



Clinton Girls Softball Association

CLINTON GIRLS SOFTBALL ASSOCIATION

CLINTON, MISSISSIPPI

NEW (Amending Oct 10, 2006 Revision)

(Board Reviewed/Published: December 11, 2012/January 10, 2013)

(Adopted: JANUARY 22, 2013)

CONSTITUTION

This Constitution supplements those Articles of Incorporation filed with the Secretary of State for the State of Mississippi on September 17, 1996, for this corporation and reaffirms them in their entirety. Further, this Constitution acknowledges that an organizational meeting for this corporation was held on September 30, 1996, during which the Initial Board of Directors were elected and the adoption of a Constitution and By-Laws was authorized. Rules may be adopted as necessary for the formation of teams (both league and tournament), selection of coaches and players, assignment (scheduling) of fields and other matters related to the play of the game of fast-pitch softball.

ARTICLE I: Organizational Name

I. The name of this corporation is Clinton Girls Softball Association and may be referred to for ease of reading in these documents as the “Association” or “CGSA”, but all corporate business will be executed in the corporate name and only by a duly authorized Director or Officer. This corporation is organized as a non-profit, non-share corporation under the Laws of the State of Mississippi consistent with the requirements of the Internal Revenue Service for such corporations. This corporation is vested with all of the powers vested to it under the Laws of the State of Mississippi and may engage in any lawful activity in furtherance of its purpose, consistent with its Articles of Incorporation and this Constitution and By-Laws. No Director, Officer or member of this Association is authorized to take any action which may jeopardize the corporate or non-profit status of the Association.



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ARTICLE II:

PURPOSE

- I. The Clinton Girls Softball Association is a civic organization whose purpose is to offer supervised recreational and competitive fastpitch softball programs for the youth of Clinton and instill in them the principles of sportsmanship, honesty, loyalty, courage and respect. The Clinton Girls Softball Association offers classic league play and opportunities for travel league play.**

ARTICLE III:

Affiliations

- I. Clinton Girls Softball Association is affiliated with the City of Clinton Parks and Recreation Department, the Amateur Softball Association and other organizations they have direct relation to the Association's ability to facilitate Fast Pitch Softball Activities for the Clinton Community.**

ARTICLE IV:

BUSINESS ADDRESS and FISCAL YEAR

- I. The business address of the Association will be P.O. Box 461, Clinton, MS 39060. For mailing purposes, the Board of Directors has leased a post office box under the same, located within the Clinton MS Post Office on Monroe Street.**
- II. The fiscal year of the Association will be from November 1st of one year, to October 31st of the same year. This fiscal year should accommodate billing and financial document preparation for Board review.**

ARTICLE V:

Membership

- I. Membership shall be by application with approval by the Board of Directors. Each family unit shall enjoy all privileges including the right to a single vote per family and the holding of office by any one adult family member. Family membership annual dues shall be considered paid upon payment of annual player registration. Family membership is also available to families without active league players upon payment of annual dues (i.e. Tournament Only Players).**



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- II. Membership shall be terminated upon request, upon failure to pay annual dues, upon conduct or other acts bringing discredit upon the Association and as decided by the Board of Directors, or for other causes, upon two-thirds (2/3) vote of the Board of Directors.
- III. Members will have no proprietary interest in the Association or its assets, but will derive benefits exclusively through participation.

ARTICLE VI: *Officers (Board of Directors)*

- I. The business and property of the Association shall be managed by a *Board of Directors*.
 - a. The officers of the Association shall consist of:
 - i. President- The President shall preside at all meetings of the Board of Directors. The President in conjunction with the other Directors shall be responsible for setting policy and operating procedures. The President will also act as the representative of Clinton Girls Softball Association to the City of Clinton and all other groups which the Association may have need for contact or correspondence.
 - ii. Vice President- The Vice President shall in the absence of the Board President or vacancy, assume the responsibilities of the Board President. The Vice President shall also be responsible for assisting with the organizational body, insuring and assisting other Officers as needed. The Vice President shall review Standing League Rules of play annually and prepare/make changes as needed. The Vice President shall maintain a list of Association assets/equipment and approx. value and present the same to the Board of Directors during the fourth quarter of the fiscal year, for review and to be part of the Associations permanent record for that fiscal year. The Vice President shall be responsible for all fund raising efforts and present any recommendations for equipment replacement/purchase to the Board. The Vice President shall direct all registration activities and work with the League Directors and Business Managers to facilitate league tryouts.
 - iii. Secretary- The Secretary shall issue notices of all meetings to the Board of Directors. He/she shall have charge of all Association records. He/she shall attest with his/her signature all written contracts of the Association. He/she shall be able to sign checks in the absence of the Treasurer. He/she will maintain the



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Association Calendar and prepare important dates for the following year to be published via website and within the City Directory. He/she shall maintain the Minutes of each Board Meeting and present the same to the Board President for placement on the next scheduled meeting Agenda for review/approval to the permanent record.

- iv. **Treasurer-** The Treasurer shall have possession of all monies and securities of the Association. He/she shall sign checks and submit them with receipts to the Board of Directors for the examinations and approval annually. The Treasurer will also be responsible for facilitating the purchase of equipment, uniforms and supplies for the Association. The Treasurer will prepare a financial report annually for the Association Body, City of Clinton and Parks and Recreation Advisory Committee. The Treasurer shall be responsible for all Association accounts and maintain signature cards with the appropriate financial institutions to maintain access to Association accounts.
- v. **Business Manager I-** The Business Manager I shall be primarily responsible for all activity related to the daily management of the concessions operation including inventory, stocking supplies and compiling deposits and secondarily responsible for equipment. The Business Managers shall also be responsible for maintenance of Association owned equipment and provide recommendations for replacement and procurement of new or additional equipment/supplies. The Business Manager shall also assist with additional duties as needed.
- vi. **Business Manager II-** The Business Manager II shall be primary responsible for equipment and secondarily responsible for all activity related to the daily management of the concessions operation including inventory, stocking supplies and compiling deposits. The Business Managers shall also jointly be responsible for maintenance of Association owned equipment and provide recommendations for replacement and procurement of new or additional equipment/supplies. The Business Manager shall also assist with additional duties as needed.
- vii. **League Director-** The League Director shall be responsible for managing all activities within their age group(s). This will include recruiting coaches and league commissioners, overseeing team formation, tryouts (observation), coordinating game schedules, and acting as a player advocate to the board.



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Additionally the League Director shall review the standing League Rules prior to the start of the season and make any recommendations or bring any concerns to the Vice Presidents attention for further review and consideration. The League Director shall also work with the Web Master to insure the Standing League Rules have been posted to the Association Web Page. League directors shall also help as needed with any additional tasks taken on by the Association as needed.

viii. League Director- The League Director shall be responsible for managing all activities within their age group(s). This will include recruiting coaches and league commissioners, overseeing team formation, tryouts (observation), coordinating game schedules, and acting as a player advocate to the board. Additionally the League Director shall review the Standing League Rules prior to the start of the season and make any recommendations or bring any concerns to the Vice President's attention for further review and consideration. The League Director shall also work with the Web Master to insure the Standing League Rules have been posted to the Association web page. League directors shall also help as needed with any additional tasks taken on by the Association.

ix. Web master/ Public Information- The Web Master/ Public Information Officer shall maintain the Association website with current information as provided by the Board of Directors and promote the goals and professionalism of the Association and the sport. The Webmaster shall also collect pictures related to the Association activities to post to the website and maintain an up to date online calendar of events.

x. Tournament Director- The Tournament Director shall be responsible for promoting and facilitating Travel Team and League Tournaments hosted by the Association, to include liaison with the City Parks and Recreation Department, promoting and scheduling. The Tournament Director shall also be responsible for facilitating the organization of Association Sponsored Travel Teams, "BLAST", for practice schedules, rosters and communicating with the Board. The Tournament Director shall also insure that all "Blast" Association Teams are compliant with Association Rules and Guidelines as they pertain to Travel Teams. The Tournament Director shall NOT have a Vote during Board Meetings and shall only provide recommendations/suggestions to the Board.



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- xi. **Emeritus-** The Emeritus shall provide advice and recommendations objectively to the Board of Directors and serve as a spokesman for the Clinton Community in assisting the Board with critical/key issues and concerns; (this is a discretionary non-voting position, appointed by the current Board of Directors).

ARTICLE VI:

ADVISOR

- I. Clinton Girls Softball Association shall utilize the Parks and Recreation Advisory Committee for outside recommendations and oversight. The Association shall prepare a report annually similar to that provided to the City Parks and Recreation to include league activity, successes, goals and a financial synopsis for the current fiscal year. The Parks and Recreation Advisory Committee shall have no express authority to implement policy for the Association; however any changes to the constitution and or bylaws must be forwarded to the Committee for review, prior to Association implementation.

ARTICLE VII:

MEETINGS

- I. Regular meetings of the Board shall be held monthly and as needed to conduct business during league play.
- a. The Secretary or his/her designee shall take notes consisting of the minutes for all meetings of the Board and Association.
- b. All Board Members/Officers shall be notified of all meeting dates, times and locations prior to each meeting.
- II. Annual Association meetings will be conducted by the Board each year during the months of November, December or January (of the New Year) at the discretion of the Board.
- III. A quorum for the transaction of business at any regular or special meeting of the Board of Directors shall consist of more than half (1/2) of the members of the Board. A majority of those directors present at any regular or special meeting shall have the power to adjourn the meeting to a future time/date.
- IV. Special meetings of the Board may be called by the President or by any two members of the Board with unanimous consent of the Board.
- V. There shall be no proxy votes allowed at any meetings of the Board (i.e. email vote, text, conference call).



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- VI. The Association/Board meetings shall be governed by the “Roberts Rules of Order” and follow a preplanned Agenda.

ARTICLE VIII: AMENDMENTS

- I. The Constitution and bylaws shall be amended by a vote of two-thirds (2/3's) majority of the members at any annual meeting or special meeting.
- II. Proposed amendments shall be provided to all Association Members via Association Website and email notification fourteen (14) days prior to the meeting date or announcement at two consecutive meetings of the Association Body.
- III. All original structure shall remain within the Constitution and by-laws; however when amendments are made the portion of this document revised shall remain legible and noted that the section has been revised by amendment, the amendment number and date.

Date Ratified **January 22, 2013**

Date Revised **January 1, 2014**

Date Revised ,

Date Revised ,



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BY-LAWS OF CLINTON GIRLS SOFTBALL ASSOCIATION

ARTICLE I: MEMBERSHIP

- I. Membership shall be by application with approval by the Board of Directors as provided within the Constitution.**
- II. The Association shall set dates for open enrollment annually and advertise accordingly to promote a successful season.**
- III. Enrollment dues will be reviewed annually by the Board and adjusted as needed.**

ARTICLE II: FINANCE

- I. The Board of Directors shall establish a projected financial budget for the fiscal year beginning in November prior to the new season and end in October upon completion of all activities and any outstanding accounts have been resolved.**
 - a. The budget shall be documented and presented to the Board by the President, Vice President and Treasurer for review and approval prior to the end of the fiscal year.**
 - b. The Board shall make all attempts to remain within budget during each season, within financial means of the Association.**
- II. The Board of Directors shall determine the amount of all fees and other means of raising revenue.**
- III. At the end of each year the Treasurer shall prepare a statement depicting the financial status of the Association. The financial statement will be presented to the membership during the annual meeting of the Association, and a copy provided to the City of Clinton Parks and Recreation Director and the Parks and Recreation Advisory Board.**
- IV. Expenditures of \$250 and less may be processed without Board approval; however notification shall be made to the Board at the first available meeting after the expenditure. All unplanned purchases/expenditures totaling \$251.00 and above shall be presented to the Board for approval prior to executing the transaction.**
- V. During the annual meeting of the Association, the Board of Directors will present to the membership all facets of future planning to include projected costs.**

ARTICLE III: SELECTION OF BOARD MEMBERS/OFFICERS

- I. The Board of Directors will call an annual meeting of the Association each year during the months of October, November or January (of the following year). The purpose of this meeting is to hold elections for Board Members/Officers, adopt future planning or any other business of the Association.**
- II. Qualifications, selection and terms for each office**
 - a. Each shall be elected by the membership during the annual meeting of the Association**
 - b. All shall reside within the Clinton ~~Public~~ ~~Separate~~ School District**



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- i. At the Boards discretion **no more than three Board Members** ~~only one~~ Officer may reside outside the Clinton ~~Separate~~ **Public** School District, however **these** ~~that~~ individuals must have a player actively participating in league play for the term elected and cannot serve as President or Vice President of the Association unless the residency requirement is met during the appointed term.
- c. The members receiving the highest number of votes at the annual meeting for the number of vacancies or expired terms shall constitute the Ten (10) Member Board of Directors.
- d. Board Members/Officers shall serve for a period of two years. A Board Member/Officer may serve on the Board an additional term after his/her term has been completed.
- e. Should a position become open due to resignation or removal of a Board Member/Officer, the Board President may appoint a new Member/Officer with the Board of Directors confirmation to serve until the next annual meeting.
- f. Each Board Member/Officer shall have vote in all matters pertaining to the business, property or management of the Association during all deliberations of regular and special meetings of the Board, except the positions of Tournament Director and Emeritus which are advisory positions only.
- g. Board Members/Officers shall serve without compensation but shall be reimbursed for expenses incurred by themselves in the performance of their services.
- h. Board Members/Officers elected by the Association shall then be nominated/elected by the Board, for a term of one (1) Year for Officer Positions (i.e. President, Vice President...) and shall hold office until their successor(s) are duly elected.
- i. All Board Members/Officers shall work together as a team, to accomplish the goals and expectations of the Association in a respectable and professional manor.

ARTICLE IV: ADVISORY BOARD

- I. The Association shall utilize the Parks and Recreation Advisory Committee as an oversight and means of outside guidance.
- II. The Association Board shall provide an end of year report to the Committee by November 30, to include a financial statement, budget, participation totals, completed projects, success's and future plans.
- III. The Association Board shall seek the Committee's suggestions and guidance as needed.
- IV. The Association Board President and Treasurer shall attend an Advisory Committee meeting each year and present the Association report, ask and answer questions and liaison in an effort to better the Clinton Softball Program.



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ARTICLE V: OPERATING RULES

- I. The Association Board Members/Officers shall provide and review annually as Addendum(s):**
 - a. Standing League Rules of Play**
 - b. Standing Tournament Rules of Play**
 - c. Board Members/Officers Code of Conduct**
 - i. To be signed annually by Board Members/Officers and retained in permanent file (paper or electronically)**
 - d. Coaches Code of Conduct**
 - i. To be signed by each Coach at or before draft of teams and retained in permanent file (paper or electronically)**
 - e. Parent Code of Conduct**
 - i. Should be provided at registration and obtained from each Players Parent and retained in permanent file (paper or electronically)**
 - f. Current ASA Rule Books upon request**
 - i. Typically ASA provides copies each year for dissemination to league coaches.**
- II. The Board shall review and make changes as needed to these documents with the exception of the ASA Rule Book. The Board shall also make each document (a-e) available on the Association website and update as needed.**
- III. Operating Rules contained within the By-Laws as Addendum's shall be acknowledged and followed by all Association Members.**
- IV. For the purpose of game play, tournaments and other related activities, the Board will assign the use of resources owned by the Association, such as softball equipment, field maintenance equipment, concessions equipment, and other miscellaneous items. The Board will also assign the use of resources not owned by the Association but whose use has been granted to the Association by the City of Clinton, such as playing fields, batting cages and concession buildings.**
- V. The Association operates within the Traceway Park Complex under a Service Provider Agreement with the City of Clinton. The Association shall make every effort to comply with said agreement and Board Members shall make every effort to participate in review and revisions to the Agreement with City Officials, in the best interest of the Community, the Association and the play of Fast Pitch Softball.**

ARTICLE VI: TOURNAMENT TEAMS

- I. Clinton Girls Softball Association has taken steps, applied for and been approved for the "MISSISSIPPI BLAST" name and Logo to be Registered Trademarks of Clinton Girls Softball Association by the State of Mississippi Secretary of State Office.**
 - a. This has been done to help strengthen the Travel Team Program and provide consistent guidelines and standards.**
 - b. Parents, players and the Association have certain expectations of the Head Coaches and Teams who represent the Association and our Community.**



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- II. Tournament Teams which play under the Clinton Girls Softball Association “Umbrella” shall be referred to as “MISSISSIPPI BLAST” or “CGSA ALL STAR” **or other Board approved name that identifies team with CGSA**, per each age group.
- III. Parents and Coaches shall abide by the same Code of Conduct as League Parents and Coaches and sign a Code of Conduct annually.
- IV. ~~There may be up to two teams per age group for either MS Blast or All Star and each team’s roster must meet this residential requirements~~ **There may be up to two MS Blast teams per age group (8U, 10U, 12U etc.). All Star teams will be allowed in all groups as deemed needed by the Board as evidenced with a two-thirds (2/3) vote.**
- V. Selection of Blast Head Coaches shall be determined by recommendation from the Blast Committee and approval by the Association Board. **Coaches of Tournament Teams will be required to obtain appropriate level of ACE Certification and provide proof of Certification annually along with roster.**
 - a. The Association Board reserves the right to remove **a head coach for a violation of the Code and/or actions detrimental to the league.**
- VI. Residential Requirement for Travel Teams beginning in ~~2013~~ **2014** shall be:
 - a. 8U teams ~~8~~ **7** players must meet this requirement ~~2013~~
 - b. 10U teams 6 players must meet this requirement ~~2013~~
 - c. 12U teams ~~6~~ **5** players must meet this requirement ~~2013~~
 - d. 14U, **16U & 18U** teams 4 players must meet this requirement ~~2013~~
 - e. ~~16U-18U teams~~ 4 players must meet this requirement ~~2013~~
- VII. ~~Every two years the number of residentially required players shall increase by one (1) to a maximum of eight (8) in each age group.~~ **This requirement is suspended.**
- VIII. **ALL STAR TEAMS-** All Star Teams are developed and promoted at the discretion of the Association Board to offer yet another alternative for additional League Players to experience and have the opportunity to play Fastpitch Softball at the Tournament level.
 - a. The Association Board shall adopt procedures for selection of players and Coaches for All Star Teams as an addendum, and review as they deem appropriate.
 - b. All Star Teams will be eligible to participate in hosted tournaments and shall be provided practice times and given consideration as deemed appropriate, from the Board with regards to proceeds from hosted tournaments.
- IX. **Residential Requirement-** player must reside within the Clinton School District
 - a. *The only other option-* in order for a non-Clinton school district player to fill a residential required slot, the player must be registered for the local league and participate in local play for a minimum of 75% of the scheduled games for the season. If a team chooses this as an option and a player does not meet and

participate in league play as required the travel team will be penalized. Penalties would include loss of proceeds from hosted ~~tourney's~~ **tournaments** as well as practice privileges within the park for scheduled times and could include the Team or Coach being asked to leave the organization, or any other penalties as deemed by the Association Board. This rule will apply as long as there is a league available for an age group. In the situation where local league play for a particular age group has been deemed not available by the Board the requirement for league play can be suspended for one year for that age group only with a two-thirds (2/3) vote of the Board. The out of district players would then have to pay a fee set by the Board to become a member of CGSA and satisfy the residential requirement. This would be on a year to year basis and only apply if a league was not present for that age group.

- X. Preliminary Rosters are due each year by December 1. Preliminary rosters should reflect the residential requirement having been met or that a significant effort has been made to meet the requirement. A final roster, complete will be due before the first scheduled league game is played for the next season, which normally starts in March. **If the above residential requirement exception for age groups without a league present is put into practice all membership fees for out of district tournament players are required to be paid with submission of final roster. Nonpayment of fees will result in travel team being penalized. Penalties would include loss of proceeds from hosted tournaments as well as practice privileges within the park for scheduled times and could include the Team or Coach being asked to leave the organization or any other penalties as deemed by the Board.**
- XI. Blast Team Head Coaches shall form a committee to discuss tournament hosting, coach development, player development and improving the travel team program for the Clinton Community. This committee shall liaison with the Association Board to promote a strong healthy program for the Clinton Community.
- XII. Clinton Blast Teams will organize jointly, at minimum two (2) scheduled dates for team try outs, in the fall of each year prior to the closing of the fields for the winter.
- XIII. Selection of the players is ultimately up to the Coach and his assistants, however consideration should be given with regards to other head coaches recommendations and players who may have played up or down in an age group who would be eligible to play for another coach.



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ARTICLE VII: TOURNAMENTS

- I. Tournaments shall be scheduled with the City of Clinton Parks and Recreation within a timely manner the year before and prior to the closing of the fields for the year prior to the tournament dates requested.
- II. Scheduled Tournaments are Hosted by the Association and participating Association Tournament Teams
- III. Tournaments will be managed and facilitated with the cooperation of Clinton Parks and Recreation and all those participating as Host shall conduct themselves in a professional manor.
- IV. Tournament Proceeds shall be distributed as follows, after all expenses have been recovered:
 - a. The first thirty-five percent (35%) will be paid to the Association (CGSA).
 - b. The remaining sixty-five percent (65%) of the proceeds will be paid to the Association (CGSA) sponsored tournament teams who fully participated in working and facilitating the tournament, i.e., concessions, gate, field marshall, cooking (and any other operations performed/needed for each tournament)
 - c. The Association Board may determine an alternative percentage for any team which does not fully participate in facilitating a scheduled tournament. **Play in the tournament is not a requirement if team can show just cause for nonparticipation that is accepted by two-thirds (2/3) of the members of the Board.** This percentage would be less than those teams who fully participated. **In the event that a tournament team has not paid all fees due to the association the delinquent fees shall be deducted from that team's proceeds.**

ARTICLE VII: SPONSORS and FUNDRAISING

- I. The Association reserves the right to facilitate fundraising activities for the Association and Association related activities/programs.
- II. The Association reserves the right to partner with private business and or accept private donations for the promotion of Girls Fast Pitch Softball.



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ARTICLE IX: AMENDMENTS

Date Ratified **January 22, 2013**

Date Revised **January 1, 2014**

Date Revised ,

Date Revised ,