

# **BYLAWS OF THE VERMONT HIGH SCHOOL SOFTBALL UMPIRES ASSOCIATION**

## **ARTICLE I**

### **Name**

The name of this organization is **VERMONT HIGH SCHOOL SOFTBALL UMPIRES ASSOCIATION (VHSSUA)**.

## **ARTICLE II**

### **The purposes for which VHSSUA is organized are as follows**

1. To establish and maintain an organization dedicated to providing competent softball umpires that will assist in the educational and athletic development of young athletes.
2. To promote through the actions, attitude and leadership of its members, the ideals of good sportsmanship and respect for players, coaches, spectators, students, administrative personnel and softball umpires.
3. To sponsor, coordinate and promote programs that will provide training and continuing education to umpires in order to improve their judgment, game management, knowledge of the rules, conditioning and opportunities for advancement.
4. To encourage and provide an equal opportunity for all its members with respect to contest assignments, advancement, ratings and selection for leadership positions, regardless of gender, national origin, race, age, disability or religion.
5. To enhance the recruitment of a diversity of members that reflects the community that VHSSUA serves, including, but not limited to, minority and female members.
6. To coordinate VHSSUA's activities, purposes, policies, and functions with the rules, regulations and policies adopted by the Vermont Principals Association (VPA).
8. To collect membership dues from its members in furtherance of VHSSUA 's objectives, to prudently expend any funds received and disburse the net interest and other earnings that may be received in satisfaction of its operating expenditures and expenses and in support of meritorious projects which may further its objectives.

## **ARTICLE III**

### **Membership**

#### **Section 1.**

#### **Eligibility**

- a. Any person paying dues and agreeing to be bound by the Bylaws and by such rules and regulations as VHSSUA may from time to time adopt, shall be eligible for membership in the organization, subject to completing a National Federation of State High School Associations (NFHS) clinic as required by the VPA, provided they maintain Federation insurance. Any member who umpires games without appropriate insurance will be suspended from the VHSSUA for the remainder of the season and will be ineligible to umpire any games. Any assignor assigning an umpire without insurance will lose their assignor stipend for the season and will be suspended from the VHSSUA for the remainder of the season, and will be ineligible to umpire any games.
- b. Should a prospective member not attend the VHSSUA sponsored NFHS clinic, he or she may attend an approved NFHS clinic in another state to satisfy this VPA requirement. A letter from the leadership of the organization sponsoring the clinic, confirming the prospective member's attendance, must be sent to the VHSSUA Secretary/Treasurer. If an Amateur Softball Association of America National Umpire School is held the same weekend as the VHSSUA NFHS clinic, he or she may attend this instead of the NFHS clinic, and must provide proof of attendance. Should a prospective member be unable to attend any NFHS clinic or an ASA NUS, he or she may petition the Board of Directors for a waiver. Such waivers are decided on a case-by-case basis.
- d. Failure of a member to attend a NFHS clinic results in that member being ineligible for Varsity games.

## **Section 2.**

### **Voting**

Each member of the organization shall have one vote on any matter on which members are granted a voting privilege under these Bylaws or applicable state law. Only VHSSUA member officials will vote on matters associated with sanctioned VHSSUA local official's associations business. There shall be no cumulative voting permitted for the election of officers or on any other matter and no membership voting by proxy.

## **Section 3.**

### **Documents**

The VHSSUA website at [www.vtsoftballumps.com](http://www.vtsoftballumps.com) is the official repository for all VHSSUA documents. Documents may also be obtained from any member of the Board of Directors.

## **Section 4.**

### **Responsibilities**

It is the responsibility of each member to fill out a rating form for their partner after each game and submit them to their assignor prior to Memorial Day. Failure to do so results in that member being ineligible for postseason work. The current form may be found at [www.vtsoftballumps.com](http://www.vtsoftballumps.com).

## **ARTICLE IV**

### **Registration, Dues and Assessments**

- a. No member shall be liable to the organization for any dues, subscriptions or assessments of any kind except as he or she may agree to at such time as an annual membership application is filed with the organization.
- b. Each member shall pay annual dues for the following year, by the first Sunday in November, unless exempt. First year officials are exempt from paying dues the first year.
- c. Dues should be made payable to the VHSSUA and should be mailed to the Secretary/Treasurer, whose address may be found on the VHSSUA website at [www.vtsoftballumps.com](http://www.vtsoftballumps.com).
- d. The amount of dues shall be one Varsity game fee of the pertinent year, unless a fee schedule is otherwise determined by the Board of Directors.
- e. A member may change to inactive status should the need arise. An inactive member pays \$10 per year, does not receive game assignments, retains voting privileges, and is not required to attend meetings or clinics. Upon returning to officiating, the previously inactive member is not considered a new umpire.
- f. Dues will be returned if the member notifies the Secretary of their leaving the Association before the start of spring season, as defined by the VPA.

## **ARTICLE V**

### **Board of Directors**

#### **Section 1.**

##### **Number and Composition**

The persons that shall constitute the entire Board of Directors shall consist of the following members:

- a. Two members elected by each district, from which will be elected President, Vice President, and Secretary/Treasurer.
- b. Clinician/Interpreter, who may or may not be one of the district representatives. This position will be appointed by the Board of Directors. If an elected member of the board, he will have voting rights. If not an elected member of the board he would attend meetings in an advisory position only.

#### **Section 2.**

##### **Power and Responsibility**

Subject to the limitations imposed by these Bylaws, all organization powers and responsibilities shall be exercised by or under the authority of, and the business and affairs of the organization shall be controlled by, the Board of Directors. In addition to the powers and responsibilities set forth above, the Board of Directors shall be responsible for:

- a. Studying, evaluating and acting upon complaints initiated by the schools and/or leagues that it serves, any matters relating to its members and the VPA;
- b. Making recommendations for the vote of the membership;

- c. Approving all expenditures of funds and operating budgets;
- d. Acting as a final court of appeals for all decisions made by any committee;
- e. Bi-annually electing the President, Vice President, Secretary/Treasurer;
- f. Bi-annually appointing the Clinician/Interpreter;
- g. The President shall serve as Chairman of the Board of Directors and shall preside at all meetings of the Board, as well as appoint all committees.

### **Section 3.**

#### **Election and Term**

- a. Bi-annually, at the clinic and general membership meeting, each district shall meet and elect two representatives to the Board of Directors. An election shall be held in 2008 and every two years thereafter.
- b. The term of office of each Director shall be for a period of two years beginning with the annual fall Board of Director's meeting.
- c. Directors shall hold office until their respective successors shall have been elected and qualified or until their earlier death, resignation, or removal from office.
- d. Each Director may serve on the Board for consecutive terms of office.
- e. Once elected to the Board of Directors, current members become eligible to hold the office of President, Vice President or Secretary/Treasurer.

### **Section 4.**

#### **Vacancy**

Any vacancy occurring in the Board of Directors, excluding any vacancy created by reason of an increase in the number of Directors, may be filled by the affirmative vote of a majority of all remaining Directors, and a Director so chosen shall hold office until the normal expiration of the term of the Director whose absence creates the vacancy.

### **Section 5.**

#### **Quorum and Voting**

- a. A majority of the number of voting Directors shall constitute a quorum for the transaction of business. The action of a majority of the voting Directors present at any meeting at which there is a quorum, when legally assembled, shall be deemed to be a valid organization action.
- b. Should a member not be able to attend a meeting of the Board of Directors, their district may designate a temporary replacement, who shall have voting privileges.
- c. The President does not vote except to break a tie among the Directors.

### **Section 6.**

#### **Director Conflicts of Interest**

- a. No Director shall participate in or vote on any matter, which involves a conflict of interest.
- b. Whenever a Director has cause to believe that a matter to be voted upon involves a possible conflict of interest, he or she shall announce the conflict and abstain from both participating in and voting on such matter.
- c. Any member may raise a question of possible conflict of interest with respect to any Director.

### **Section 7.**

#### **Place of Meeting**

Meetings of the Board of Directors may be held at any location specified in the call of the meeting or as agreed to by the Directors.

### **Section 8.**

#### **Time, Notice and Call of Meetings**

- a. Regular Meetings of the Board of Directors shall be held periodically during each annual period with the President presiding as Chairman in accordance with such schedule as may be agreed to by the Board. The President may call additional meetings as necessary. No notice of the time or purpose of such regular meetings need be given. The annual fall meeting of the Board of Directors shall be held the first Sunday in November.

- b. Special Meetings of the Board of Directors shall be held from time to time upon call issued by the President, or by any four Directors. Written notice of the time and place of each special meeting shall be delivered personally to all Directors or sent to each by facsimile, e-mail, or letter, addressed to his or her address shown on the records of the organization or as otherwise actually known by the Secretary. If notice is mailed, e-mailed or faxed, it shall constitute sufficient notice if it is delivered to the above address not less than twenty-four hours prior to the time of the holding of the meeting.
- c. The annual clinic and business meeting shall be held on the third Sunday in March, with a mechanics clinic, which is mandatory for all members, to be held every fourth year.

#### **Section 9.**

#### **Compensation and Expenses**

Expenses incurred by Directors may be reimbursed to the extent authorized by the Board. The President, Vice President, Secretary/Treasurer, and Clinician/Interpreter shall be compensated an amount voted upon by the Board of Directors.

### **ARTICLE VI**

#### **Violations and Disciplinary Actions**

##### **Section 1.**

##### **Violations**

Violations of these Bylaws shall be investigated by the Board of Directors. It is the responsibility of every member to report a violation or suspected violation as soon as possible to the Board of Directors. Disciplinary action may be taken by the Board of Directors based on relative merits for each violation.

### **ARTICLE VII**

#### **General Meeting Quorum**

A quorum at any general membership meeting will be constituted by the presence of fifty percent (50%) of the membership applicable for that type meeting.

### **ARTICLE VIII**

#### **Parliamentary Procedures**

Parliamentary procedures under the Bylaws of the Corporation shall be governed by Roberts' Rules of Order Revised.

### **ARTICLE IX**

#### **Amendments to Bylaws**

The organization's Bylaws may be amended at any general meeting of VHSSUA by a majority vote, providing that the amendments have been submitted in writing by facsimile, e-mail, or letter to all members a minimum of fourteen (14) days prior to such meeting. Clarification or typographical changes that do not create a material change will be made by the Board of Directors without formal amendment. VPA imposed changes will be cause for automatic adoption and/or amendment by the Board of Directors.

### **ARTICLE X**

#### **Delineation of Districts**

For the purposes of membership and scheduling, the state shall be divided into seven districts as follows:

District 1: St. Johnsbury

District 2: Franklin County

District 3: MVL East

District 4: Chittenden County

District 5: Central Vermont

District 6: Addison

District 7: MVL West