

By Laws
Of
MAYWOOD GIRLS SOFTBALL

Article One.
Organization.

- 1) The name of this organization shall be
MAYWOOD GIRLS SOFTBALL
- 2) The organization shall have a seal which shall be in the
following form:
NONE
- 3) The organization may at its pleasure by a majority vote
of the membership body change its name.

Article Two.

Purpose.

The following are the purposes for which this organization has been organized.

The purposes for which the organization is formed are to encourage interest in the game of softball in youth of the surrounding areas and to engage in organization and supervision of softball activities. Upon dissolution of the organization, the Board of Directors shall, after payment of all liabilities, dispose of all the assets of the corporation exclusively for the purposes and in such manner or to such an organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify, for exemption under Section 501(c)(3) of the Internal Revenue Code.

AMENDMENT TO THE BY LAWS OF
MAYWOOD GIRLS SOFTBALL

1. This Amendment shall be effective 4/1/01.
2. This Amendment shall clarify voting of Trustees at the meeting whereby voting takes place for Trustees in the upcoming year.
3. Voting rights shall be granted to all individuals who have attended at least 50% of the monthly open meetings of Maywood Girls Softball. All other attendees at meeting where voting takes place shall be ineligible to vote.
4. This Amendment was adopted unanimously by the Board of Trustees.

Article Five.

Voting.

At all meetings, except for the election of officers and directors, all votes shall be voice except that for election of officers, ballots shall be provided and there shall not appear any place on such ballot any mark or markings that might tend to indicate the person who cast such ballot.

At any regular or special meeting if a majority so requires, any question maybe voted upon in the manner and style provided for election of officers and directors.

Article Four.

Meetings.

The annual membership meeting of this organization shall be held on this First day of September each and every year except if such day be a legal holiday then and in that event the Board of Directors shall fix the day but it shall not be more than two weeks from the date fixed by these By-Laws. The Secretary shall provide notice in the Our Town newspaper of all open meetings at least seven (7) days before the meeting.

Regular meetings of this organization shall be held:

2nd Monday of each month

Public and open to all citizens at 8:00 p.m.

The presence of not less than two shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser number may adjourn the meeting for a period of not more than weeks from the date scheduled by these By-Laws and the secretary shall cause a notice of this scheduled meeting to be published in the Our Town newspaper. A quorum as hereinafter set forth shall be required at any adjourned meeting.

Special meetings of this organization may be called by the Board when it deems it for the best interest of the organization.

At the request of two members of the Board of Directors or three members of the organization the president shall cause a special meeting to be called but such request must be made in writing at least (2) two days before the requested schedule date.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

Article Six.

Order of Business.

1. - Roll Call or Individual Sign In.
2. - Reading of the minutes of the proceeding meeting.
3. - Reports of Committees.
4. - Reports of Officers.
5. - Old and Unfinished Business.
6. - New Business.
7. - Adjournments.

Article Seven.

Board of Directors.

The business of this organization shall be managed by a Board of Directors consisting of 11 members together with officers of this organization. At least one of the directors elected shall be a resident of the Township of Maywood, Rochelle Park or Hackensack and a citizen of the United States.

The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of one year.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

Five of the members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held regularly on the date stipulated by the Board.

Each director shall have one vote and such voting may not be done by proxy.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary. If a Board member misses three consecutive meetings

he/she shall be removed from the Board except if there are mitigating circumstances approved by the Board.

Vacancies in the said Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the remaining one year.

The President of the organization by virtue of his office shall be Chairman of the Board of Directors. The Board of Directors shall select from one of their number a secretary.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules as it may in its discretion consider necessary for the best interests of the organization, for this hearing.

Article Eight

Officers

The officers of the organization shall be as follows:

President

Vice President

Secretary

Treasurer

The President shall preside at all membership meetings. She/he shall by virtue of his office be Chairman of the Board of Directors.

She/he shall present at each annual meeting of the organization an annual report of the work of the organization.

She/he shall see all books, reports and certificates as required by law are properly kept and filed.

She/he shall be one of the officers who may sign the checks or drafts of the organization.

She/he shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice President shall in the event of the absence or inability of the President to exercise his/her office become acting president of the organization with all the rights, privileges and powers as if he/she had been the duly elected president.

The Secretary shall keep the minutes and records of the organization in appropriate books.

It shall be her/his duty to file any certificate required by any statute, federal or state.

She/he shall give and serve all notices to members of this organization.

She/he shall be the official custodian of the records and seal of this organization.

She/he may be one of the officers required to sign the checks and drafts of the organization.

She/he shall present to the membership at any meetings any communication addressed to her/him as Secretary of the organization.

She/he shall submit to the Board of Directors any communications which shall be addressed to her/him as Secretary of the organization.

She/he shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. She/he shall cause to be deposited in a regular business bank or trust company a sum not exceeding \$10,000.00 and the balance of the funds of the organization shall be deposited in a savings bank except that the

Board of Directors may cause such funds to be invested in such investments as shall be legal for a savings bank in the State of New Jersey.

She/he must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. Two officers must sign all checks.

She/he shall render at every Board of Directors meeting a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.

She/he shall exercise all duties incident to the office of Treasurer.

Officers shall by virtue of their office be members of the Board of Directors.

No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

Article Ten

Amendments

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than a majority of board members present at a meeting called for said purpose.

Article Eleven

Rules of Order

Rules of Order shall be Sturgess Rules of Order. Said book of Order shall be the guiding procedure for all meetings.

Article Twelve

Effective Date

Effective date of these By-Laws shall be February 2, 2001.