

1/2/2019 MINUTES HUMBOLDT SENIOR CLASSIC SOFTBALL ASSOCIATION
BOARD MEETING

CALL TO ORDER: 6:05 PM

OFFICERS PRESENT:

President: Dan Duncan

Vice President: David Schlosser

Treasurer: Tom Marking

Commissioner: Absent

Secretary: Fred Dellagatta

Members Present: Buzz Johnson, Dennis Rosser, Larry Pardi

CONFIRMATION OF QUORUM

APPROVAL OF PREVIOUS MINUTES: Fred Dellagatta

Motion to approve by Tom Marking, and by David Schlosser. Passed 4-0.

TREASURER'S REPORT: Tom Marking

No activity in December. Beginning balance \$2833.62, ending balance \$2833.62.

Motion to approve by Fred Dellagatta, 2nd by David Schlosser. Passed 4-0.

COMMISSIONER REPORT: Paul Woodland Absent

FIELD COMMITTEE REPORT: Dan Duncan, members are Dan Duncan, Tom Marking and Bill Hicks.

Tom Marking marked the field in Samoa for the graders; however, the rains washed the lines away so Tom will mark it again.

RULES COMMITTEE REPORT: Fred Dellagatta, Bill Hicks, Tom Marking

Nothing to report.

MANAGER COMMITTEE REPORT: Paul Woodland Absent

Discussion if Manager's duties fit better under by-laws where they are now or policy.

UMPIRE COMMITTEE REPORT: Paul Woodland Absent

BY-LAWS AMENDMENTS DISCUSSION: David Schlosser

Motion by Tom Marking to approve Bookkeeping Amendments read at previous meeting, 2nd by Fred Dellagatta. Passed 7-0.

Bookkeeping Amendments

Section 1. Composition:

The governing and management of the Association, except as otherwise provided in this Constitution or these Bylaws, shall be vested in and controlled by a Board of Directors (**Board**) composed of five officers: President, Vice President, Secretary, Treasurer and Commissioner.

In conjunction with the above, all references to "Board of Directors" will be changed to "Board".

Section 8. Duties of the Treasurer:

e) Cooperate ~~fully~~ in an annual audit of accounts by a committee appointed by the Board of ~~Directors~~.

Section 2. Election, Appointment, Term of Office:

- All Association officers shall be elected from the official Association membership for one- year terms during the December meeting.
- The President shall appoint a nominating committee prior to the December meeting to select one candidate for each office to be filled. Nominations from the floor shall be put to vote if accepted by the nominees. Should there be no nominations from the floor, the slate presented by the nominating committee may be adopted by acclamation. Should nominations from the floor be accepted, those remaining unopposed candidates should be voted upon as a slate and those candidates running opposed shall be voted upon separately. Election to office shall require a ~~plurality~~ **majority** vote of the attending Association members and the term of office shall begin ~~upon election~~ **at the close of the meeting**.

Section 3. Vacancy:

*(a) A vacancy may occur by resignation, removal from office as per Section 10 or after missing three consecutive meetings without excuse . ****

Section 5. Duties of the President:

c) Sign all official Association documents and ~~countersign~~ approve all financial disbursements issued on behalf of the Association.

d) Establish standing, ad hoc or special committees, **with the approval of the Board, and appoint the committee Chairs**, to accomplish the business affairs and achieve the objectives of the Association.

f) In conjunction with the Secretary prepare an agenda listing all action items for each meeting.

ARTICLE IV FINANCES

Section 1. Bank Accounts:

c) Numbered checks shall be used for all expenditures, signed by the Treasurer ~~and cosigned by the President or Vice President in the President's absence~~, and filed for audit.

Motion by Tom Marking to approve the significant but minor amendment covering the duties of the secretary and the amendment covering the duties of the commissioner, both of which were read at the previous meeting, 2nd by Fred Dellagatta. Passed 7-0.

Significant but minor Amendments

Section 7. Duties of the Secretary:

~~d) Maintain up-to-date League team rosters and season schedules.~~ ***(Move this to Commissioner)***

Section 9. Duties of the Commissioner:

d) Maintain up-to-date League team rosters and season schedules

Entered into the record the official reading of Article III and Article VI with final changes as follows.

Complex Amendments

ARTICLE III

REGULAR, GENERAL AND SPECIAL MEETINGS

Section 1. Regular Association Meetings:

- b) Quorum for a regular meeting shall be ~~four~~ **five** members, ~~two~~ **three** of whom must be Association officers. If a quorum is not present, the meeting shall be adjourned and no Association business transacted. Voting shall be by voice, show of hands or ballot. Proxy votes are not permitted.

e) Attendance at regular Association meetings is open to the official Association membership as defined in the Constitution, Article I, Section 2 (a). With the exception of the election of officers and/or amendment of the Constitution and Bylaws, only the Board of Directors may vote at regular Association meetings. ***For rule changes, managers are allowed to vote as well.***

f) ***Voting: Approval shall require an absolute majority vote of the entire board. Those items that other members may vote on require a majority of those voting. Items impacting the Association (ie playing rules, fees, schedules, etc) are subject to ratification by the Association at a General Meeting prior to the start of the season, as per Article III, Section 2(d). *****

ARTICLE VI

AMENDMENTS and RULE CHANGES

Proposals to amend, add to, or repeal any portion of these Bylaws ***or to change a***

playing rule, may be made in writing during a regular meeting of the Board of Directors or during a special meeting called for that purpose. A motion to approve may be considered during the following regular meeting or special meeting called for that purpose. (***This delay to allow managers to poll their team with regard to the proposed change.***) Adoption ***of an amendment*** shall require a two-thirds affirmative vote of the Board of Directors and other attending Association members.

NEW BUSINESS

OFFICER RE-ARRANGEMENT AND ELECTIONS

President Dan Duncan Resigned. Vice President David Schlosser assumes the role of President.

President David Schlosser appoints Dan Duncan Commissioner, 2nd by Tom Marking. Passed 3-0.

President David Schlosser appoints Dennis Rosser as Vice President, 2nd by Tom Marking. Passed 4-0.

REPORT ON FIELD SCHEDULES - Tom Marking volunteered to prepare various schedules. One will be with all games played at the new Samoa field. Others will consider Samoa Field with Pacific Union and Samoa Field with Mad River .

ADJOURNMENT

Motion to adjourn the meeting was made by Dan Duncan, 2nd by Tom Marking. Approved 7-0.