

WILMINGTON SENIOR SOFTBALL ASSOCIATION BYLAWS
Revised and Adopted February 6, 2019

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Article I - The Organization

Section 1 - Name of Association

The name shall be known as the Wilmington Senior Softball Association, herein referred to as the WSSA. The WSSA is a member of USA Softball, herein referred to as USA and subscribes to its rules and regulations which are not in conflict with rules adopted by WSSA.

Section 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 players in Wilmington, North Carolina and the surrounding areas. No player is excluded from joining the association based upon gender, sexual orientation, race, or disability. All players must be 55 years of age or older by December 31st of the year to play. Any deviation to this requirement may be allowed on an individual basis by the Atlantic Division president with the approval of the majority of the Atlantic Division managers and then presented to the board of directors for their approval.

Section 3 - Association Fees and Application

Each player must pay annual Association fees to the Association. The amount will be determined by the Board of Directors as part of the annual budget approved by WSSA membership at the annual meeting. The policies and procedures governing Association fees are provided in the Wilmington Senior Softball Association Manual: Practices, Policies, Procedures, Programs and Rules (the “Manual”). In addition to the payment of Association fees, each member shall also submit annually a signed application before Association play begins.

Section 4 - Administration Format

This Association will be administered by an unpaid Board of Directors (“BOD”) which will consist of eight elected officers: Commissioner, Deputy Commissioner, Treasurer, Secretary, Director of Marketing and Public Relations and three Division Presidents. All members of the Board of Directors must maintain active membership in the WSSA and all are voting members of the Board.

Section 5 – Board of Director Responsibilities

The Board of Directors are 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 Bylaws and in the Association’s Manual. The BOD will maintain and update

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the Manual as necessary. The BOD will adhere to the requirements provided in the governing documents regarding petitions and authorizations from the general membership. The Board shall meet periodically as deemed necessary by the Board or at the discretion of the Commissioner.

Section 6 – Authority to Function with Three Divisions

The Association will consist of three divisions of ball players. As provided in Article I, Section 4 of these bylaws, the three divisions are the Atlantic, Coastal, and Legacy. Section 3 of the Manual prescribes the policies and procedures for administering softball play, rules of conduct, and player assignment.

Article II - Board of Directors Job Descriptions

No Board of Directors member shall function as a team manager while serving as an elected BOD member. The use of “he” pertains to the person holding the board position regardless whether the position holder is male or female.

Section 1 – Eligibility

Any WSSA member in good standing is eligible to serve in any of the eight elected board positions.

Section 2 - Commissioner

The commissioner 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 will be the liaison for any necessary coordination with the Wilmington Senior Center which is a resource center for senior adults in the Wilmington area. 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. The commissioner and treasurer shall maintain the audit procedure guidelines. He is authorized to sign checks in the absence of the treasurer.

Section 3 – Deputy Commissioner

The deputy commissioner replaces the commissioner as chairperson in the commissioner’s absence.

He maintains the Association’s insurance policy. He recommends the umpires, and negotiates a contract with them subject to the approval of the Board of Directors. He functions as a liaison with the City of Wilmington and New Hanover County and secures the permits for the use of all

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softball fields. He coordinates the communications with city and county field crews on game days, cancels games due to weather or field conditions, informs the webmaster and team managers as well as the umpires.

The deputy commissioner is responsible for organizing and facilitating the annual WSSA Hall of Fame selection process. Each year, the deputy commissioner should ensure that 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 Hall of Fame process which has been approved by the BOD is prescribed in Section 5 of the Manual.

Section 4 - Secretary

The secretary maintains the Association records, meeting minutes and reports. He handles all Association correspondence as directed by the commissioner or the Board of Directors. The secretary will maintain and review the Association Bylaws and Manual.

Section 5 - Treasurer

The treasurer maintains all financial records of the Association. He collects the annual Association fee from the membership and deposits the proceeds into the Association's bank account and will ensure that all usual and customary obligations of the WSSA Association are paid on a timely basis.

The treasurer shall ensure proper documentation accompanies any request for reimbursement or payment to a vendor. Expenditures shall be made in accordance with the annual budget. He shall exercise due care when determining when additional expenditure approval from the applicable board director(s) is appropriate.

He is responsible for compiling a member payment register that will then be transformed into a working roster of all paid members that will be used by divisional presidents for the formation of individual team rosters through a draft or some other method. The treasurer will also maintain all original application forms which may be scanned for archival purposes.

He reports all expenditures and receipts at regular meetings presented in a traditional accounting format of a Balance Sheet and Income Statement.

He formulates an annual budget, which after approval by the Board of Directors, is presented for approval at the annual general membership meeting. He will present the past year's results and the next year's budget to the membership at the annual meeting.

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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 BOD will follow the IRS rules supporting the 501c-7 tax exempt status to ensure the WSSA is in full compliance.

Section 6 - 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 treasurer's assistance. They will be responsible for maintaining and reviewing Association rules.

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. No player trades between teams or managers will be allowed unless authorized by the appropriate division president. The division president may temporarily assign a released player to a team if a trade is unsuccessful.

The division presidents and the deputy commissioner will work together to prepare the Association's schedule. All canceled/postponed games will be rescheduled by the division presidents and deputy commissioner. All rescheduled games must be played on the assigned rain dates or lose by a forfeit.

The Manual provides the policies and procedures governing team managers selection, communication, disputes, disciplinary action, training, and player assignments which are the responsibility of the division presidents.

Section 7 – Director of Marketing and Public Relations

Responsible for managing WSSA public relations through a variety of media, resources, tools and outlets to (1) increase public awareness and visibility of WSSA (2) attract new players (3) retain current membership, and (4) help grow the three divisions.

Develop message content and ensure it is consistent, timely and relevant to promote, recruit, retain and advertise senior softball.

Maintain and manage the WSSA website (webmaster), which may be delegated to another individual under his supervision. In addition, he may seek out and develop other social media tools.

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He will oversee all WSSA communication strategies to maintain a consistency that reflects the organization's visions and goals. All communications by any member to the media must be sanctioned by the director of marketing and public relations.

He will create and publish timely Association information such as press releases, brochures, game scores, announcements and schedules, tournaments, special events, and other materials. Manage all relationships with media outlets. Conduct informational meetings and participate in festivals, parades, and special events. He will be accountable to the BOD for all activities.

He will chair a sponsorship committee made up of the division presidents or their designees. The committee is charged with assisting managers in obtaining a sponsor as needed, and maintaining good relationships with our current sponsors. This committee will also seek to promote the WSSA through the "Friends of WSSA" sponsorships.

Article III - Elections

Section 1 – Election of Board of Directors 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.

Section 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.

Section 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 commissioner, secretary, Atlantic and Legacy division president will be held in even numbered years (2018 e.g.). The election for the office of the deputy commissioner, treasurer, Coastal Division president and director of marketing and public relations will be held in odd numbered years (2019, e.g.).

Article IV - Meetings

Section 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 elect directors to the board, to communicate information about the upcoming season

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and the financial status of the Association, and to allow the membership to vote on issues important to them and petitioned to the BOD. 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 commissioner.

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

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

Division managers' meetings will be held when deemed necessary by the associated division president.

Section 2 - Quorum and Board Approval

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. Board approval is hereby defined as a majority of the quorum.

Section 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 commissioner vacancy, the deputy commissioner shall assume the duties of the commissioner.

Section 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 V – Organization Bylaw Revisions and Amendments

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The organization bylaws 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. Sections within the bylaws 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 Association 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, prior to, or during this meeting. Any alternate solution must also be approved by the general membership.

Article VI – Wilmington Senior Softball Association Manual

These bylaws authorize the administration and maintenance of the WSSA's operating manual contained in a separate document titled, "Wilmington Senior Softball Association Manual: Practices, Policies, Procedures, Programs and Rules." The Board is authorized to maintain the Manual, amending specific provisions from time to time as appropriate. The current version of the Manual will be available for review on the WSSA's website.

The Manual provides comprehensive rules and guidelines for administering the Association's operation. These rules and guidelines include Association rules, membership fees, player assignment including the restructuring of divisions, team and player administration, sponsorship, hall of fame process and a manager's handbook.