



BY-LAWS

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INTRODUCTION

These By-Laws, in addition to the Hallie Girls Softball Operational Manual and Rule Book, shall be the governing body of all Hallie Girls Softball.

ARTICLE I. NAME

1. The name of the Corporation shall be **HALLIE GIRLS SOFTBALL, INC.**
2. Hallie Girls Softball, Inc shall be abbreviated throughout these By-Laws as **HGS.**
3. HGS league shall have a season beginning in the month of April and ending at the conclusion of the Hallie Youth Days Event. The season's start is dependent on weather conditions.

ARTICLE II. PURPOSE

The purpose of HGS shall be to provide the youth of the Chippewa Valley with a quality program for fastpitch softball and softball related activities. We believe softball is a vehicle for young girls to develop and grow mentally, physically, and develop a sense of resilience and confidence through fun and competitive sports. We support teamwork and cooperation through mutual respect, sharing of skills, knowledge, and responsibilities. This provides a foundation for fun and continuous improvement at an economical cost.

This shall include the following:

1. To instruct participating youth (participant) in the fundamental skills of softball by providing qualified coaching at all levels.
2. To instill the necessary attitudes for team spirit, sportsmanship, and fair play through success and cooperative effort.
3. To provide an environment where each participant, regardless of age, race, religion, color, ethnic background, or financial circumstances is treated fairly, with respect and in a positive supportive manner.
4. To foster safety, fairness, and fun.

ARTICLE III. HGS CORPORATE STRUCTURE

1. HGS shall be incorporated under the laws of the State of Wisconsin.
2. Eligibility to participate in HGS is not determined by race, creed, or color. HGS does not discriminate against any person based upon race, creed, color, or financial circumstances as determined by the Board of Directors.
3. Notwithstanding any other provisions of these articles, HGS is organized exclusively for one or more of the purposes as specified in Sec. 501 (C)(3) of the Internal Revenue Code of 1954 and under the General Statutes the State of Wisconsin, and shall not carry on any activities not

permitted to be carried on by a corporation exempt from the Federal income tax under IRC Sec. 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

4. No part of the net earnings of HGS shall inure to the benefit of any member, trustee, director, officer of HGS, or any private individual (except that reasonable compensation may be paid for services rendered to or for HGS as agreed to by an affirmative Executive Board vote), and no member, trustee, director, officer of HGS or any private individual shall be entitled to share in the distribution of any of HGS assets on dissolution of HGS.

5. In the event of dissolution, all the remaining assets and property of HGS shall, after necessary expenses thereof, be distributed to another softball association exempt under IRC Sec. 501 (C) (3) or corresponding provisions of any subsequent federal government, or state, or local government for a public purpose. This distribution must also be consistent with the Statutes of the State of Wisconsin as determined by the sole discretion of the Board of Directors.

ARTICLE IV. EXECUTIVE BOARD OF DIRECTORS

1. HGS League shall be administered by an Executive Board of Directors (Board) consisting of a League President, League Vice President, League Treasurer, League Secretary, and League Scheduler (member at large). All Executive Board of Director Members shall be referred to as Officers. No Officer shall receive any salary or anything of pecuniary value from the League for performing services as a board member but may be reimbursed for actual expenses in connection therewith.

2. The Board shall recommend the annual registration fee to be voted on by the league.

- Once a participant is registered, and fees paid, their registration is final.
- Refunds will only be given on a case-by-case basis provided the participant decides not to play prior to the competition season beginning.
- Refunds will be given minus the cost the league has endured for such participant. This cost includes, but is not limited to, uniforms and the Village of Hallie fee.
- All refund decisions shall be voted on by the Board. A majority vote is required for a refund to be given.

3. All HGS finances and financial matters shall be under the direct control of the Board.

4. See Attachment 1 for the HGS Organizational Structure.

ARTICLE V. DIVISIONS

1. HGS shall be divided into age-appropriate divisions for all participants.

2. The ages for each division as of September 1st of the current year are:

- | | | | |
|--------------------------|-------|-------------------------|---------------------------------------|
| • T-Ball Skills Division | 3, 4 | • Junior Division | 11, 12 |
| • T-Ball Division | 5, 6 | • Intermediate Division | 13, 14 |
| • Coach Pitch Division | 7, 8 | • Senior Division | 15, 16, 17, 18 |
| • Modified Division | 9, 10 | | (19 if graduating high school senior) |

3. Each Division shall be headed by a Division President and Vice President.

ARTICLE VI. ELECTIONS

1. The Membership shall elect all members of the HGS Executive Board, HGS Sponsorship Coordinator, and all HGS Division President and Vice Presidents.

a. Elections shall be conducted using a written ballot.

NOTE – If there is only one nomination for an elected position, then voting shall be conducted utilizing “Roberts Rules of Order” (Article XVII of these By-Laws).

b. Nominations for an elected position shall be submitted to the Board no later than one week prior to the August meeting.

2. Elections for Executive Board members and Sponsorship Coordinator will be held at the last meeting of the season, typically in August.

3. Elections for Division Presidents and Vice Presidents will be held at the first meeting of the new season, typically in January.

4. Each Board Officer shall be an active member in good standing and shall be elected to their position by the HGS League.

5. Board Officers and the Sponsorship Coordinator shall be elected for a term of three years and in a staggered rotation so no more than two positions are changed each year. Starting before the 2025 season positions will be elected as follows and then continue in such a rotation:

2025: President and Treasurer

2026: Vice President and Scheduler

2027: Secretary and Sponsorship Coordinator

6. An unscheduled vacancy on the Executive Board of Directors shall be immediately filled by the next Board Officer in succession until a new Officer can be elected. The election will take place as soon as reasonably possible at a League meeting. A simple majority of those in attendance at such League meetings will be required. Once elected, the new Officer will serve for the remainder of the departed Officer’s current term.

7. Division President and Division Vice President shall be voted on annually by the league and approved by the Board.

8. Each Team present at a league meeting shall have one (1) vote in all elections, and in any matter brought before the league. Executive Board officers do not have a vote unless they are acting as a representative for a team.

EXCEPTION – In the event of a tie, the League President shall cast the deciding vote. The League President may only cast one vote, either as League President or as a team representative.

9. All Officers, Division President or representative thereof, and Team Representation present shall have the responsibility to conduct and attend the League meetings with full voting rights on all issues and matters that are decided upon at said meetings.

ARTICLE VII. DUTIES and RESPONSIBILITIES

1. League President: The President shall be the chief executive officer of the league. The President shall preside at all meetings of the league and shall have the general powers and duties, which are usually vested with the office of President. Specific duties of the President include, but are not limited to the following:

- a. To see these By-Laws and any HGS rule and regulation is enforced and followed.
- b. To represent HGS at organizations in which HGS maintains membership or appoint a representative subject to approval by the Board.
- c. To approve checks, payments or other instruments drawn upon banks, or other depositories in which the funds and securities of HGS are deposited.
- d. To work with the Vice-President and Treasurer to establish fiscal year budgets.
- e. To appoint and supervise a Website and social media administrator subject to approval by the Board, who shall be responsible for managing and updating the HGS website and social media.
- f. Complete Federal Form 990 in conjunction with the League Treasurer.
- g. Order and purchase all league equipment.
- h. Purchase and distribute to Division Presidents uniform shirts.
- i. Reserve meetings and registration dates.
- j. Work with the chairperson for Hallie Youth Days; oversee the distribution and collection of tickets for Hallie Youth Days.
- k. Coordinate the All-Star games.
- l. Shall maintain the waiting list for each division.

2. League Vice President: will take the place of and perform all such duties of the President whenever the President shall be absent or unable to act. The Vice President shall report to the President and perform all duties incident to the office of the Vice President and such other duties as may be prescribed from time to time by the Board. Specific duties of the Vice President include, but are not limited to the following:

- a. Work with the President and Treasurer to establish fiscal year budgets.
- b. Approve checks, payments or other instruments drawn upon banks, or other depositories in which the funds and securities of HGS are deposited.
- c. Preside over league meetings in the absence of the League President.
- d. Contact and coordinate with a studio used for league pictures; distribute pictures to Team Coaches.
- e. Coordinate the ticket distribution and collection for Hallie Youth Days.
- f. Work with Sponsorship Coordinator.
- g. Maintain social media presence for the league.
- h. Assist in Rulings and address conduct issues that may arise.
- i. Any duties as assigned.

3. League Secretary: shall keep the minutes of all meetings of the membership and meetings of the Executive Board of Directors. The Secretary shall oversee the books and records of HGS and of other such materials as the Board may direct. The Secretary shall report to the President and perform all duties incident to the office of Secretary and such other duties as may be assigned by the President and/or by the Board. Specific duties of the Secretary include, but are not limited to the following:

- a. Prepare and publicize agendas for the board meetings, to keep accurate minutes of the proceedings of all membership and Board meetings and to preserve such minutes in a permanent record book or electronic archive.
- b. See that all books, reports, and certificates as required by law are properly kept or filed.
- c. Maintain a list of all members for electronic mailings and other such membership notices.
- d. Distribute notes from all meetings to the Board of Directors.
- e. Keep meeting minutes organized for future reference.
- f. Any duties as assigned.

4. League Treasurer: shall have care and custody of all funds of HGS and shall be responsible for keeping full and accurate accounts of all receipts and disbursements. The Treasurer shall be responsible for the deposit of all monies and other valuable effects in the name of and to the credit of HGS, in such depositories as approved by the Board. The Treasurer shall report to the President and perform all duties incident to the office of Treasurer and such other duties as may be assigned by the President and/or by the Board. Specific duties of the Treasurer include, but are not limited to the following:

- a. Keep the official financial records and books of all bank accounts for HGS.
- b. Receive and have care and custody of all funds and securities of HGS and deposit same in the name of HGS in such banks or depositories and selected by the Board.
- c. Sign or otherwise authorize checks, payments, or other instruments drawn upon banks, or other depositories in which the funds and securities of HGS are deposited.
- d. Pay league umpires.
- e. Develop forms for funds disbursement and reimbursement.
- f. Present a report showing the current month's activities and balance of all accounts at each Regular League meeting.
- g. The Treasurer shall be vetted by League Leadership (Sitting board members and division presidents) to ensure acceptable experience and knowledge to perform the duties and responsibilities noted above prior to the annual meeting elections.
- h. Preside over any duties as assigned related to HGS finances.
- i. File any documentation required by any statute, Federal or State.

5. League Scheduler: shall coordinate, schedule, and distribute all division games. The League scheduler shall coordinate and schedule all field usage and complete a report of said usage at the end of the season. The League Scheduler shall develop the schedule for all Divisions for Hallie Youth Days.

6. Sponsorship Coordinator: shall coordinate all league sponsors. Specific duties of the Sponsorship Coordinator include, but are not limited to the following:

- a. Create and distribute letters in January for the current season to all past and potential new Sponsors.
- b. Keep a detailed list of current Sponsors.
- c. Communicate with the League Treasurer to determine what monies have been collected.
- d. Keep the President and Vice President updated on sponsors.
- e. Assign Sponsors to each team in the League; and contact and coordinate with the uniform company which Sponsor, and logo is assigned to each team.
- f. Work with the award company to create sponsorship plaques for Sponsors.
- g. Work with banner company to create 5 sponsorship banners that are posted throughout Hallie Park.
- h. Post thank you notices to Sponsors on HGS social media platforms.

i. Any duties as requested.

7. Division President: shall preside over meetings of the Division coaches. Specific duties of the Division Presidents include, but not limited to the following:

- a. Organize a draft, if required. Provide each coach with a list of draft eligible players and a list of protected daughters.
- b. With assistance from the League President, hire umpires for division games.
- c. Provide a list of umpires and number of games each umpired/scored to the League Treasurer for payment. This should be done on a weekly basis.
- d. Obtain team rosters and equipment requests from division coaches to be given to the League President.
- e. Maintain and post division standings.
- f. Work with the League Scheduler to schedule practice times on the field(s) that his/her division is responsible for.
- g. Attend league meetings or their designee.
- h. Annually review HGS game play rules with the assistance of Division Vice President and Division Coaches.
- i. Any duties/responsibilities assigned for their division.

8. Division Vice President: shall assist the Division President in any way required. Shall preside over meeting of the Division Coaches in the absence of the Division President. Attend League meetings in the absence of the president, or designee.

ARTICLE VIII. VETTING

All volunteers part of HGS, including but not limited to League Executive Board, Division Presidents and Vice Presidents, and Coaches will be vetted (background checked) on by a third-party vendor as decided on by the Executive Board.

1. All returning 2024 Coaches are grandfathered in.
2. All volunteers will be vetted before the 2025 season and yearly thereafter.

ARTICLE IX. MEMBERSHIP/REGISTRATION

Membership shall consist of:

Active members of HGS include: all registered participants, the parent(s) or legal guardian(s) of participants under 18 years of age, coaches, current members of the Board, and volunteers in positions appointed by the Board.

- Members must always follow all the rules and regulations established by HGS.
- The Board, by majority vote, may suspend or expel any member for cause or conduct it deems inappropriate, such as malfeasance, illegal activity, and/or activity deemed detrimental to HGS, its participants, its members, and/or its reputation.

Registration for HGS shall be online and will take place with the current registration system that is under contract with the league. Registration start and end dates will be communicated by the League President, or their designee. Registration may be extended if the number of players

registered is below the minimum needed to fill the division. After the end date has passed, a waiting list will be started for each division.

- Registration information is distributed via email to past participants and advertised on social media, including but not limited to, HGS webpage and Facebook.
- Division Presidents will receive copies of the registrations for their division. The draft or team assignments can then be set up by the Division Presidents. After the draft, each coach will keep the copies of the registration forms for their team. The original registration forms are kept by the League President, or their designee for reference.

ARTICLE X. MEETINGS

1. Meetings for Hallie Girls Softball will be held monthly from January to August. The meetings will be held on the first Monday of the month in January through April and August commencing promptly at 7pm.

2. The meetings will be held on the first Tuesday of the month in May through July commencing promptly at 8pm. The purpose of this is to accommodate Board Members, Coaches, and Participants who may be involved in games during the League's season.

3. Order of Business at League meetings shall be as follows:

- a. Roll Call to include Division and Team Representatives
- b. Reading and Approval of Previous Meeting Minutes
- c. Treasurers' Report
- d. Officer Reports
- e. Division Reports
- f. Committee Reports
- g. Old Business
- h. New Business
- i. Meeting Adjournment

4. At the Board's discretion, any Board meeting or portion of a Board meeting may be closed to non-Board members upon a majority vote of the quorum. Otherwise, Board meetings are open to the general members.

5. The time and location of the Board meeting shall be announced at least one week in advance to the membership.

6. Any committee or member wishing to bring an issue up for consideration at a Board Meeting must present in writing their desire to be added to the meeting's agenda to the Board Secretary at least 24 hours prior to the scheduled meeting time.

7. Executive Board meetings may be called at the discretion of the sitting Board members. Notification of said meeting must be given at least 48 hours prior to the convening of the meeting.

8. A "quorum" of two-thirds (2/3) majority of the League must be present at any Board meeting for valid voting to take place. A vote can only be passed with a 2/3s quorum majority present and a majority voting for said initiative.

9. The Board, Division leadership, Coaches, and participants shall abide by and act in accord with the Articles of Incorporation, By-Laws, Rules and Regulations, Playing Rules and decisions of the

League and such documents and decisions shall take precedence over and supersede all similar governing documents and/or decisions of HGS. The HGS Board shall assist in the administration and enforcement of the provisions of the By-Laws, Rules and Regulations, Playing Rules, and decisions of the League within and upon its members and/or within its authority.

10. In addition to the Committees established pursuant to these By-Laws, the League may designate one or more non-permanent committees. Each committee consists of one or more of the Executive Board members. Any such committee, to the extent provided by Resolution of the Executive Board, shall have and may exercise all the powers and authority granted to it by such Resolution.

11. The President and Vice-President are members of all permanent and non-permanent committees established by the Board on which they do not formally sit.

12. Upon notice, when action is needed and a board meeting cannot be held in time to act, the board may convene via email, social media, or other electronic technology to take up required action and vote upon urgent matters. An affirmative vote of at least majority Officers is needed to pass any business or motions. Board Members are afforded 24 hours to vote by email, social media, or other electronic media.

ARTICLE XI. AMENDMENTS

1. Except for Article XVI, these By-Laws may be adopted, amended or repealed by a majority vote of all members of HGS present and voting at any regular meeting. All members must be notified by the Secretary via email, as it appears in the membership roll book, at least fifteen (15) days in advance, of proposed change(s) in these By-Laws, and of the meeting at which the By-Law change(s) will be acted upon. Regarding the removal of Article XVI, three (3) subsequent Board of Directors, in three (3) successive years, need to vote to unanimously remove Article XVI.

2. Amendments may be proposed in writing by any member to the Board of Directors, who shall notify the League Secretary.

3. Once signed by the Executive Board, these By-Laws will supersede any previous manuals or rules governing the League.

ARTICLE XII. CODE OF CONDUCT, COMPLAINTS, and DISPUTES

All members of HGS will demonstrate the utmost character and sportsmanship to the athletes under their charge. All members of HGS shall be of good moral character to be a positive role model to youth. All members are to promote good sportsmanship, fun, growth, and development on an emotional, mental, and physical level of the athletes under their charge.

Coaches and Players shall not engage in unsportsmanlike conduct and/or profane language on or off the field during practices or games. Such actions will result in a warning first, followed by disciplinary action. Division Presidents shall notify the Board immediately following such warning. Should such conduct persist after a warning:

COACH – may be suspended from coaching by the League.

PLAYER – may be suspended by the Coach from play and/or practices. Coaches must document in writing (email) to both the player's parent or guardian and the Board the reason for the suspension.

The board shall determine should a Coach or Player be expelled from the league.

In the event, an HGS member engages in threatening or violent behavior towards anybody, that member will be immediately removed from ALL duties, including coaching. This does not preclude calling the police.

Should disagreements arise during a game, the umpire's ruling is the final ruling. Arguing with or disputing an umpire's decision will not be tolerated during a game. A discussion shall only take place after a game and may not happen in the presence of athletes.

If disagreements arise and cannot be resolved the following procedure will be utilized:

1. Document your dispute and who or the team involved in an email to the division president (all executive board members shall be copied on said email).
2. The Division President, or their designee, shall convene an in-person meeting with the involved individuals to attempt to resolve the matter. This in-person meeting should be scheduled as soon as reasonably possible after said dispute is reported.
3. The Division President shall document the resolution in an e-mail to be submitted to all involved parties. All Board members will be copied on this email.
4. In the event the dispute cannot be resolved between the involved parties with the moderation of the Division President, the dispute shall be escalated to the Board for review and all documentation shall be provided to the board.
 - The Board will then decide on the dispute based on facts, what is in the best interest of the League and Participants.
 - The Board's decision will be final.

ARTICLE XIII. COMMITTEES

Committees are HGS volunteers willing to coordinate various functions of the group. Committees are determined by the Board. The Board shall create whatever permanent or non-permanent Committees as necessary to assist in the smooth operation of the league. The Board shall cast a majority vote for permanent committees. Should a committee be vacated, the Board will assume responsibility of said committee until new volunteers are selected.

Hallie Youth Days Committee: Shall be comprised of a chairperson and co-chairperson. The Hallie Youth Days Committee shall have representatives from all HGS divisions. The Committee shall comprise a report to be submitted to the Board during regular business. This Committee shall be comprised of all HGS volunteers and make every attempt to coordinate and work collaboratively with Hallie Boys Baseball.

ARTICLE XIV. DRAFT RULES

The draft will be held at a special draft meeting. The date will be selected at the regular March meeting, and usually will be the second Tuesday of March. Draft for the Senior Division will take place in late April or early May. Date to be determined by the Senior Division coaches, moderated by the Division President or their designee. Only coaches and Officers are permitted during the draft.

Division Coaches shall adhere to the Protected Daughter and Sister Rule in accordance with the HGS Organizational Manual and Rule Book.

Draft procedures shall be adhered to in the HGS Organizational Manual and Rule Book.

ARTICLE XV. TEAMS

The Board reserves the right to add/drop teams in each division depending on the number of paid participants. The addition or subtraction of a team in a division shall be voted on by a majority of sitting Board members.

ARTICLE XVI. AUTHORITY TO BIND, CONTRACTS, CHECKS AND DEPOSITS, SPECIAL CORPORATE ACTS

1. Contracts: The Board may authorize any officer or officers, agent or agents, to enter into any contract or execute or deliver any instrument in the name of and on behalf of the corporation, and such authorization may be general or confirmed to specific instances. In the absence of other designations, all deeds, mortgages and instruments or assignment or pledge made by the corporation shall be executed in the name of the corporation by the President or the Vice President and the Secretary or Treasurer; and when so executed no other party to such instrument or any third party shall be required to make any inquiry into the authority of the signing officer or officers.
2. Loans: No indebtedness for borrowed money shall be contracted on behalf of the corporation and no evidence of such indebtedness shall be issued in its name unless authorized by or under the authority or a resolution of the Board. Such authorization maybe general or confirmed to specific business.
3. Disbursements: All disbursements shall be made by check, check card, or electronic banking. Checks shall be signed by the Treasurer and/or the President of the corporation and in such a manner as shall be from time to time determined by or under the authority of a resolution of the Board. The Treasurer is authorized by the Board to do all necessary actions to effectuate online banking including transferring funds between accounts of the corporation.
4. Deposits: All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, credit unions or other depositories as maybe selected by or under the authority of a resolution of the Board.
5. Budget: The budget process shall be governed by the finance committee and shall be presented to the entire Board to act upon. When adopted or modified by the Board, the budget shall be the authorization for the appropriations by the corporation.

ARTICLE XVII. RULES OF ORDER

The rules contained in "Robert's Rules of Order" (Newly Revised) shall govern HGS in all cases to which they are applicable, and where they are consistent with these By-Laws.

AMENDMENTS and CHANGES HISTORY

May 1998 – Rewrite of original manual. Updated information. Added Intermediate League.

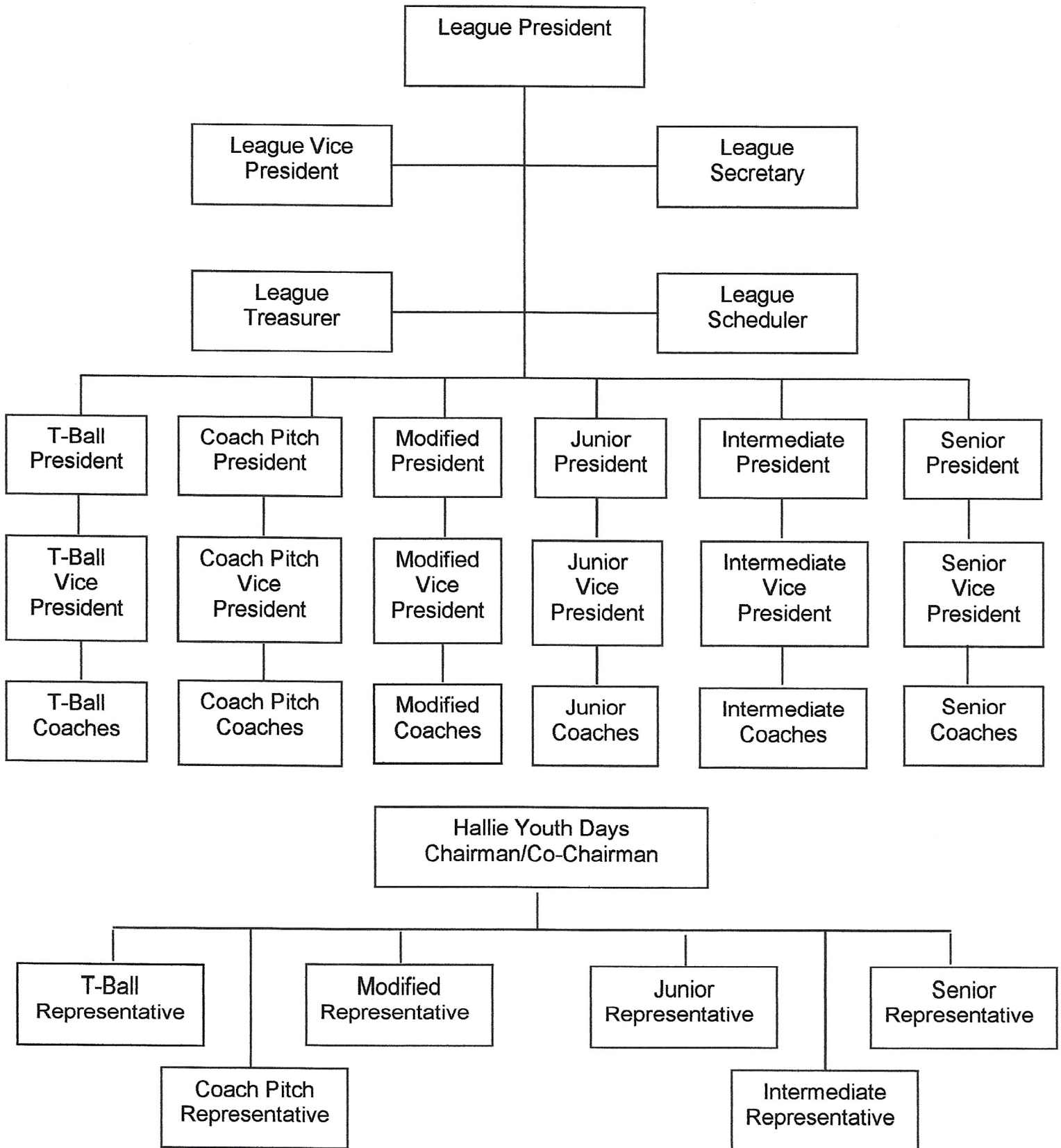
May 2002 – Added Modified Division.

April 2013 – Updated Organizational Chart (attachment 1) to add Coach Pitch.

May 2016 – Coach Pitch Rule 2 added time limit, Added Rover Rule.

January 2024 – Creation of HGS By-Laws based on HGS Manual. Changed elections to take place in August. Removed Bingo. Added vetting of all volunteers. (Chaz Walton, Stephanie Travis, Sara Lazarz)

Attachment 1





By-Law Enactment

League President: Robert Normand

Date: 3/4/2024

League Vice-President: Chry

Date: 3-4-24

League Treasurer: Russell

Date: 3/4/24

League Secretary: Emily Walton

Date: 3/4/2024

League Scheduler: [Signature]

Date: 3/4/24