

# Constitution & By-Laws (C&BLs)

Effective September 8, 2025

(Supersedes previous version dated November 13, 2024)

## 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 at 50% of the cost of a Full membership for those not wanting to play softball or joining just the bowling league.

Otherwise, Associate membership eligibility is 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. All members, associate members and recreational activities participants must sign a Waiver and Release to participate in any of the offered recreational activities.

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. The elected Board, Officers and appointed Officers shall abide by and uphold the C&BLs.

The *Board* shall:

- Oversee all *Babes'* operations to assure that the purpose statement of the *Babes* is being met and that the C&BLs are being upheld.
- Meet with the Officers in January, April, July, and October to review all aspects of those operations.
- When properly proposed, vote on amendments to the C&BLs.
- When necessary, find replacements for vacated offices.
- Review the C&BLs, at a minimum, every two (2) years upon election to office.
- Confer and vote on member disciplinary actions to include violations of the C&BLs.
- Provide the *Babes* Officers a copy of the approved meeting minutes within two weeks of completion.

The Officers shall:

- Run the daily operations of the *Babes*, including organizing and scheduling membership meetings and events.

- Develop and approve an annual budget (*Budget*) with responsibility for proper budgetary management:
- Conduct, at a minimum, quarterly review of revenue and expense variances to *Budget*
- Take corrective action should the actual/forecasted cash reserve balance drop below 50% of the fixed and variable expense *Budget*.
- Determine the annual dues and the early payment discount, if any, for the calendar year.
- Authorize *Babes'* checks of less than \$250 by one (1) signature of the President, Vice-President, or Treasurer.
- Authorize *Babes'* checks of \$250 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 they deem 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 three (3) membership meetings per year in election year (spring, September, and October) and two meetings per year in the off 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 *C&BLs*, 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 *C&BLs*.

#### **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 eligible member in good standing for an elected position after having received prior approval of the nominated candidate (*Candidate*.) To be eligible a candidate must be a "Full" dues paying member for a minimum of 24 months AND must have as their primary softball league affiliation the *Babes* of 1916, that is, no other softball league affiliation commitments can make that member unavailable for *Babes* regular season games. 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, 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. A vacated office is to be filled by an **individual** who is a "Full" dues paying member for a minimum of 24 months AND must have as their primary softball league affiliation the Babes of 1916, that is, no other softball league affiliation commitments can make that member unavailable for Babes regular season games. **All vacated (unexpired) terms, except President, are appointments by the Board of Directors.** The appointment is not limited to current year candidates. Should the Office of President become vacant, the Vice-President shall succeed to that Office. If an Officer or Board member during their current term no longer has the Babes as their primary softball league, that is, their primary commitment is to play in another league and thus are unavailable for Babes regular season games, the individual must vacate their Officer or Board position and be replaced by the Board.

#### **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 notification. 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 within two weeks to the *Board* concerning all aspects of the operations of the *Babes* including minutes from the Officers' meeting.
- 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, 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.
- Report within two weeks to the Board concerning all aspects of the operations of the Softball Commission including minutes from those meetings.

The Secretary shall:

- Record accurate minutes of all membership *and* Officers meetings. In the absence of the Secretary, a Recording Secretary shall be appointed by the President.
- 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*.
- Responsible for group communications as requested.

The Treasurer shall:

- Receive, and be responsible for, all monies belonging to the *Babes*.
- Administer and process all charitable contributions and payment of charitable donations
- Create Variance Report and Cash Flow Analysis for the Officers quarterly Budget review meetings.
- 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 *C&BLs*.
- Have a vote on issues pertaining to the Officers.

#### **ARTICLE XIV – APPOINTED COMMITTEES**

The Softball Commission shall:

- Consist of the Vice-President as Chairman, and four (4) *Babes'* 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 and inform Board of Directors before issuance to the general membership.
- 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 calendar year.
- Review all financial records maintained by the Treasurer during the previous calendar year and report their findings at the *first* membership meeting of the following calendar 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.
- Establish and issue election-year campaign guidelines to all candidates
- 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.