies of Grants Pass Relics Senior Softball Association.*
- 2. Accept the decision of the umpires and my team manager with good sportsmanship.*
- 3. Neither taunt nor degrade any member.*
- 4. Avoid bodily contact that may cause injury to others or myself.*
- 5. Never direct abusive or profane language at officials or any member.*
- 6. Exercise control over my family members and friends to the extent of Articles 3 and 5 above.*
- 7. Not commit any act that could be considered unsportsmanlike conduct.*

Amendment 2. Grievance and Discipline Procedures

- 1. Any member of the Grants Pass Relics Senior Softball Association can bring a grievance against another member.*
- 2. All grievances must be submitted to the Chair of the Board of Directors using the Grants Pass Relics Senior Softball Association Grievance Form.*
- 3. A member wishing to file a grievance must demonstrate that he/she has attempted to resolve the matter with the offending member. This may include, but not be limited to, involving the offending member's manager.*
- 4. Upon receiving a grievance, the Board of Directors will conduct a brief investigation to ensure that the grievance has validity. The investigation must include discussions with the party submitting the grievance and the party who is the object of the grievance.*
- 5. If a member has been found to have violated the Code of Conduct, the Board of Directors shall determine the type of disciplinary action. In general, disciplinary action is intended to be progressive (see below), increasing in severity with additional violation.*
 - a. If the offense is directed at an individual, the offender must provide evidence that an apology was given.*
 - b. The first offense shall result in a written warning given to the offending player.*
 - c. The second offense shall result in a 2-game suspension.*
 - d. The third offense shall result in the Board of Directors considering expulsion from the Grants Pass Relics Senior Softball Association.*