

Golden Seniors Softball Club

By-Laws

March 2025

ARTICLE I

Section 1. The Club: The Golden Seniors Softball Club of Sacramento will be referred to in these By-Laws as ‘the Club’.

Section 2. The Board of Directors: The Club’s elected Board of Directors will be referred to in these By-Laws as “the Board”.

Section 3. Office: The office of the Club, for the transaction of its business, is located in the county of Sacramento, California.

ARTICLE II

Section 1. Objective: To provide seniors, male or female, the opportunity to play in an organized slow pitch softball league and to participate in any other activity sanctioned by the Club. The age and gender of the players for each league will be determined by the Board.

ARTICLE III

Section 1. Membership

A. Any male who will be fifty (50) years of age by December 31st of the playing year and any female who is forty (40) years of age by December 31st of the playing year and resides in the greater Sacramento area may apply for membership in the Club.

B. All applications for membership are subject to approval by the Board.

Section 2. Rights and Privileges

Unless otherwise restricted in these By-Laws all members shall be eligible to hold office, vote and participate fully in all Club activities. The property rights, interests and privileges of each member shall be equal.

Section 3. Dues and Fees

A. Members of this Club are subject to the annual payment of dues and fees. The amount of Club dues and League fees shall be established in a budget that is prepared by the Club Treasurer, approved by the Board and presented to the general membership at the first General Membership meeting after being posted for approval.

Golden Seniors Softball Club
CLUB BYLAWS

B. A member may be designated as a life member upon recommendation by the Player Agent and affirmation by the Board. A NON-PLAYING life member shall have all the privileges and responsibilities of other members except the payment of dues. A PLAYING life member shall have all the privileges and responsibilities of other members and fees will be established in accordance with Section 3.A above.

C. All dues and fees shall be payable in a manner prescribed by the Board.

Section 4. Non-liability of Members:

No member of this Club shall be personally liable for debts, obligations or liabilities of the Club.

Section 5. Honorary Members:

Honorary members may be elected by unanimous vote of the Board. Honorary members will not pay dues and will not have any voting rights at club meetings. Honorary members may not hold office or be assigned as an active player.

Section 6. Termination:

Any member may be expelled for good cause upon charges brought by any member, providing such member is given an opportunity to be heard in his/her own defense in a hearing before a committee appointed by the Board. Said committee may hear testimony or information from any source it deems relevant and is not bound by the rules of evidence in reaching its conclusion. Said committee will report its recommendations to the Board for their action. A terminated member may re-apply for membership in future fiscal years subject to any conditions outlined for their action at the time of termination and approval by the Board.

Section 7. Resignation

Any member may resign at any time by sending a written letter of resignation to any member of the Board.

Section 8. Insurance

The Club does not provide medical or life insurance to its members.

ARTICLE IV

Section 1. General Membership Meetings:

General Membership Meetings of Club members shall be held at least 5 times a year at a time and location designated by the Board. Notice to the membership is required for holding or canceling such meetings.

Section 2. Special Meetings:

Special meetings may be called by the Board or by petition of 10% of the membership. Advance notice must be given to at least 50% of the membership specifying the time, place and nature of business to be transacted.

Golden Seniors Softball Club
CLUB BYLAWS

Section 3. Quorum:

At all special or general membership meetings a quorum shall consist of all members present.

Section 4. Voting Rights:

All regular and lifetime members have equal rights and one vote on each item submitted to the membership. Voting shall be by voice, show of hands or ballot. Proxy votes are not permitted.

Section 5. Opinion Polls:

The results of opinion polls or surveys of the membership must be reported back to the membership at a General Membership meeting, in the Club newsletter, through group emails or via the club website.

Section 6. Conduct of Meetings:

- A. Meetings shall be presided over by the President. The Secretary shall act as secretary of all meetings.
- B. Meetings shall be governed by Robert's Rules of Order insofar as such rules are not inconsistent with the Articles of Incorporation, By-Laws or Standing Rules.

ARTICLE V

Section 1. Officers/Directors:

The governing and management of the Club, except as otherwise provided in the Articles of Incorporation, By-Laws, Standing Rules or resolution of the membership, shall be vested in and controlled by a Board of seven directors, who shall be officers and members of the Club. If an Officer/Director at any time ceases to be a member of the Club; he/she shall thereby cease to hold office.

Section 2. Term of Office:

The term of office of each Officer/Director shall be twelve months beginning immediately after the August General Membership meeting.

Section 3. Elections:

- A. An election for each Officer/Director shall be held at the August. Notice of such election shall be made prior to the July meeting. Names of candidates will be presented at the July meeting. Nominations from the floor must be made at the July meeting, one month prior to the election, along with other candidates. Nominations from the floor need not be seconded but must be accepted by the nominee.
- B. An unopposed slate of candidates may be adopted by acclamation of the members present. If there are two or more candidates for an office, a secret ballot shall be taken and the candidate receiving the most votes shall be elected.

Golden Seniors Softball Club
CLUB BYLAWS

Section 4. Officer/Director Vacancies:

Whenever an Officer/Director vacancy exists, the Board may make an interim appointment to serve until the next general membership meeting at which time an election will be held to fill the unexpired term.

Section 5. Duties of the Board of Directors:

- A. The Board shall meet as necessary to conduct the business of the Club. Each Board Meeting must have a quorum of four directors present in order to transact any Club business. Electronic polling of the Board to achieve a quorum may be used to conduct Club business. Electronic polling of the Board between scheduled Board meetings may be used to expedite decisions on some issues.
- B. The Board shall conduct, manage, and control the business affairs of the Club; authorize the execution of contracts and establish rules and regulations; all in a manner consistent with the Articles of Incorporation, By-Laws, Standing Rules or the resolution of the membership.
- C. The Board is prohibited from overspending on any approved budgetary line item by more than five hundred dollars without approval from the membership.
- D. New budget line items must be presented to the membership for approval before funds can be expended for those line items.

ARTICLE VI

Section 1. Officers of the Club:

There shall be seven officers, who shall also serve as members of the Board of Directors: President, 1st Vice President, 2nd Vice President, Secretary, Treasurer, Club Commissioner and Player Agent.

Section 2. Duties of the President:

- A. The President shall be the Chief Executive Officer of the Club and shall in general, subject to control of the Board, supervise and control all of the business affairs of the Club.
- B. The President shall insure compliance with the Articles of Incorporation, By-Laws, Standing Rules and the resolutions of the membership.
- C. The President shall serve as the presiding officer at all meetings of the membership and the Board.
- D. The President shall serve as ex-officio member of all committees.
- E. The President is authorized to sign service contracts on behalf of the Club.

Section 3. Duties of the 1st Vice President:

- A. The 1st Vice President shall, in the absence of the President, assume the duties of the President. The 1st VP shall advise and consult with the President and assume any other duties assigned by the Board.

Golden Seniors Softball Club
CLUB BYLAWS

- B. The 1st Vice President shall be responsible for overseeing and directing the solicitation of sponsors and collection of sponsor contributions.

Section 4. Duties of the 2nd Vice President

- A. The 2nd Vice President shall in the absence of both the President and 1st Vice President assume the duties of the President. The 2nd VP shall assume any other duties assigned by the Board.
- B. The 2nd Vice President shall oversee and direct the purchase of uniforms and equipment.

Section 5. Duties of the Secretary

- A. The Secretary shall keep the minutes of meetings of the membership and meetings of the Board.
- B. The Secretary shall duly give all notices required by law or these By-Laws.
- C. The Secretary shall keep on file the Articles of Incorporation, By-Laws, Standing Rules, and minutes of the meetings. The Secretary shall be the custodian of these and all other Club records.
- D. The Secretary shall conduct official correspondence of the Club and perform any other duties assigned by the Board of Directors.

Section 6. Duties of the Treasurer:

- A. The Treasurer shall be the custodian of all Club funds and deposit them in a depository designated by the Board of Directors. The Treasurer shall disburse such funds with the approval of the Board of Directors or the membership. The Treasurer shall prepare a Club financial statement for the President or the Board on request.
- B. The Treasurer shall maintain adequate records of all income and disbursements and have on file receipts for all transactions. These records shall be open to any Club member. The Treasurer will ensure tax returns and regulatory requirements are filed in a timely fashion.
- C. The Treasurer shall cooperate fully in an annual audit of his accounts by a committee appointed by the membership.
- D. The Treasurer shall issue and sign all checks, which must also be countersigned by the President or a duly authorized Board member.

Section 7. Duties of the Club Commissioner:

- A. The Club Commissioner shall govern the rules of play as established and enforce adherence to such.
- B. The Club Commissioner shall appoint League Commissioners, subject to approval by the Board of Directors.
- C. The Club Commissioner shall act as the Club liaison to the head umpire and head scorekeeper/statistician. The Club Commissioner shall supervise and coordinate their activities to ensure adherence to club policy and rules.

Golden Seniors Softball Club
CLUB BYLAWS

- D. The Club Commissioner is responsible for the development of the regular season and playoff game schedules for each league. Following Board approval, the Club Commissioner shall coordinate and distribute those schedules to the league commissioners.

Section 8. Duties of the Player Agent:

- A. The Player Agent shall be in charge of all matters relating to the club membership process and is the official Club liaison with the membership.
- B. The Player Agent shall provide each league commissioner with the official draft list and safeguard the rights and privileges of each club member during the draft.

Section 9. Removal of an Officer:

An officer of this Club may be removed under the same terms as stated in Article III, Section 6 of these By-Laws. Should a Club Officer be accused of behavior deleterious to the Club, the Board shall refer the allegation to a committee, appointed by the Board, to investigate the allegation. The committee may hear testimony or receive information from any source it deems relevant and is not bound by the rules of evidence in reaching its conclusions. The committee will report its conclusions and make a recommendation to the Board for their action. The Board may vote to remove the Officer from their elected position based upon the findings of the committee. The Board may also vote to expel the officer from membership in the Club through the same action.

Section 10. Compensation:

All officers shall serve without compensation except that they shall be reimbursed for necessary expenses incurred on behalf of the Club.

ARTICLE VII

Section 1. Committees:

The following committees may be appointed by the President.

- A. **Planning Committee** – shall recommend current and future functions of the Club (budget, future growth, etc.).
- B. **Playing Rules Committee** – shall establish league playing rules subject to approval of the Board. This committee will normally be composed of representatives from all Leagues including LCs, team managers and the Club's head umpire.
- C. **Standing Rules Committee** – shall recommend standing rules. These rules shall not conflict with the Articles of Incorporation or the By-Laws.
- D. **Entertainment Committee** – shall establish and conduct all social functions of the Club.
- E. **Sunshine Committee** – shall remain informed on the status of all ill or injured members and send suitable cards. Shall recommend flowers or donations and perform other duties assigned by the Board.

Golden Seniors Softball Club

CLUB BYLAWS

F. **Nominating Committee** – Shall be elected or appointed in April. The committee shall select one or more candidates for each office and present them at the July **general** meeting.

G. **Audit Committee** – Shall consist of three members appointed by the membership at the January general membership meeting. They shall audit all the books and records of the Treasurer and make their report at a subsequent meeting.

Section 2. Ad Hoc Committees:

Ad Hoc committees may be appointed by the President with approval of the Board.

ARTICLE VIII

Section 1. Miscellaneous Provisions:

Without explicit authorization from the Board, no members, officer, or agent of this Club may act as liaison, use the Club name or bind the Club in any manner.

Section 2. Fiscal Year:

The fiscal year of the Club shall be twelve months, beginning October 1st and ending September 30th.

Section 3. Club Equipment:

All Club equipment issued, loaned, or made available for the use of club members remains the property of the Club and must be returned upon termination of membership.

Section 4. Waivers:

Each member, by signed agreement in their application, shall indemnify and waive all liability of the Club.

Section 5. Checks:

In the absence of the Club President or Treasurer, a duly authorized Board Member may countersign Club checks.

ARTICLE IX

Section 1. Appointments:

The following may be appointed or replaced by the Board or as otherwise designated:

A. **Sponsor Coordinator** – shall be responsible and delegated authority by the 1st Vice President to assist in obtaining the renewal of current sponsors and in soliciting and enrolling new sponsors.

B. **Assistant Treasurer** – shall, during the absence of the Treasurer, perform all duties of the Treasurer except serving as a member of the Board. **The Assistant Treasurer** shall perform any other duties assigned by the Board.

Golden Seniors Softball Club
CLUB BYLAWS

- C. **Assistant Secretary** – shall during the absence of the Secretary, perform all duties of Secretary except serving as a member of the Board. The Assistant Secretary shall perform any other duties assigned by the Board.
- D. **Parliamentarian** – shall interpret the Articles of Incorporation, By-Laws, Standing Rules and all questions of parliamentary procedure referred to the office. The Parliamentarian shall serve as a non-voting advisor to the Board. At the direction of the Board, the Parliamentarian shall be responsible for making available copies of the Articles of Incorporation, By-Laws and Standing Rules.
- E. **Historian** – shall maintain files of all Club activities as a record of Club history.
- F. **Editor** – shall edit and publish the Club’s newsletter for distribution to the membership periodically.

ARTICLE X

Section 1. By-Laws:

- A. New By-Laws may be adopted or these By-Laws amended or repealed by first presenting such proposals through electronic communication or in writing at a general Club Membership Meeting prior to voting on such proposals.
- B. Adoption of a By-Law change shall require a majority vote of the members present at the general Membership Meeting.
- C. By-Laws being adopted, amended or repealed will be voted on at the next meeting after being presented. Proposed By-Laws changes being voted on must be submitted to the club membership in writing or through electronic communication.

Section 2. Certification and Inspection:

A copy of these By-Laws shall be certified by the Secretary and recorded in a Club book, which shall be available to members during meetings.

CERTIFICATION OF BY-LAWS

I, **Kathy Bussey**, Club Secretary, hereby certify that the By-Laws attached hereto are an exact copy of the RESTATED BY-LAWS OF GOLDEN SENIOR SOFTBALL CLUB OF SACRAMENTO, adopted by a majority vote of the membership at a general membership meeting held on February 12, 2024.

Date: 03/11/2024

Signature: Kathy Bussey, Secretary
(Original signature on file)