

# Babes of 1916 Constitution & By-Laws

Effective February 8, 2022

(Supersedes previous version dated May 24, 2021)

## ARTICLE I - NAME

The name of this organization shall be *Babes of 1916 (Babes)*.

## ARTICLE II - PURPOSE

The purpose of the *Babes* is to play softball games each year for the enjoyment of the members and to hold social and recreational activities as the *Babes'* members may determine.

The *Babes* shall engage in charitable, civic and educational activities as prescribed by the Internal Revenue Service, Section 501 (c)(3), of the Internal Revenue Code.

## ARTICLE III - MEMBERSHIP

Any prospective *Babes'* member, who shall be 65 years old or older during a membership year, is eligible to apply for membership in the *Babes* after August 31 of the previous year. Individual membership issues and requests will be reviewed and voted on by the Officers and the Board of Directors. Upon filing an application form with the Membership Chairperson, qualifying, and paying "*Full*" membership dues for the membership year, a new applicant becomes a member of the *Babes* and immediately eligible to participate in all *Babes'* activities. Annual "*Associate*" membership is available to those not wanting to play softball at 50% of the cost of a *Full* membership subject to having been a *Full* member for a minimum one year. An *Associate* member can upgrade to a *Full* membership anytime during the membership year by paying the incremental cost of a *Full* membership. If requested, new and current members shall receive a copy of the *Babes'* *Constitution & By-Laws* and/or Softball Playing Rules.

When requested in writing, to include email, by five (5) or more members, a special meeting with the *Board* and/or Officers shall be arranged by the *Board* and/or Officers and held within fourteen (14) days of receiving the written request.

## ARTICLE IV - LEADERSHIP

The elected Officials of the *Babes* consist of two (2) bodies; the Board of Directors (*Board*) and the Officers. There are five (5) elected members of the *Board* whose four year terms shall be staggered; three (3) expiring in 2023 and two (2) expiring in 2025 and every four years thereafter. There are (4) elected Officers: President, Vice-President, Treasurer, and Secretary. A fifth voting Officer, *Honorary Senior Advisor Officer*, shall be appointed by the President for a two (2) year term concurrent with the President's. A sixth officer, *Officer Emeritus*, is currently held as a lifetime appointment in a non-voting capacity.

The elected *Board*, Officers and appointed Officers shall abide by and uphold the *Constitution & By-Laws*.

The *Board* shall:

- Oversee all *Babes'* operations to assure that the purpose statement of the *Babes* is being met and that the *Constitution & By-Laws* are being upheld.
- Meet with the Officers in March and September of each year, and *November of election years*, to review all aspects of those operations.
- Review the *Constitution & By-Laws*, at a minimum, every two (2) years upon election to office.
- When properly proposed, vote on amendments to the *Constitution & By-Laws*.
- When necessary, find replacements for vacated offices.
- Confer and vote on member disciplinary actions.

The Officers shall:

- Run the daily operations of the *Babes*, including organizing and scheduling membership meetings, softball games, and events.
- Approve an annual budget.
- Determine the annual dues and the early payment discount, if any, for the year.
- Authorize *Babes'* checks of less than \$500 by one (1) signature of the President, Vice-President, or Treasurer.
- Authorize *Babes'* checks of \$500 or more by two (2) signatures of the President, Vice-President, or Treasurer.

## ARTICLE V - MEMBER'S CONDUCT

Any member may present charges, in writing to include email, to the *Board* against a member, or members, whose conduct he deems to be detrimental to the best interests of the *Babes*. The charges shall be heard by the *Board*, whose decision shall be final.

## ARTICLE VI - DUES

For any given year, the Officers determine the annual dues and the early payment discount, if any, for dues paid prior to January 1 of that given year. Dues for Senior Members, 85-89 years old and non-softball playing *Associate* Members shall be 50% of Full membership dues. Dues for Honorary Members, 90 years old or older, are waived.

## ARTICLE VII - MEMBERSHIP-MEETINGS

There shall be four (4) membership meetings per year. The place, time, and date of the membership meetings shall be set by the President. Additional membership meetings may be called by the President.

At a membership meeting,

- A quorum for the transaction of *Babes'* business, not to include referendums on changes to the by-laws, shall consist of at least 20% of the members in good standing.
- Only members in good standing are entitled to vote on presented issues.
- *Robert's Rules of Order* shall apply except as provided in this *Constitution & By-Laws*.

## ARTICLE VIII - ELECTIONS

The Election Committee (*Committee*) shall be selected by the President no later than May 31 of an election year (odd numbered year). Names of the three (3) *Committee* members shall be promptly communicated to the general membership. Beginning June 1 of an election year, members may nominate any member in good standing for an elected position having received prior approval of the nominated candidate (*Candidate*). Upon acceptance by the *Candidate* to any *Committee* member, the membership shall be notified by the *Committee* via the Secretary of the *Candidate's* name and the elected position sought. The *Candidate* may then solicit support from the general membership.

The *Committee* shall present the full slate of *Candidates* for Officer and *Board* positions at the September membership meeting. At this meeting, additional *Candidates* can be nominated by the membership subject to *Candidate* acceptance. If a Director leaves office for any reason, *Babes* members shall submit nominations to the *Board*. The *Board* selects by majority vote the new (replacement). The President provides the tie breaking vote if necessary. A *Board* member can run for an alternate position (ex. Officer) while holding onto their *Board* position but are not permitted to hold multiple elected positions concurrently.

The voting for *Candidates* shall take place at the next scheduled membership meeting following the September meeting. Absentee ballots shall be available

from the **Committee** upon request and submitted to a *Committee* member at least one (1) day prior to the physical vote count. The Officer and Director positions shall be elected by a majority vote of all attending members and absentee ballots of members in good standing. In case of a tie vote, re-balloting shall continue until a plurality is reached.

Elected Officials take office at the conclusion of the meeting. Officers serve for two (2) years and Directors serve for four (4) years.

#### ARTICLE IX – VACANCIES IN OFFICE

All vacancies of elected Officials, except that of President, shall be filled by the *Board* in a timely manner for the unexpired term of Office. Should the Office of President become vacant, the Vice-President shall succeed to that Office.

#### ARTICLE X – AMENDMENTS TO THE CONSTITUTION & BY-LAWS (C&BLs)

Suggested amendments or changes to the *C&BLs* must be submitted, in writing, to the *Board* by five (5) or more members **if not generated by the Board itself.** The BOD will categorize those suggested amendments or changes into three (3) groups: Group 1) Those passed by the Board and implemented; Group 2) Those passed by the Board and presented to the membership for approval **via a quorum majority vote of at least 60% of the members in good standing;** or Group 3) Those rejected by the Board. Group 1 & 3 will be **presented at a membership meeting for membership review.** Amendments and changes, when adopted, rescind all previous articles and/or sections pertaining to the issue. A simple majority of the *Board*, three (3) votes, is needed for adoption of an amendment **(Group 1); rejection (Group 3); or changes put forth for membership vote (Group 2).**

#### ARTICLE XI – MEMORIAL STONE

A dues paying member, who participated in the *Babes'* softball program for ten (10) or more years, becomes eligible to have *their* name placed on the *Babes'* memorial stone upon *their* passing.

#### ARTICLE XII – CLAUSE OF DISSOLUTION

In the event of the dissolution of the *Babes of 1916*, the Officers must, after paying all liabilities, dispose of all the assets to charitable organizations, as designated by the *Board*.

#### ARTICLE XIII – ADDITIONAL DUTIES AND RESPONSIBILITIES OF THE OFFICERS

The President shall:

- Preside at all Membership and Officers meetings.
- Report regularly to the *Board* concerning all aspects of the operations of the *Babes*.
- Appoint and maintain the positions of **Honorary Senior Advisor Officer and Umpire-in-Chief**
- Appoint a chairperson for each activity sponsored by the *Babes*. **Establish additional committees as deemed necessary.**
- Appoint *members* to the following Committees: Softball Commission (4), Financial Review Committee (3), and Election Committee (3).
- Fill vacated **voting member** appointments on the Softball Commission in a timely manner.
- Coordinate with selected **Chairperson** to organize the Babes Indoor Spring Training (BIST)
- Serve as a non-voting, ex officio member of all committees.

The Vice-President shall:

- Perform all the duties of President in case of absence of the President.
- Serve as Chairperson of the Softball Commission.

The Secretary shall:

- Record accurate minutes of all membership *and* Officers meetings.
- Read the previous membership meeting minutes at the following membership meeting.
- Maintain a membership roster in conjunction with the Membership Chairperson.
- At the secretary's convenience, open the book of minutes for inspection.
- Keep and preserve in suitable containers all *Babes'* records including all minutes, all financial statements, and one copy of the *Constitution & By-Laws*.

The Treasurer shall:

- Receive, and be responsible for, all monies belonging to the *Babes*.
- Deposit all monies in a bank approved by the Officers, in the name of the *Babes of 1916*.
- Prepare a financial statement for presentation at membership meetings of which one copy shall be given to the Secretary.
- Furnish the Financial Review Committee such information as needed for the annual review.
- File all required legal documents to maintain continued existence of the *Babes*.

The **Honorary Senior Advisor Officer** shall:

- Abide by and uphold the *Constitution & By-Laws*.
- Have a vote on issues pertaining to the Officers.

#### ARTICLE XIV – APPOINTED COMMITTEES

The Softball Commission shall:

- Consist of the Vice-President as ex officio Chairman, and four (4) *Babes'* **voting** members appointed by the President after the October membership meeting during an election year.
- Review and modify the *Babes'* Softball Playing Rules between the conclusion of each softball season and the beginning of the next softball season.
- Organize and run the summer and fall softball leagues.

The Financial Review Committee shall:

- Consist of three (3) *Babes'* members appointed each year by the President after the final membership meeting of the fiscal year.
- Review all financial records maintained by the Treasurer during that fiscal year and report their findings at the *second* membership meeting of the following fiscal year.

The **Election** Committee shall:

- Consist of three (3) members appointed by the President who do not currently hold an elected position or serve on a standing or ad-hoc committee.
- Maintain a list of nominated *Candidates* for the Board and Officer positions.
- Promptly communicate confirmed *Candidate* names to the membership.
- Present the full slate of *Candidates* to the membership at the September membership meeting.
- Conduct, administer and report vote results at the membership meeting as scheduled.
- **Conduct and administer member-wide referendums on issues as may be determined by the Board**