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Section I - The Organization

Article 1 - Name of Association

1A - This association shall be known as the Wilmington Senior Softball Association, herein referred to as the WSSA.

1B - The Association, WSSA, is a member of the Amateur Softball Association, herein referred to as ASA and subscribes to its rules and regulations which are not in conflict with rules adopted by WSSA.

Article 2 – Association purpose

The Association, an IRS approved non-profit organization under IRS Code Section 501(c)(7), was formed with the overall purpose of assisting in the development and promotion of slow pitch senior softball for men in Wilmington, North Carolina and the surrounding areas. All players must be a minimum of fifty-five (55) years of age during the calendar year to be eligible to play in the Wilmington Senior Softball Association.

Article 3 - League Fees

Each player must pay annual league fees to the Association. The amount will be determined by the Board of Directors. League fees are payable each year. The deadline for paying league fees is April 1st after which a player will be suspended from play until league fees are paid. Membership in the Association is from April 1st to March 31st.

Dues for partial season

For dues paid at beginning of the season and the player is leaving due to injury (assuming the player will not play for the remainder of the season):

Injury occurs after the team has played at least 30 games – no refund

Injury occurs after the team has played 15-29 games – ¼ of the fee is refunded

Injury occurs before team has played 15 games – ½ of the fee is refunded

For dues paid at beginning of the season and player is leaving for any reason except injury or job transfer – no refund

If a player joins the association after the season has started:

Player joins before 30 games are played – the full fee is charged

Player joins after 30-44 games are completed – ½ of the annual fee

Player joins after 45 games are completed – ¼ of the annual fee

The annual fee collected is for the maintenance of the Wilmington Senior Softball Association. All other fees or charges for equipment, uniforms, etc. are the responsibility of the individual teams.

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Article 4 - Administration Format

This Association will be administered by an unpaid Board of Directors which will consist of six elected officers: President, Vice President, Treasurer, Secretary, and two Division Presidents. All members of the Board of Directors must maintain active membership in the Association and all are voting members of the Board.

Article 5 – B.O.D. Responsibilities

The Board of Directors will be responsible for the administration of all business matters relating to the activities of the Association, as well as the enforcement of the rules and regulations as defined in these by-laws. The association general membership will provide direction to the board of directors when dictated by these by-laws. The Board shall meet periodically as deemed necessary by the Board or at the discretion of the President.

Article 6 – Authority to function with two Division

The league will consist of two divisions of ball players

1. Atlantic Division - Players generally of age 55 – 67. In the event an Atlantic Division player fails to meet the desired level of skill as determined by the Atlantic Division President in conjunction with the Atlantic Division managers, the player may be offered a position in the Coastal Division.
2. Coastal Division – Players generally age 68 and older. The age requirement is waived and a player may be assigned to the Coastal Division if referred by the Atlantic Division President or if a significant medical condition exists that can be validated.
3. Grandfather Clause - Players who have played in a specific division during the prior year shall have the right to remain in that division and be considered "Grandfathered" regardless of age.

Section II - Board of Directors Job Descriptions

Article I - President

President - The President provides overall direction to the Board on matters of strategic importance to the long term benefit of the Association. He presides at all general and executive meetings, authenticates all legally binding actions of the Association. He functions as a liaison with the City of Wilmington and New Hanover County and secures the permits for the use of all softball fields. He may establish standing or special committees as deemed necessary to carry out the Association's programs. He appoints a committee of two players from the general membership to audit the Association's financial records each year. He is authorized to sign checks in the absence of the Treasurer.

Article 2 – Vice President

Vice-President - The Vice-President replaces the President as chairperson in the President's absence. He maintains the Association's insurance policy, by-laws and communications with the umpires. The association Vice President is responsible for organizing and facilitating the annual WSSA Hall-of-Fame selection process. Each year, the vice president should ensure that

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the board of directors vote to determine the maximum number of inductees to be selected in the given year. The selection of the inductees for the year should be completed by September 1 of each year. The Vice President will prepare the schedule for the local Senior Games and will be the single point of contact for the local senior games and any necessary coordination with the Wilmington Senior Center. The Vice President shall have approval authority for all non-budgeted expenditures from the general fund.

Article 3 - Secretary

The secretary maintains the Association records, meeting minutes and reports. He handles all Association correspondence as directed by the President or the Board of Directors. He serves as custodian of the Association's web site (he may assign the technical duties to any member capable of performing the duties of a web master.) He is responsible for filing of all team rosters, forms and waivers.

Article 4 - Treasurer

The Treasurer maintains all financial records of the Association. He collects the annual league fee from the membership and deposits the proceeds into the Associations bank account. He reports all expenditures and receipts at regular meetings. He formulates an annual budget which is presented at the Annual General Membership meeting. He will be responsible for all annual filings (990N) with the IRS and issuing of 1099's as prescribed by the tax law. He will be authorized to sign checks. The President may sign checks in the absence of the Treasurer.

Article 5 - Division Presidents

Division Presidents have the following responsibilities:

Division Administration – Each Division president is responsible for selection of Team Managers each year within their divisions (with BOD approval) setting the team levels each year and the balancing of teams. They are also empowered to develop/implement the process to distribute players across all teams (formerly known as the draft). They will compile all team rosters administer to additions or deletions during the season with the League Secretary. They will see that all players complete the Emergency Contact Form and where applicable Individual Liability Waiver Forms copies of which will be filed with the League Secretary. They will see that League fees are paid by each player by April 1st. They will advise the Board of any major injuries. They will be a liaison between the teams should a player ask for his release from a team and arrange for an agreeable trade between teams so as to not upset the balance of the Division. The Division President may temporarily assign a released player to a team if a trade is unsuccessful. The Division Presidents will work together to prepare the League's schedule. No player trades between teams or managers will be allowed unless authorized by the appropriate division president.

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Team Managers Selection – Each division president will submit a recommendation to the Board of Directors for any proposed new Team Managers. The Board of Directors shall vote to approve or disapprove of the recommended individual(s) before a permanent assignment is allowed.

Communication - The Division Presidents will communicate all matters affecting the League and/or individual teams on a timely basis to each team manager. Such matters include League rules, changes in rules, player placement, Board of Director directives, League functions, etc. They will conduct meetings with the team managers as necessary. They will facilitate two-way communication between team managers so that issues with players, managers or other issues are quickly resolved or if necessary communicated to the Board of Directors.

Disputes - If and when a player feels that they have a dispute or issue, it is imperative that they first discuss it with the team manager. If the dispute or issue cannot be resolved with the manager, the player can take it to the Division President who will be responsible for resolving it. The Division President may seek input from the Team Managers for a solution which will be in the best interest of the Division. In the event of a dispute or issue between a manager or managers and the Division President, the dispute or issue will be arbitrated by the Board.

Disciplinary Action - In cases where disciplinary action may be necessary the issue will be addressed by the Division President and all team managers within the division involved. A formal hearing will be scheduled by the Division President and the individual(s) involved will be invited to participate. The Division President along with the Division Managers will decide the outcome of the issue and develop a resolution that will be announced to all within 5 days after the hearing. If the parties involved are not satisfied with the resolution, they have the right to appeal it to the BOD within 5 days after the resolution has been offered by the Division President. If no appeal is filed, the issue will be considered closed and no further action will take place. In order to appeal the decision, the appeal must be written, providing the date of the issue took place, description of the infraction, names of individuals involved, witnesses, behaviors, or rule violation and the resolution requested by the appellant and delivered to the Division President who will forward it to the league president. Once the BOD accepts the appeal the league president will schedule a meeting to review the issue and the outcome decided at the division level. The BOD may uphold the resolution offered by the Division President or amend it to another outcome. The issue will be considered closed and the BOD solution will be final.

Training, Tryouts and Player Assignment - The Division Presidents are responsible for conducting the training and tryouts for all new players. They will involve all team managers in this process. All candidates, (new and returning players) are responsible to obtain medical approval from their personal physician before playing in the WSSA. During the new-player tryouts, players age 67 and younger will report to the Atlantic Division President. Players 68 years old or older will report to the Coastal Division President. If possible two fields should be used to conduct the tryouts. One field will be used for the Atlantic Division Candidates while the second field will be used for the Coastal Division candidates. This process will allow the managers from both divisions to better focus on the candidates they will be developing and rating for consideration for team placement. If there is a limited number of candidates in a specific year, they can be combined in joint try out sessions.

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New players joining the League after the annual team balancing will be rated by the Atlantic Division President in conjunction with the Atlantic Division managers, if they are age of 67 or younger to determine in which Division they might be best suited. Based on Atlantic Division needs and team balance, the Division President will assign these new players to a team. If player is not assigned to a team in the Atlantic Division, he will be referred to the Coastal Division President for consideration of team assignment in the Coastal Division through the Player Pool.

Section III - Elections

Article 1 – Election of B.O.D. Members

The Board of Directors - The Board shall be elected by a majority vote of the Association members present at the annual General Membership meeting. Nomination of officers may be made prior to the actual election or nominations can be taken from the floor during the General Membership meeting. A majority of all votes of attendees shall be necessary for election.

Article 2 – Term of Office

The term of office of all member of the Board of Directors will be for two years commencing immediately after the election. The election of officers to the Board will be by ballot or by an acclamation vote. Any officer can be removed for good reason by a two thirds majority vote of the Board of Directors.

Article 3 - Continuity

In order to insure the continuity of the Association and stability of the Board, the terms of the Board members will be staggered. The election for the offices of the President, Secretary and Atlantic Division President will be held in even numbered years (2012 e.g.). The election for the office of the Vice President, Treasurer and Coastal Division President will be held in odd numbered years (2011, e.g.).

Section IV - Meetings

Article 1 - Meetings

An Annual WSSA General Membership Meeting will be held in January or February of each year. All of the association members are invited to this meeting. The main purposes of this meeting are to communicate information about the upcoming season and the financial status of the association and to allow the membership to vote on issues important to them. These issues will be those which require a membership vote and others identified by the Board of Directors. The date for this meeting will be established by the President.

Regular Board of Directors meetings will be held when deemed necessary by the President.

Special Meetings will be held when deemed necessary by the President.

Division Managers meetings will be held when deemed necessary by the associated Division president

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Article 2 - Quorum

A quorum of the Board of Directors is necessary to officially conduct Association business. A quorum is defined as one member more than 50% of the total number of Board of Directors members. No decision will be made without a quorum.

Article 3- Vacancies

In the event of a vacancy during any term of office, the Board shall appoint a temporary replacement who will have full voting privileges until such time as the next annual meeting. In the event of a presidential vacancy, the vice president shall assume the duties of the president.

Article 4 – Order of Business

The following shall be the order of business at regular meetings:

- A. Call to order
- B. Roll call of officers
- C. Reading of minutes
- D. Treasurer’s report
- E. Committee reports
- F. Unfinished business
- G. New business
- H. Adjournment

Article 5 – Organization By-Law Revisions

Organization By-Laws - The organization by-laws may be revised or amended by a majority vote of members present at the annual meeting provided that the proposed revisions or amendments have been submitted in writing at least 14 days prior to the Annual Meeting and have been posted in advance on the WSSA website. Articles within the by-laws may be waived at times with the approval of the Board of Directors when the outcome is warranted to be in the best interests of the league and speed is of the essence. If this action is taken, the Board of Directors must hold a special meeting of the general membership within 14 days of action to review and explain the need for said action. However, the action will stand unless an alternate solution is provided in writing, prior to, or, during this meeting. Any alternate solution must also be approved by the general membership.

Section V - Restructure of Divisions

The objective of this section is to allow for the re-balancing of existing teams and players within either division for the purpose of achieving team parity or for adding teams in the associated division. A Division president may require a total division restructure every two years if needed. The decision and announcement to enact this section would normally be made after a review of the returning players and observations of new players during the new-player tryouts. If the associated Division President feels the

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need for a restructure before that time due to the need to achieve team parity, if possible, this information should be released at the Annual General Membership Meeting.

Article 1- The plan to restructure

Step 1. Atlantic Division - When the Division president desires to begin a restructuring all players regardless of age should be placed into the player pool. The identified managers of the Atlantic Division will select players in a round robin selection process to be placed on a team with the following exceptions:

Grandfather Clause - see section 1 - article 6.3. *Players who have played in a specific division for the prior year shall have the right to remain in that division and be considered "Grandfathered" regardless of age however they may or may not be returned to the team they left from.*

The decision as to the number of teams and number of players for each division should be defined prior to the start of the team restructure process.

Once the Atlantic division team roster has been filled it is suggested the managers place their names in a hat and will randomly be chosen for the team they will manage for over the next year. All remaining players will be placed in the player pool.

Step 2. Coastal Division - When the Division president desires to begin a restructuring all players designated for the Coastal Division should be placed into the (Coastal Division) player pool. The identified managers of the Coastal Division will rate players using the following rating system. If there is an excess of players, not all players will be placed on a team. All teams should have an equal number of players within the following ratings (where possible) to balance the teams.

IP = Impact Player
A = Outstanding
B = above Average
C = Average
D = Limited

The decision as to the number of teams for this division should be defined prior to the start of the placement of players. Once the team rosters have been filled the managers will place their names in a hat and will randomly be chosen for the team they will manage. All remaining players will be placed in the player pool.

Section VI - Player Assignment

Article 1 – Preparing for player assignment

- 1) Identify all players eligible for placement on teams to include both new players and existing players wanting to move up to or down to another Division. It must be noted that all candidates may not be placed on a team at the start of the season and will remain in the player pool until an opening is available and the candidate is placed on a team by the Division President in conjunction with the division managers.
- 2) Determine existing team rosters. The rosters of each team will be that which existed at the end of the season less those who have left the League. For the purpose of leveling team headcount prior to the start of player placement for the coming season.

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- 3) Determine the Division player pool, i.e., which players are to be placed into each Division.

Article 2 – Rules for player placement during year(s) following restructure

- 1) The Selection order is to be determined by the overall teams' records during the entire previous season excluding the end of year tournament. (See item 3 below)
- 2) Each team's headcount within a division will be made consistent by moving players between teams until all team rosters have an even number of returning players and ratings. This process will be completed with input from the team managers. If managers cannot agree on the placement of player to balance the team headcount, the choice will be made by the Division President. The primary goal of this effort is to make an attempt to equalize team strength before the draft is held. Once completed the player placement selection process will begin (see item 1 above)
- 3) Player Placement: the Player Placement process will be determined each year by the participating team managers under the direction of the Division President. If the managers cannot agree on the process the following process will be the default process and will be authorized by the Division President. – the team with worst record selects first and team with best record selects last. Similar player placement order for subsequent rounds if necessary.
- 4) Compensating teams with understaffed roster. (see item 2 above)
- 5) Player placement will continue until there are no remaining players or until each team roster has been filled. Remaining players not assigned to a team will be placed into a player pool until an opening becomes available

Article 3 – Assigning Players to Teams

- 1) ***New players entering the league after teams are assigned.*** If a player is 67 or younger, the new player's skill level will be assessed by the Atlantic Division President in conjunction with the Atlantic Division managers, the player will be assigned to a team. If a player is not accepted by the Atlantic Division President, he will be referred to the Coastal Division president. Any dispute regarding the assignment (s) will be brought to the Board of Directors for review and final resolution.
- 2) ***Existing players who request a change of Divisions*** after teams are assigned. The request must be granted by the team manager and both Division Presidents. Then the player will be assigned to a team within the desired division by this Division President if a position is available. If no position is available, the candidate will be placed in the player pool until a position becomes available and the Division President can notify all teams of the placement.
- 3) ***Existing players who request a change of teams*** after teams are assigned. Such players must speak with their team manager who will try to make an equitable arrangement with another manager. It is strongly recommended the players being traded should carry the same player rating as assigned at the start of the year. If a change is agreed upon, the team managers must request approval from their Division President. The Division President may temporarily assign the player to a team until an agreeable trade is made. In unresolved cases, the Division President will request a decision from the Board of Directors.

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- 4) **Returning Players** – A player sitting out for one or more seasons who is 67 or younger must report to the Atlantic Division President for assessment by the Atlantic Division managers, if player is 68 or older he will report to the Coastal Division President. Once evaluated he will be put into the player pool to be placed on a team in the division agreed upon by the division presidents and will be placed on a team when a position becomes available. Returning players may or may not be returned to their previous team and will be included in the player placement process.
- 5) **Injured Reserve** – A manager can place a player on the injured reserve list for a maximum of two years (however the player must pay his annual fee to continue receiving this benefit) to preserve the player's position on a team or the division president implements a total restructure of the division. Only one player per team may be placed into the injured reserve category. After that period the player will be replaced on said team with a player selected from the player pool. The injured player will therefore be placed in the player pool for a future assignment when physically able to play again.