

By-Laws of the Halifax Girls Softball League (Amended December 2024)

Article I. NAME

Section 1.01 The name of this corporation shall be “Halifax Girls Softball League” (HGSL)

Article II. ADDRESS

Section II.01 The location and post office address of the registered office of the corporation in the Commonwealth shall be 60 Kinsinger Road, PO Box 278, Halifax PA 17032, or such other address as shall from time to time be designated.

Article III. PURPOSES

Section III.01 The said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Section III.02 No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Sections 1, hereof. No substantial part of the activities of the corporations shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section III.03 Upon the dissolution of the corporations, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or

to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article IV. TERM

Section IV.01 The term of existence of the corporation is perpetual.

Article V MEMBERSHIP

Section V.01 Membership shall consist of parents and/or guardians whose child is actively registered in HGSL, coaches, and administrators in good standing with this association.

- a. An individual with good standing is determined as one who has no outstanding league fees, actively engages in a constructive manner, acts in the best interest of HGSL and promotion of HGSL's purpose of promoting youth softball, and respects all HGSL property.

Section V.02 Membership will not be restricted by virtue of race, creed, religion, national origin, or ethnic group.

Article VI. ORGANIZATION

Section VI.01 The Board shall serve without pay and consist of a President, Vice President, Secretary, Treasurer, Field/Equipment Manager, Concession Manager, and Fundraiser Coordinator, who shall take office the first day of January following their election.

- a. HGSL will require that every Board Member, Coach, Assistant Coach obtain a child abuse history clearance from the Department of Public Welfare and a criminal history background check from the Pennsylvania State Police.
- b. If any member of the Board, Coaches, or Assistant Coaches is determined to be listed on the DPW's Childline Registry, that person will be banned from serving HGSL in any capacity.
- c. If any member of the Board, Coaches, or Assistant Coaches is determined to have been convicted of any crime of violence, crime involving theft of property or crime under the Pennsylvania Controlled Substance, Drug, Device and Cosmetic Act, or convicted of a DUI, their status will be determined by the Executive Board.

Section VI.02 The Members of the Board and their duties shall consist of

- a. **PRESIDENT** – The president will oversee the Board and preside at all

meetings of HGSL, call special sessions when necessary, appoint chairpersons for all committees created by vote of HGSL, have general supervision over all matters pertaining to HGSL, and perform such other duties as become necessary.

- b. **VICE PRESIDENT** – Shall perform all the duties and exercise all the powers of the President during their absence, incapacity, or due to a conflict of interest. The Vice President shall perform any other duties as may be assigned to him or her by the Board as necessary to the success of HGSL.
- c. **SECRETARY** – The Secretary will record and present the minutes of all HGSL meetings, keep a current list of names, addresses and phone numbers of members, will attend to all incoming and outgoing correspondence at the request of, and subject to the approval of HGSL.
- d. **TREASURER** – Shall deposit all monies in the name of the HGSL at such a place designated by the Board, along with other designated individuals, liquidate all bills against HGSL, report the state of finances at each monthly meeting, prepare all necessary Tax Forms, be present at registrations to collect registration fees. The Treasurer shall keep full and accurate accounts of receipts and disbursements in books belonging to HGSL, and shall keep the monies of the organization in a separate account to the credit of HGSL.
- e. **FIELD/EQUIPMENT MANAGER** - Shall ensure that all fields are correctly lined and set-up for regularly scheduled games, tournament games, and other events set forth by the Board, responsible to organizing field cleanup, responsible for inspecting all league issued equipment for quality control and safety purposes, responsible for preparing and distributing league issued equipment to Coaches and accountable for the safe, undamaged return of HGSL equipment.
- f. **CONCESSIONS MANAGER** – Shall manage the running of the concession stand. Those responsibilities include: handle/manage all monies (keep receipts, purchase orders, etc for record keeping) related to concessions, assign runners to run for food or purchase food, produce monthly concession account reports, obtain help working concession, and keep up-to-date food inventory. The treasurer will receive monthly statements for the concessions account but the concessions manager will be responsible for accurate record keeping of concessions account.

- g. FUNDRAISING COORDINATOR – Shall organize and supervise all fundraising activities of HGSL, including team sponsors, the yearly program, and the selling of any product. The Fundraising Coordinator will manage the Fundraising Committee.**

Section VI.03 Upon the completion of a Board member's term, all HGSL property, including but not limited to keys, files, and documents, passwords, etc., shall be turned in no more than thirty (30) days following completion of a Board member's term.

Article VII. ELECTIONS

Section VII.01 The officers on The Board shall be chosen during the Annual General Meeting (AGM) from the active Association. The officers shall be chosen for two-year terms. The Managers/Coordinators shall be chosen for one year terms.

Section VII.02 Vacancies in the Board shall be filled by a majority of the remaining Board members, though less than a quorum, for the unexpired term.

Section VII.03 The Board shall have authority to declare vacant the office of any member who shall be absent from three consecutive meetings, sickness, disability or any other justifiable reason accepted.

Article VIII. VOTING

Section VIII.01 HGSL shall be governed by its Board. The Board is empowered to vote and act on all HGSL matters through a majority approval of Board votes.

Section VIII.02 Annual General Meeting - The following matters shall be voted on: election of the Board, approval of any proposed amendments to the Bylaws, and other issues properly brought before the Board for consideration. All HGSL members are entitled to vote at the AGM, subject to the following limitations:

- a. Members must be in good standing with the league. Any dispute of current standing shall be brought before the Board prior to the AGM.**
- b. The President shall chair the meeting and may not vote on any issue before the meeting other than the election of directors.**

Section VIII.03. Board Member nomination and voting process: Any member in good standing can nominate another member, also of good standing, for a Board position. Only members in good standing that are present at the AGM can vote for officers.

Section VIII.04 The process for obtaining nominations and voting for Board positions during the AGM will be conducted as follows.

- a. The current President shall conduct the nomination and voting process.
- b. Nominations for a board position will be solicited by word of mouth to a Board member or email halifaxgirlssoftballleague@gmail.com from the members up to a week before the AGM. The nominated party will either accept or deny the nomination.
- c. Once all nominations have been made, a vote by secret ballot for that position will occur if there is more than one nominee. If only one member is nominated that member will be placed in that board position by default. In the event of a tie, the tied parties will be invited back into the AGM and given an opportunity to plead their case for the position. A re-vote will then occur. If a tie remains, the current Board has the right to assign the position as a co-position or take a vote of the current Board to determine who will fill the vacancy.
- d. Board positions will be filled in the following order.
 1. President
 2. Vice President
 3. Treasurer
 4. Secretary
 5. Field/Equipment Manager
 6. Concessions Manager
 7. Fundraiser Coordinator
- e. New Board members will take over all duties at the beginning of the new fiscal year.

Article IV. MEETING

Section IV.01 Regular Monthly Meetings – The Board shall meet once a month to discuss all HGSL matters.

- a. Agendas, financial statements and prior month’s meetings shall be provided at least five (5) days in advance of regular monthly meetings.

Section IV.02 Annual General Meeting – The AGM shall be held during the last quarter of the calendar year, at a time and place to be announced no less than two weeks prior to that meeting.

Section IV.03 Special Meetings – Special meetings of the members may be called by the President or by a majority of the current Board.

Section IV.04 Quorum – A majority of the Board members constitutes a quorum (anything more that 50%). No business shall be conducted if less than a quorum is present.

Section IV.05 All meetings, annual or special, shall be conducted in accordance with parliamentary procedures as specified by Robert’s Rule of Order.

Article X. NON-STOCK BASIS

Section X.01 This Corporation is organized upon a non-stock basis and does not contemplate pecuniary gain or profit, incidental or otherwise, to its participants.

Article XI. CORPORATE CAPACITY, AUTHORITY AND GENERAL PURPOSE

Section XI.01 The corporate capacity and authority and general owners of the corporation shall be those set forth in Section 7502 of the Pennsylvania Nonprofit Corporation Law of 1972 as amended 15 P.S. 7502.

Article XII. FISCAL YEAR

Section XII.01 The fiscal year of the corporation shall be January 1st to December 31st

Article XIII. DISSOLUTION

Section XIII.01 Dissolution shall be done in accordance with the laws of the Commonwealth of Pennsylvania. Upon the dissolution of the corporation, the Corporation shall, after paying or making provisions for payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively for the purpose of Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educations, religious, or scientific purposes as shall at the time qualify as an expert organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which h the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for such purposes.

Article XIV. Conduct

Section XIV.01 Conduct/Disciplinary Action

- a. Coaches have the authority to bench a player as a result of misconduct.**

- b. **The HGSL Board will be notified (by the head coach of the respective team) of all disciplinary actions taken against a player.**
- c. **The HGSL Board may suspend, penalize, or remove players or coaches for unsportsmanlike conduct or other valid reasons by a unanimous vote.**
- d. **All disputes will be considered and resolved by the HGSL Board.**
- e. **Re-instating terminated person defined by the definition above requires two-thirds vote.**

Article XV. AMENDMENTS

Section XV.01 These By-Laws may be enlarged, amended or repealed, in all or in part, by either of the following methods:

- a. **By either a two-thirds vote of the entire Board at any regular or special meeting thereof, provided five days prior written notice, setting forth therein the nature of purport of each proposed amendment, be given to each Board member to be acted upon at such meeting.**
- b. **By a majority of the active Board Members present at any regular or special meeting thereof, provided:**
 - (i) That the proposed amendment or amendments shall either have been recommended by the Board for Adoption or shall have been signed by at least twenty-five (25) of the active participants of the corporation, and**
 - (ii) That written notice of the proposed amendment or amendments, together with the time and place of the meeting, shall be given to each active participant at least ten (10) days prior to said meeting.**

Adopted this 8th day of December, 2024.