

HELENA GIRLS' FASTPITCH SOFTBALL ASSOCIATION CONSTITUTION AND BYLAWS

Adopted December 5, 2011

ARTICLE I: ORGANIZATION

- 1. NAME.** The name of the organization shall be the Helena Girls Fastpitch Softball Association. (HGSA) an affiliate of the Helena Amateur Softball Association (HASA), the Montana State Amateur Softball Association (MSASA), and the Amateur Softball Association (ASA). The organization exists to promote and encourage girls' fastpitch softball in the Helena area, and is the governing body of amateur girls' fastpitch softball players and teams registered with the ASA in the Helena area, and is so recognized by the ASA.
- 2. MEMBERSHIP.** Membership in the organization (HGSA) will be open to all participants and volunteers with an interest in supporting and encouraging girls' fastpitch softball in Helena, and willing to be governed by ASA, MSASA, and HGSA Code, Rules, and Regulations. Only the current elected Board of Directors (board members) shall have voting privileges regarding any decisions made on behalf of the organization.
- 3. RULES.** The ASA "Official Rules of Softball and ASA Code" are hereby made a part of the Bylaws of the organization.

ARTICLE II: GOVERNANCE

- 1. BOARD of DIRECTORS.** The Board of Directors shall be the governing body of the organization, and shall establish and enforce local rules and procedures. The board shall consist of the past president and the board members who may be elected during their second consecutive meeting.
- 2. OFFICERS.** The officers shall include a president, vice president, secretary and treasurer, to be elected by the board members. The president will be elected for a two-year term every even year and the treasurer will be elected for a two-year term every odd year at a fall meeting. The secretary and vice-president are elected every year at a fall meeting. The past president shall also serve as an officer, and will preside in the absence of the president and vice president. The president, vice president, secretary and treasurer shall perform all duties usually pertaining to their offices. The officers shall constitute an Executive Committee, which may act on behalf of the board between board meetings. Under no circumstances shall immediate family members hold office at the same time.
- 3. MEETINGS.** The Board of Directors will generally meet monthly, and more often at the call of the president or a majority of the board members. All meetings will be open to any member. All board members shall be notified by phone, mail or email at least three days in advance of the next meeting. Voting will be by current board



members only. Only those present will have one vote. Voting by roll call will take place if requested. Voting by proxy is specifically prohibited.

4. **QUORUM.** A majority of board members present shall constitute a quorum for meetings of the Board of Directors.
5. **VACANCIES.** A vacancy of any officer's position occurring during the year shall be filled by vote of the remaining board members. Any board member or officer who is absent from three (3) consecutive meetings of the board without being excused shall be considered to have resigned his or her position. On a recommendation from the Rules and Ethics Committee, a board member may be removed from office for misconduct by a two-thirds majority vote of the board.
6. **REMOVAL OF OFFICERS.** A director may be removed from the Board by a 75% vote of the Board of Directors. The Board of Directors is authorized to remove any director after written notice is given to said director specifying the reason for his/her removal, and a meeting is held which is open to all directors of the corporation.
7. **AMENDMENTS.** Amendments to these bylaws may be made by a two-thirds majority vote of the board.
8. **PARLIAMENTARY PROCEDURE.** Roberts' Rules of Order shall be the parliamentary authority on all matters not covered by these bylaws.
9. **FINANCIAL MATTERS.**
 - a. All purchases of \$500.00 or less must be reviewed and approved at the following board meeting.
 - b. All purchases greater than \$500.00 must be pre-approved by the board or the executive committee.
 - c. The treasurer will present a monthly report to the board detailing all bank balances, activity for the month and invoices submitted for payment.
 - d. The treasurer will submit at least quarterly, a detailed profit and loss statement, and shall provide a substantially detailed financial report of operations at the first fall meeting held to elect new officers.
 - e. All accounts held by HGSA shall require only one signature; however the Audit Committee shall have access to all bank records at any time and shall complete an annual audit of HGSA financial records to commence immediately after the election of officers at the fall meeting.



ARTICLE III: COMMITTEES

1. The standing committees of the organization shall consist of:

- Audit
- Coaching and Skill Development
- Equipment and Uniforms
- Marketing
- Registration and Player Draft
- Rules and Ethics
- Scheduling and Fields
- Scholarship
- Tournaments and Awards

2. The president, as is deemed necessary, may appoint other ad hoc committees.

Adopted by the Board of Directors on December 5, 2011

President

Date

Original 10/27/97, as amended 11/01/04, 11/2/09, 12/05/11

