

BY-LAWS, RULES & REGULATIONS OF THE
California Softball Officials Association Long Beach Unit, a non-profit
Corporation

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CALIFORNIA SOFTBALL OFFICIALS ASSOCIATION

Long Beach Unit, a non-profit Corporation

Declaration of Adoption

The name of this organization shall be the "California Softball Officials Association - Long Beach Unit, a non-profit Corporation," hereafter referred to as the "Unit." The Unit is one of the Member Chapters called "Units" of the California Softball Officials Association (CSOA). The Long Beach Unit of the C.S. O.A. hereby adopts the following as its By-Laws, Rules and Regulations.

ARTICLE I

Unit Composition & Objectives of the Association

Section 1.

Composition: This Unit shall be composed of voluntary members whose dues are duly paid and have met the qualifications as set by the Board of Directors (BOD) of this organization, which shall be known as BOD.

Section 2.

Primary purpose of the Unit shall be to provide an educational, practical and instructional program for softball officials to qualify them for officiating assignments under the auspices of the California Interscholastic Federation - Southern Section (C.I.F.-S.S.) program.

Section 3. .

General purpose of the Unit is to provide qualified-certified officials who know the rules, signals, procedures and mechanics of softball officiating. Members must exhibit emotional control, poise, demeanor, and above all common sense. This training will assist the official in being recognized as a Professional, whose

competency and bearing contributes to the athletic program.

Section 4.

The Unit is organized and operated for the purpose herein set forth, and any other non-profit purposes and no part of any monies shall benefit any members, except as provided for in the By-Laws.

ARTICLE II

Membership

Section 1.

This Unit shall be composed of members , whose dues are duly paid All Members must be 18 years of age or older and must provide Proof of Liability Insurance in order to be Qualified/Certified. Members are not employees of the Long Beach Unit, the Board of Directors, or any Board member, or of any other person or entity for whom the members officiate. Each member recognizes this status and understands that, as independent contractors, worker's compensation programs do not cover them while a member of the Unit.

Section 2.

A person shall not be denied membership due to race, color, religion, sex, gender affiliation or national origin.

Section 3.

A Member in Good Standing will have paid all dues and fees, is in the process of completing all class, tests, and clinics as set forth by these By-Laws and Board policy, and has maintained high professional and ethical standards.

Section 4,

Qualified/Certified Members are members who have completed all required meetings, classes, tests and clinics as set forth by these By-Laws, and have maintained high professional and ethical standards.

Section 4a.

The Instructional Chairperson will submit the names of certified officials to the Secretary/Treasurer after the successful completion of the current year's instruction program.

Section 4b.

The Secretary/Treasurer will submit the names of officials to the BOD as being Qualified/Certified to accept assignments to officiate California Interscholastic Federation softball games.

Section 4c.

The BOD will review all Qualified/Certified officials and submit a final list to the Long Beach Area Assignor, which will be the working document for assignments.

Section 5.

All Members of the Unit and the Board of Directors shall abide by the Unit By laws and policies as set forth by the BOD.

Section 6.

Membership in this Unit shall terminate upon a member request, or by authority of the Board of Directors. All monies due this Unit from a member shall be payable in full, upon termination from this association.

Section 7.

All monies paid into the Unit's treasury by a member shall remain in the general fund. On a case-by-case basis and upon the member's termination for any reason, the Board of Directors shall determine if member fees/monies should be returned.

ARTICLE III

Officers, Terms of Office, & Vacancy of Office

Section 1.

Officers. The Officers of the Long Beach Unit shall be as follows:

President* Four-(4) Board Members* Instructional Chair*

Vice President* Secretary/Treasurer* Assignor*

* Designates voting privilege. Proxy and Absentee votes are not permitted.

Section 2.

Any member in good standing, who has completed a minimum of 2 years in the Unit, shall be eligible to be elected or appointed to a Board Position. A member shall be present at the time of nomination for the nomination to be valid. All elected officers shall hold Qualified/Certified status at the time of the election.

Section 3.

Term of Office: The President shall be elected by secret Ballot every two years by the general membership in good standing. The President shall be elected in even years.

The Vice-President shall be elected by secret Ballot every two years by the general membership in good standing. The Vice President to be elected in odd years.

The BOD also consists of Four Board Members in good standing that shall hold a term of office for two years. Two members are elected each year (Odd/Even) by secret ballot of the membership in good standing, thereby overlapping the terms of office.

Section 4.

The Board of Directors shall appoint the Secretary/Treasurer, Assignor and the

Instructional Chair to a one 2 year term. The positions are reviewed by the BOD annually to ensure the goals and objectives have been met or exceeded. These positions are reviewed and renegotiated annually at the first Board of Directors meeting held after July 1 of each season.

Section 5.

All terms of office shall expire on June 30th of the appropriate year. No member of the Board of Directors may simultaneously hold a second BOD position.

Section 6.

No elected member of the BOD shall be permitted to resign his or her position in order to run for or be appointed to another Board position.

Section 7.

Vacancy of Elected Board Members.

- President. A vacancy of the President caused by death, resignation, retirement, disqualification, and removal from office or otherwise, shall be filled according to the procedures outlined in these-By Laws, Rules & Regulations. The elected Vice President will serve as President for the remainder of the current term. Upon completion of this term, he/she shall commence his/her normal two-year term of office as President.

- Vice President. A vacancy of the Vice President caused by death, resignation, retirement, disqualification, and removal from office or otherwise, shall be filled according to the procedures outlined in these By-Laws, Rules & Regulations. The Board of Directors shall appoint a member to fill the term of the Vice President for the-remainder of the current term.

- Board Members. A vacancy of an elected Board member of the BOD caused by death, resignation, retirement, disqualification and removal from office or otherwise, shall be filled according to the procedures outlined in these By-Laws, Rules & Regulations. Each successor officer shall be appointed by the Board and shall serve in that Board position until the term of office expires

Section 8.

Vacancy of Appointed Board Members.

- A vacancy of an appointed member of the Board of Directors caused by death, resignation, retirement, and removal from office or otherwise, shall be filled by a majority vote of the Board of Directors. The successor shall serve in that appointed position until the term of office expires.

ARTICLE IV

Duties of Elected and Appointed Board Members

Section 1. Duties of Officers.

A. President (Voting Member): The President shall be the Chief Executive of this Unit. He/she shall preside at all meetings of the Unit and the Board of Directors and shall prepare a topical Agenda for all Board meetings, to be issued to the Board Members

as part of the advance notice requirement of the By-Laws. The President shall regulate the order of business and debate in the meetings in accordance with the parliamentary usages. The President shall be directly accountable to the membership, act as a liaison with the National Federation, the CIF, or other organizations as necessary, and shall represent the Unit at all Executive Council and other meetings. The President shall exercise general control over the affairs and conduct of this Unit, report to the membership pertinent information from the Executive Council, and shall perform all duties which are incidental to his/her office as directed by the Board of Directors. The BOD shall determine the amount of the stipend on an annual basis.

B. Vice-President (Voting Member): In the absence of the President, or upon the inability to fill his/her office, the Vice-President shall perform the duties of the President. He/she shall preside over meetings of the Unit and the BOD in the absence of the President. The Vice-President shall be in charge of fundraising, entertainment, and planning of special events. The Vice-President shall serve on the Recruitment & Membership Committee as its Chair for the duration of his/her term of office or until a successor is named. He/She shall be directly accountable to the Unit President and the Membership, and shall all functions as directed by the Unit President.

C. Six (6) Board Members (Voting Members): The Board Members are directly accountable to the President and to the Unit Membership. Board members are required to attend and actively participate in scheduled Board meetings. They are encouraged to participate on Standing and Special Committees.

D. Past President: (Removed as amended 3/11/03)

E. Secretary/Treasurer (Voting Member): The Secretary/Treasurer shall receive all funds of this Unit and keep an accurate account thereof. He/she shall have the authority to open and maintain a bank account, sign checks and withdraw funds, upon order and approval of the Board of Directors. He/she shall issue all notices, membership cards and kits, and conduct official correspondence of the Unit. He/she shall have charge of and preserve all paper, books, documents, insurance forms, general records and communications as applicable. The Secretary/Treasurer shall keep a written record of all proceedings of the Unit at the Board of Directors meetings. He/she shall prepare and distribute written copies of Unit Board Meeting minutes for the Board Members. Copies of the minutes shall be made available to Unit members upon request.

The Secretary/Treasurer shall maintain current documents with the appropriate local, state and other agencies as required for the Unit's "non-profit Corporation" status. The Secretary/Treasurer shall maintain up to date records and insurance premium payments as required for the "Errs, Officers & Omissions" insurance policy. Unit

“Proof of Insurance & documents as required by facilities and sites where Unit meetings/clinics are held, shall be submitted to the appropriate entities as required. The Secretary/Treasurer shall participate in annual meetings of the Audit Committee and provide necessary records of the financial accounts to certified accounting agencies as required in these Bylaws. He/she shall submit a Yearly Financial Report in writing to the Board of Directors at the first Board of Directors Meeting after July 1. This report shall be made available to the general members in good standing annually at the first meeting and upon request.

The Secretary/Treasurer shall adhere to the goals and objectives presented in the Service Agreement between the Secretary/Treasurer and the Unit. He/she shall prepare a self-evaluation of the degree to which goals and objectives included in the Agreement are met and generate a list of suggested modifications for presentation to the BOD during the annual joint-review. The BOD shall determine the amount of the stipend on an annual basis.

F. Instructional Chairperson (Voting Member): The Instructional Chair is responsible in meeting with Executive council Instructional Chairperson, the local unit Instructional Chairpersons and Unit Instructors each year prior to the start of the softball season to organize and prepare study guide questions, examination questions, officiating mechanics, and rule interpretations for the ensuing season. He/she is to submit to the Board, for their approval, a list of possible officials for our Instructional Staff. Selection of the Instructors shall be from amongst the qualified/certified members in the Unit. All Instructors are volunteer positions and shall receive no compensation. The Instructional Chair shall preside over the portions of the meeting relating to softball rules and umpiring mechanics. He/she is responsible for preparing and coordinating weekly instructional programs, clinic agendas, and certification examinations to be taken by the members. He/she shall administer the written Federation test and submit study guide and test grade scores to the Unit Secretary/Treasurer. The Instructional Chair shall meet with the Assignor as needed, to facilitate planning and scheduling of preseason games, scrimmages, or other special events necessary to meet the Unit training goals. The Instructional Chair is responsible for the appointment of the Mentor Committee Chair. He/she shall provide guidance and direction as requested by the Committee.

The Instructional Chair shall adhere to the goals and objectives presented in the Service Agreement between the Instructional Chair and the Unit. He/she shall prepare a self-evaluation of the degree to which goals and objectives included in the Agreement are met and generate a list of suggested modifications for presentation to the BOD during the annual joint-review. The BOD shall determine the amount of the stipend on an annual basis.

G. Assignor (Voting Member): The assignor shall adhere to the goals and objectives presented in the Service Agreement between the Assignor and the Unit. He/she shall prepare a self-evaluation of the degree to which goals and objectives included in the

Agreement are met and generate a list of suggested modifications for presentation to the BOD during the annual joint-review.

Section 2.

Conflict of Interest. All members of the Unit are required to disclose any potential conflicts of interest as they arise. Conflicts of interest arise when the personal or professional interests of a Unit member may or may not be potentially at odds with the best interests of the Association. Members should exercise good judgment when accepting individual game assignments where a real or apparent personal conflict of interest may or may not exist. Business transactions with members of the BOD that may personally benefit said board member, while at the same time benefiting the Unit, might be allowed on a limited basis. All such transactions shall be reviewed and decided by the BOD in an objective and informed manner.

ARTICLE V

Meetings

Section 1.

Unit Meetings: The Long Beach Unit shall hold meetings and/or clinics commencing in the month of January of each softball season. The Board of Directors will determine the number, location, and time of meetings/clinics. There shall be a minimum of four mandatory classroom training meetings and at least one field mechanics clinic. The Instructional Chairperson shall host one mandatory meeting for playoff officials, to be held approximately two weeks before the first scheduled C.I.F.-S.S. Playoff game of the current season.

Section 2.

Board Meetings. The Board of Directors shall meet whenever requested by the President or four (4) elected Board Members of this Unit and at a place so designated. There must be a minimum of six Board meetings per year with at least two meetings held in the off season (July- October). A quorum for the Board meetings shall consist of at least six voting members. Executive (Closed) Session meetings may be held with only voting Board members present.

Section 2a.

All announced Board meetings, excluding Executive (Closed) Sessions, are open to any Unit member. Members in good standing shall be entitled to address the Board.

Section 2b.

Attendance by Board Members at all scheduled Board meetings of the Unit is mandatory. Notice of Board meetings shall be conveyed a minimum of seven (7) days prior to such scheduled meeting. [14 days notice is preferred as a courtesy in planning to the Board Members] Notice shall be given in writing, by telephone verification, verbal confirmation, e-mail, or facsimile.

Section 2c.

Board of Director Members missing two consecutive meetings will be reviewed by the BOD for determination of the member's eligibility to continue as a member of the BOD.

Section 3.

Executive (Closed) Sessions. An Executive (Closed) Session may be called when the Board of Directors is to consider sensitive personnel matters of the Unit. Considerations during Executive Session may include: (1) conducting annual joint-reviews of appointed Board Member and Committee personnel; (2) hearing written/verbal complaints; (3) considering the allegations that a member has acted in a manner detrimental to the welfare or objectives of the Unit; (4) determining whether a member engaged in unprofessional or unethical conduct or activities; and (5) evaluating upon proper petition, whether the Board or an individual Board Member has failed to support or adhere to the By-Laws, Rules & Regulations of the Unit or the Executive Council.

Section 4.

Business of the Board of Directors and the Unit shall be conducted according to the By-Laws, Policies of the Long Beach Unit.

Section 5.

C. S .O.A. Executive Council Meetings. The President, Vice-President, Secretary/ Treasurer and the Instructional Chairperson, or their alternates, shall attend the Executive Council Meetings voting on matters that affect this Unit.

ARTICLE VI

Suspension, Impeachment, Removal from Office, Resignations and Expulsions.

A member may be censured, fined, placed on probation, or suspended for not more than one year, or may be expelled, for failure to comply with the By-Laws, Policies, , established authority and regulations, or for delinquency in payment of authorized charges, fines, fees penalties or assessments. Penalties may also be imposed on a member for any other conduct that is conclusively established to be contrary to the best interests of the (Long Beach) Unit.

Section 1.

Suspensions. Any Board of Directors Officer or general member that fails to support or adhere to the By Laws and/or Policies of this Unit or whose moral or ethical conduct may be considered detrimental to this Unit may be suspended (loss of "Good Standing" status). If the accused is an elected or appointed officer of the Unit, he/she may be suspended and/or removed from office and/or membership. Any decision by the Board of Directors shall be final and conclusive.

Section 2.

Grievance Procedures: The procedure for filing a grievance against any member shall be a written notification to the Board of Directors with full details of the allegation. The BOD. will review the allegation and assign two members from the BOD to investigate

the situation. They will have 20 days after being appointed to report back to the BOD their findings. At this time, the BOD will inform the member of the findings and of any action taken. The general membership will be informed of the filing and the results of the investigation at the next general meeting. Any decision by the Board of Directors shall be final and conclusive.

Section 3

Any member in good standing may prefer charges against any officer or Board of Director in writing. Any member of the Board of Directors that fails to support or adhere to the Bylaws, Policies of the Unit or the Executive Council, may be removed from office by the following procedure:

(1) The member shall notify the Board of Directors in writing of the alleged charges against any officer.

(2) Attached to these complaint statements must be signatures of a minimum of one-quarter (1/4) members in good-standing that request this action. The number required is computed on current year membership. Within ten (10) days of receipt of the Complaint, the Secretary/Treasurer shall certify that the required number of signatures of members in good standing have been submitted with the complaint.

(3) Upon completion of the signature list certification by the Secretary/Treasurer, the BOD shall have no longer than 30 days to conduct an investigation of the allegations and summarize the findings. The complainant and the accused member(s) shall have an opportunity to address the BOD in Executive Session, (closed) during the investigation. During the Executive Session, each party may ask questions of the other party and the other party's witnesses.

(4) Within fifteen (15) days completion of the findings resulting from the BOD investigation, the Board of Directors must schedule a special meeting of the general membership. No less than fifteen (15) days notice of the special meeting shall be given to the membership.

(5) The President, utilizing Parliamentary Procedures, shall conduct the special meeting. After a call of the roll the Secretary/Treasurer shall verify the number of members present that are in good standing and eligible to vote.

(6) The findings of the BOD inquiry shall be presented. Under the direction of the President, the Complainant(s) shall have the opportunity to address the Unit membership at this time. As applicable, an accused member of the Board shall also have an opportunity to make a statement.

(7) At the conclusion of the hearing, a vote of the members in good standing by secret ballot shall be taken. Any removal from office shall require two-thirds (2/3) vote cast of the members in good standing that are present.

ARTICLE VII

Committees and Appointments

Section 1. Standing Committees.

The Board of Directors shall appoint Standing Committees. Each Committee shall have a minimum of three members. The term of the appointment shall be for one year and shall be re-evaluated annually or at any time deemed necessary

by the BOD. Committee members are eligible for re-appointment annually. Members of the Board shall not be appointed to the Audit Committee.

A. Audit Committee. The BOD shall appoint a minimum of three members in good standing to the Audit Committee no later than April 1. One member shall be designated as the Chair. Within 30 days after the completion of the current High School Softball season, the committee shall meet with the Secretary/Treasurer for the purpose of auditing the financial accounts. A written report of the findings shall be submitted to the Board no later than October 1 of the current year. As part of the report, the committee may make recommendations and suggestions regarding the procedures used in keeping of the financial accounts. The committee shall determine the time and place of its meetings, its rules of order and procedure, and shall keep a written record of all its proceedings.

B. Recruitment & Membership Committee. The Vice President shall serve as the Chair of the committee. The committee shall:

1. Formulate and administer a recruitment and retention plan that is consistent with the goals and purposes identified in these By-Laws and by Board Policy.
2. Establish and organize a new member orientation session(s) to inform first year officials about how the Unit operates and to answer questions. The committee shall determine the time and place of its meeting(s), making sure to coordinate with the Instructional Chair and the President to avoid scheduling conflicts with other Unit Meetings.
3. Follow up with members that did not return to the Unit the current year. The purpose is to listen and document the concerns of these former members, and all remaining game assignments for the current season, including all Play-Off assignments. The Secretary/Treasurer shall keep a written record of unexcused missed assignments and the status thereof.

ARTICLE VIII

Assignment Coordinators, Assignment Procedures and Play-Off Eligibility

Section 1.

The appointed Assignment Coordinator shall be directly responsible to the Long Beach Unit. The Assignor shall maintain a neutral position and shall represent this Officials Unit and the schools. The Appointed Assignment Coordinator will work directly from the list of Qualified/Certified Officials as provided by the Board of Directors of the Long Beach Unit. Any questions regarding assignments must be presented to the Board of Directors.

Section 2.

The assignor will ensure all games are covered with the best available officials for all contests. The assignor will adhere to the terms of the annual contract in place when making all assignments, ensuring the Board receives a copy of the Master Schedule.

Section 3.

If any assignments are missed, the other official who worked the game shall notify the Secretary/Treasurer and the Area Assignor within one (1) business day, which will make a notation of the same in writing. The Secretary/Treasurer will enforce a "Forfeiture of Game Fee" (fine) and request payment be made to the unit treasury. For a second unexcused missed assignment, the official shall lose all remaining game assignments for the current season, including all Play-Off assignments. The Secretary/Treasurer shall keep a written record of unexcused missed assignments and the status thereof.

Section 3a.

In the event the official elects to appeal the above fine and/or sanctions, a written appeal may be made to the Board of Directors within seven (7) business days of the verbal or written notification from the Secretary/Treasurer.

During the appeal process, any sanctions and/or revocation of assignments shall remain in effect until the finding (sanctions upheld or reversed) is announced. The appeal finding shall be documented in writing and mailed to the official within one (1) business day of the appeal decision. The Secretary/Treasurer will keep a copy of the written appeal finding on file for a minimum of three (3) years. The Secretary/Treasurer shall notify the Area Assignor, who will make a notation of the same in writing. The decision by the Board of Directors shall be final.

Section 4.

Play-Off Assignment Procedures: The Long Beach Unit BOD shall create an eligible Officials list for all Southern Section play-off contests given to the Unit. The BOD will provide the list to the area assignor who will assign from the list. The BOD will review all assignments before notification is made. The BOD will submit a list of qualified-certified play-off officials in order of preference to the C.I.F. Southern Section office for consideration.

Section 5.

Play-Off Eligibility:

(A) A member in good standing (i.e., meetings, tests, clinics, fees).

(B) Complete a minimum of 10 Varsity high school assignments.

ARTICLE IX

Revenue and Audits

Section 1.

Revenue: The revenue of this Unit shall be derived from the Membership dues, contributions, donations, game fines and special events held for that purpose. The banks, trust companies, or other depositories in which monies or securities of the Long Beach Unit are deposited shall be insured by the F.D.I.C.

Section 2.

Dues: The amount and date of payment shall be set by the Board of Directors. The Secretary/Treasurer shall notify every member when dues are payable and in what amount.

Section 3.

Audits: Upon completion of the current High School Softball season, the Audit Committee shall meet with the Secretary/Treasurer for the purpose of auditing the financial accounts (Art. VII, Sec. 1AAudit Committee"). A written report of the findings shall be submitted to the Board no later than October 1 of current year. . A written report of the audit shall be provided to the Board, which in turn will be reported to the membership at the first General Meeting of the season.

ARTICLE X

Amendments

Section 1.

Amendments to these Bylaws must be submitted in writing to the Board of Directors. The Board of

Directors must then give notice in writing to the Unit Membership no less than twenty (20) days prior to the Vote, of the proposed Amendments to the Bylaws. Amendments must be approved by 2/3 vote of the membership in good standing in attendance. If no Unit membership meeting is scheduled within 60 days of the notification, a special meeting may be called for that purpose; or the vote may be delayed until the next scheduled meeting of the Unit.

ARTICLE XI

Ratification

Section 1.

The Unit By-Laws, Rules & Regulations shall become effective and binding on members now and hereinafter existing, when adopted and approved by 2/3 of the membership in attendance at a general meeting of the Unit. An entry in the minutes by the Unit Secretary/Treasurer will be made, noting relevant and conclusive proof that these By-Laws have been duly, regularly and properly adopted.