



Governing Manual

Emerald City Softball Association

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VOLUME I - ARTICLES OF INCORPORATION

ARTICLE ONE — NAME

- 1.1 The name of the organization is the ECSA-Open Division dba. Emerald City Softball Association, known in this document as “ECSA” forthwith.

ARTICLE TWO — EXISTENCE

- 2.1 The period of existence is perpetual.

ARTICLE THREE — PURPOSE

- 3.1 Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 3.2 To be a nonprofit organization dedicated to the promotion of amateur sports competition, particularly softball, for all persons regardless of age, sexual orientation or preference, gender or gender expression, with special emphasis on the participation of members of the LGBT Community, and to otherwise foster national and international sports competition by planning, promoting and carrying out amateur sports competition.
- 3.3 To establish uniform rules and regulations for amateur sports competition organized or conducted by this organization.
- 3.4 To encourage the education and training of the proper skills of athletics, particularly softball, by promoting clinics, seminars and training courses.
- 3.5 To plan, promote and carry out other exempt activities that serve the welfare of the public at large.
- 3.6 To raise, collect, administer and dispense funds for the purposes set forth in the Articles of Incorporation.
- 3.7 To carry out all of the purposes stated solely within the scope and meaning of Section 501 (c) of the Internal Revenue Code of 1954 or corresponding section of future tax code.
- 3.8 As a member association of the North American Gay Amateur Athletic Alliance, Inc. (NAGAAA): To act as an evangelist of NAGAAA’s purpose and mission, unless doing so at any time contradicts the explicit mission and/or purpose of the ECSA.

ARTICLE FOUR — MEMBERS

- 4.1 The corporation shall have no members.

ARTICLE FIVE — DIRECTORS

- 5.1 The general management of the affairs of the corporation shall be vested in the directors of the corporation.
- 5.2 The term of office of the initial directors shall be until the first meeting of the incorporators and the initial board of directors.
- 5.3 The number of subsequent directors and their qualifications, manner of election and term of office shall be specified in the Bylaws.
- 5.4 At no time shall the Board of Directors consist of fewer than nine (9) offices; of which no less than seven (7) shall be elected.
- 5.4.1 Elected members are considered “voting officers”.

ARTICLE SIX — DISBURSEMENTS

- 6.1 No part of net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this document the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code; or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE SEVEN — OPERATIONS

- 7.1 This corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE EIGHT — DISSOLUTION

- 8.1 Upon the dissolution of the organization, assets shall be distributed for one (1) or more exempt purposes within the meaning of the section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

VOLUME II – BYLAWS

CHAPTER 1 — MEMBERSHIP

- 1.01 Any individual meeting one or more of the following categories shall be a Member of Emerald City Softball Association (ECSA):
- Players:** All players on a regular-season roster registered on the league website and meeting all other league requirements
 - Managers & Coaches:** All team coaches and managers not otherwise on the regular season roster as registered on the league website
 - Board Members:** All ECSA Board Members
 - Hall of Fame Members:** All ECSA Hall of Fame members
- 1.02 Duration of Membership shall be as follows:
- Players, Managers & Coaches:** Annual membership
 - Board Members:** The duration of their Board Position term as identified in the bylaws
 - Hall of Fame Members:** Lifetime membership
- 1.03 **Expectations of Membership:** Membership in this organization is critical to the operations and goals of this organization. Members, as identified in Article 1.01, volunteers, and/or staff members of ECSA are expected to adhere to the common set of expectations.
- Conduct:** All members are expected to perform in and to the spirit of the ECSA policies and procedures.
 - Legal Issues:** No member may enter into a legal agreement using the incorporated name of this organization without the written consent of the Board of Directors. Members of this organization will adhere to the Conflict of Interest Policy of this organization.
 - Privacy:** Use of the directories of this association is limited to official ECSA business only. Reproduction, sale, rental, lease, or use of the directories or any of its contents by any person or group other than the Board of Directors is strictly prohibited.
- 1.04 **Right of Refusal:** The Organization reserves the “Right of Refusal” for allowing participation in the league where a ban or restriction exists for a player by any other NAGAAA member city or by the NAGAAA Board of Directors.
- 1.05 **Suspension/Termination of Membership:** Members may be suspended, for a time certain or indefinitely, and/or terminated from membership in this organization by no less than a two-thirds (2/3) majority vote of the Board of Directors’ voting officers following a hearing before the Board of Directors.
- 1.06 **Reinstatement of Membership Following Suspension or Termination:** The Board of Directors may reinstate a suspended member following a formal review by the Board of Directors of the complaint leading to suspension and/or termination and any corrective actions taken regarding the nature of the complaint. Members suspended for a certain time are automatically reinstated to good-standing following the expiration of the time of suspension provided that qualifications for membership continue to be met. Terminated members shall only be eligible for reinstatement through the request for appeal of termination of membership as enlisted in the policies of this organization

CHAPTER 2 — COMMITTEES

- 2.01 **Committees:** Committees are created for which the Board of Directors shall engage to assist in the execution and management of this organization. The objectives, structure, reporting, and priorities of these committees shall be approved by the board of directors.
- 2.01.1 **Finance Oversight Committee:** The Finance Oversight Committee is a permanent committee which shall be constituted of three members of the Board of Directors, with a minimum of one member with

accounting and/or financial experience appointed by the Commissioner. The Treasurer may participate in this committee but shall not be the Committee Chair. The committee shall meet at least four times in a calendar year. The committee's duties shall be determined by the Board of Directors enlisted in the policies of this organization.

- 2.02 Other Committees:** The Board of Directors may create or dissolve a committee by majority vote. Motions to create a committee should specify: The objective of the committee; The term of the committee; The date upon which a committee is to report; The number of members of the committee; And, the members who serve on the committee.
- 2.03 Committee Chairs & Advisory:** Upon the first meeting of the Committee, the members shall discuss and vote to elect a Committee Chair. Committees are not empowered to enact changes to the Organization's bylaws, rules or policies that are otherwise within the domain of the Board of Directors. For possible changes within such a scope, the committee serves to make recommendations and/or proposals to the Board of Directors.
- 2.04 Meetings and Quorum:** Committee meetings not held in conjunction with regular or special meetings of the Board of Directors shall be noticed by the chair of the members of at least 24 hours prior to meetings convening. By the presentation of a proposed agenda indicating such. A quorum of a committee is always present and a meeting called in accordance with these bylaws. Committee meetings may be held by remote means.
- 2.05 Referral to Committee:** The Commissioner shall refer all items of business to the appropriate committees. Any items of business of which the committee recommends approval and which obligates a fiscal expenditure by this organization shall be referred to the Financial Oversight Committee before any action by the Board of Directors on said recommendation.
- 2.06 Status of Committee Reports:** On any item of business referred to a committee requiring approval of the Board of Directors to be enacted, the recommendations, if any, of any committee to which the item was referred shall be reported to the Board of Directors for consideration. Recommendation, if any, in the report of the last committee to which the item was referred shall be pending main motion before the Board of Directors during consideration of the committee report.

CHAPTER 3 — BOARD OF DIRECTORS

- 3.01 Authority:** The Board of Directors shall be the legislative, administrative, and governing body of all operations of this Organization. All committees, officers, staff, and volunteers are subordinate to the authority of the Board of Directors. The Board of Directors is limited in its power only by the provisions of these bylaws, the Articles of Incorporation, and the Laws of the State of Washington. The Board of Directors is Elected by Membership to give policy direction to the operations of ECSA; act on legislative proposals appropriate for the fulfillment of policy functions; appoint officers of the organization; create committees that assist the officers in the operations of the organization; act on matters relating to membership; and to support and promote the work of this organization.
- 3.02 Parliamentary Authority:** The rules contained in the latest edition of *Robert's Rules of Order Newly Revised* shall govern the organization and all its bodies in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt. Attendance by a majority of the Board of Directors granted the right to vote constitutes a quorum for any Board meeting.
- 3.03 Right of Vote:** Each elected member of the Board of Directors shall be entitled to one (1) vote. The Commissioner shall only be allowed to cast a vote in elections for officers of this organization, or, in the event of a tie on any matter, to cast a vote to break said tie. No member of the Board of Directors shall be entitled to more than one (1) vote.
- 3.04 Composition & Terms of Office:** Offices may change from time to time. Upon adoption of these Bylaws, the Board of Directors shall consist of a Commissioner, Secretary, Director of Competition, Assistant Commissioners for A/B, C, D and E Divisions, Assistant Director of Competitions for C and D/E Divisions, and Membership Director. Each Board member shall serve until their successor has been qualified and elected, unless such Board member is removed from office, or their term of office has expired. The Commissioner, C Division Assistant Commissioner, D/E Division Assistant Director of Competition, and Membership Director shall be elected in odd numbered years. The Director of Competition, Secretary, A/B Division, D Division and E Division Assistant Commissioners, and C Division Assistant Director of

Competition shall be elected in even numbered years. At no time shall any one person hold more than one elected office. All policies regarding the structure, creation, dissolution, and change of the composition board of directors shall be determined by the Board of Directors enlisted in the policies of this organization.

- 3.05 Election Processes for All Candidates for The Board of Directors:** Unless expressly provided for in these bylaws, the election or appointment of the office for each individual Director shall be determined by the Board of Directors enlisted in the policies of this organization.
- 3.06 Meetings:** The Board of Directors shall meet as regularly as required for the orderly and effective administration of league activities and shall conduct regular meetings at least three (3) times a year. A Board meeting must have a quorum in order to vote on any motions or approve any policies. A Quorum shall exist with greater than fifty percent (50%) of the voting members of the Board of Directors present.
- 3.06.1 Regular Meetings:** Regular Meetings shall be conducted in-person at a date with at least 21-days' notice to the Board of Directors. Accommodations to participate in regular meetings remotely may be made (but are not required) for regular meetings.
- 3.06.2 Team Representative Meetings:** There will be at least two (2) meetings each year for the Organizations Team representatives. The Board of Directors may conduct business at these meetings, or they may be informational in nature.
- 3.06.3 Emergency Meetings:** An Emergency Meeting of the Board of Directors may be called by the Commissioner or by agreement of any four (4) voting members of the Board with at least three (3) day's notice. Accommodations to participate by teleconference shall be made for Emergency Meetings.
- 3.06.4 Notice Waiver:** Official business of the Board of Directors may be conducted at meeting with less than prescribed notice upon approval of at least half of the voting members of the Board of Directors.
- 3.06.5 Voting Privileges:** Any voting member of the Board of Directors that fails to attend two (2) consecutive Board Meetings (Regular and/or Emergency) shall have their voting privileges automatically suspended. Said member's voting privileges shall be automatically reinstated as the final action of the next board meeting they attend in full.
- 3.07 Board of Directors | Elected Officials — Terms of Office, Duties & Qualifications:** Unless expressly provided for in these bylaws, the duties of the office for each individual Board member shall be determined by the Board of Directors enlisted in the policies of this organization.
- 3.07.1 Commissioner:** The Commissioner shall perform duties as may be necessary for the proper and efficient conduct of the Emerald City Softball Association; direct the policies of the Emerald City Softball Association; enforce all rules of the Emerald City Softball Association; preside over Board of Directors and Team Representative meetings; act on behalf of the Emerald City Softball Association in any emergency that is not covered in the Bylaws, Administration Rules, Protest Rules or Play Rules; serve as cosigner on the Emerald City Softball Associations checking account and the Emerald City Classic checking account; sign all contracts related to the Emerald City Softball Association; oversee all duties of the other Board of Directors members; ensure all operations for managing the Emerald City Softball Association (e.g., fields, umpires, balls, scheduling, communications, awards, rules etc.) are accomplished; ensure all players ratings are accurate and approve all players rating changes; sit on and lead all Protest Committees; ensure all deadlines are met for submitting fees, team rosters & World Series rosters to NAGAAA; represent the Emerald City Softball Association at the NAGAAA Summer & Winter Meetings or send an alternate that is approved by the ECSA Board of Directors; submit candidates for appointed Board Positions to the ECSA Board of Directors for approval. Approval is by no less than a two-third (2/3) majority vote; will vote on all matters done by a secret ballot. For other matters, only vote when there is a tie (for 50% majority topics) or if one vote is needed to determine a 2/3 majority; and, assist with the Emerald City Classic as needed.
- 3.07.2 Director of Competition:** The Director of Competition shall understand the NAGAAA Player Ratings Guidelines and how they should be applied to players; oversee the rating of all ECSA players using the NAGAAA player rating guidelines, according to the ECSA player ratings review & change processes, as outlined in the ECSA Administrative Rules; ensure all new ECSA players have an assigned Player Rating before approving them to a roster; review and approve new player ratings for A/B Division players. Oversee new player ratings for other divisions; oversee all online aspects of player ratings and work with IT Director to ensure they are updated in a timely fashion; research to find a player rating for any new ECSA player that previously played in another NAGAAA member city; assist in the entry of ECSA teams and

players into the NAGAAA database; lead all ECSA rating reviews. Ensure involvement by the appropriate Board of Directors members as outlined in our ECSA Administrative Rules and the Rating Change Voting Matrix; lead and/or participate in requests for Player Rating changes, per the Rating Change Voting Matrix and Ratings Change Review Procedures; investigate and engage the Commissioner and appropriate Assistant Commissioners and Assistant Directors of Competition in any requests to watch or review an ECSA Player; using the NAGAAA Player Rating database, research and validate player ratings of players on Emerald City Classic team rosters; sit on all player rating protest boards; assist the Assistant Commissioner A/B Division and Assistant Commissioner C Division in selection of players on the C and D Select teams, if applicable; perform any other duties delegated from the Commissioner or Board of Directors.

- 3.07.3 Secretary:** The Secretary shall record the minutes from all Board of Directors meetings and Team Representative Meetings and publish them within 5 days of meetings; maintain all Emerald City Softball Association history and records; maintain updates to bylaws, Administration Rules, Play Rules and Protest Rules; maintain an Action Log capturing all actions assigned from Board & Team Rep Meetings; maintain a Motion Log capturing all motions made and voting results from all Board Meetings; assist with the Emerald City Classic as needed; perform any other duties delegated from the Commissioner or Board of Directors.
- 3.07.4 A/B Division Assistant Commissioner:** The A/B Division Assistant Commissioner shall oversee all activities of the A/B Division teams in the Emerald City Softball Association, including creation and maintenance of team and player information on ECSA website; participate and vote on all player rating changes and reviews for players in the A/B Division, as well as any players in other Divisions whose proposed rating change would require them to play in the A/B Divisions; ensure eligibility of all players on a roster for the A and B Division teams; criteria may include: 1) Fee payment 2) Waiver status 3) Rating Eligibility 4) Existence and accuracy of online profiles; manage all aspects of C Select teams including selection of players; assigning coaches, practices, communications and ensuring full teams are available to play when scheduled; open and close fields when designated to do so; communicate to all A/B Division coaches and managers on all ECSA matters; assist with the Emerald City Classic as needed; perform any other duties delegated from the Commissioner or Board of Directors.
- 3.07.5 C Division Assistant Commissioner:** The C Division Assistant Commissioner shall oversee all activities of the C Division teams in the Emerald City Softball Association, including creation and maintenance of team and player information on ECSA website; participate and vote on all player rating changes and reviews for players in the C Division, as well as any players in other Divisions whose proposed rating change would require them to play in the C Divisions; ensure eligibility of all players on a roster for the C Division teams; criteria may include: 1) Fee payment 2) Waiver status 3) Rating Eligibility 4) Existence and accuracy of online profiles; manage all aspects of D Select teams including selection of players; assigning coaches, practices, communications and ensuring full teams are available to play when scheduled; open and close fields when designated to do so; communicate to all C Division coaches and managers on all ECSA matters; assist with the Emerald City Classic as needed; perform any other duties delegated from the Commissioner or Board of Directors.
- 3.07.6 D Division Assistant Commissioner:** The D Division Assistant Commissioner shall oversee all activities of the D Division teams in the Emerald City Softball Association, including creation and maintenance of team and player information on ECSA website; participate and vote on all player rating changes and reviews for players in the D Division, as well as any players in other Divisions whose proposed rating change would require them to play in the D Divisions; ensure eligibility of all players on a roster for the D Division teams; criteria may include: 1) Fee payment 2) Waiver status 3) Rating Eligibility 4) Existence and accuracy of online profiles; manage all aspects of E Select teams including selection of players; assigning coaches, practices, communications and ensuring full teams are available to play when scheduled; open and close fields when designated to do so; communicate to all D Division coaches and managers on all ECSA matters; assist with the Emerald City Classic as needed; perform any other duties delegated from the Commissioner or Board of Directors.
- 3.07.7 E Division Assistant Commissioner:** The E Division Assistant Commissioner shall oversee all activities of the E Division teams in the Emerald City Softball Association, including creation and maintenance of team and player information on ECSA website; participate and vote on all player rating changes and reviews for players in the E Division, as well as any players in other Divisions whose proposed rating change would

require them to play in the E Divisions; ensure eligibility of all players on a roster for the E Division teams; criteria may include: 1) Fee payment 2) Waiver status 3) Rating Eligibility 4) Existence and accuracy of online profiles; open and close fields when designated to do so; communicate to all E Division coaches and managers on all ECSA matters; assist with the Emerald City Classic as needed; perform any other duties delegated from the Commissioner or Board of Directors.

- 3.07.8 C Division Assistant Director of Competition:** The C Division Assistant Director of Competition shall oversee the player ratings of all players in the ECSA C Division; work in conjunction with the Director of Competition and the C Division Assistant Commissioner, in reviewing C Division players to ensure they have accurate player ratings; review and approve new player ratings for C Division players; work with the IT director to update online player ratings in a timely fashion; participate in pre-season, mid-season, end of season, and post-World Series player ratings reviews; lead and/or participate in requests for player rating changes per the rating change voting matrix (Appendix Eight) and Ratings Change review process (Appendix Nine); investigate and engage the Commissioner, Director of Competition, and appropriate divisional assistant Commissioners and assistant directors of competition in any requests to watch or review an ECSA player's rating; Assist the A/B Division Assistant Commissioner in selecting players for the C Division Select team; perform any other duties delegated from the Commissioner or Board of Directors.
- 3.07.9 D/E Division Assistant Director of Competition:** The D/E Division Assistant Director of Competition shall oversee the player ratings of all players in the ECSA D and E Divisions; work in conjunction with the Director of Competition and the D/E Division Assistant Commissioner, in reviewing D/E Division players to ensure they have accurate player ratings; review and approve new player ratings for D/E division players; work with the IT director to update online player ratings in a timely fashion; participate in pre-season, mid-season, end of season, and post-World Series player ratings reviews; lead and/or participate in requests for player rating changes per the rating change voting matrix (Appendix Eight) and Ratings Change review process (Appendix Nine); investigate and engage the Commissioner, Director of Competition, and appropriate divisional Assistant Commissioners and Assistant Directors of Competition in any requests to watch or review an ECSA player's rating; Assist the C Division Assistant Commissioner in selecting players for the D/E Division Select team; perform any other duties delegated from the Commissioner or Board of Directors.
- 3.07.10 Membership Director:** The Membership Director shall be responsible for coordinating players looking to be placed on teams and for teams looking for players; oversee member recruitment and collaborate with the Events Director and Marketing/Communications Director on recruitment-focused events; maintain ECSA Team and Tournament Matchmaker features on ECSA website, including removal of out-of-date player and team ads; coordinate players looking for a team and teams looking for players for the Emerald City Classic; lead and organize player clinics at the beginning of each season to evaluation the level of new players and assist in getting players looking for teams placed on a team; assist with the Emerald City Classic as needed; perform any other duties delegated from the Commissioner or Board of Directors.
- 3.08 Board of Directors | Appointed Officials — Terms of Office, Duties & Qualifications:** The end of term for each Appointed Officer shall be the same as the scheduled end of the incumbent Commissioner's current term. Exceptions are the Fall Ball Director, whose term will expire fourteen (14) days after the conclusion of the Fall Ball season, and the Treasurer, whose term will expire at the end of the fiscal year, in accordance with the incumbent Commissioner's current term.
- 3.08.1 Treasurer:** The Treasurer shall have charge of and be responsible for all funds including: 1) receiving all money due and payable or otherwise submitted to ECSA, 2) Depositing all money received on behalf of ECSA in a bank account in the name of Emerald City Softball Association, 3) Monitoring and managing online payment systems, including website-based player and team registration, 4) Payment of all Expenses; Maintain financial statements and provide Financial reports at least Quarterly; Maintain financial statements and provide financial reports at least Quarterly; Maintain checks and bank statements; assist the Commissioner in developing an annual budget; ensure that the proper and complete documentation is received before disbursing funds; serve as cosigner of ECSA checking account and the Emerald City Classic checking account; ensure all appropriate federal and state tax forms are filed on time; perform any other duties as delegated from the Commissioner or Board of Directors.
- 3.08.2 Tournament Director:** The Tournament Director shall present the proposed Entry Fees for the ECC tournament to the Board of Directors for review by January 1 each year. The Tournament Director shall

present a proposed budget to the Board of Directors for ratification no later than March 1 each year. The Tournament Director shall establish a tournament committee no later than March 1 each year. The Tournament Director and committee shall consist of at least three (3) members and shall meet regularly to accomplish all aspects of the Emerald City Classic (ECC) including:

- a. Overseeing team registration
- b. Promotion of the ECC
- c. Securing fields
- d. Establishing Umpires in Chief (UIC) and securing umpires
- e. Establishing Host Hotels
- f. Establishing and communicating tournament rules. Tournament Rules must be presented to the voting members of the Board of Directors for approval no later than March 15 each year
- g. Secure Concessions
- h. Establish and maintain an online web presence for the tournament
- i. Establish the Tournament Budget and get approval from the ECSA board no later than March 15 each year
 - a. Once approved, report budget status at ECSA Board Meetings each month from March 15 until two (2) months after completion of the ECC
 - b. Be a signer on the Emerald City Classic checking account and ensure the Commissioner & Treasurer have access to all accounts used to collect entry fees; get approval from the Commissioner of any expenditure greater than \$500
 - c. Manage all aspects of that account including retention of all expenditure receipts and revenue records
 - d. By October 15, close out the books and report final cost reports to the Board of Directors. Provide all expenditure receipts and revenue records to the Treasurer
- j. Establish tournament events, to include at minimum: 1) Registration and Meet & Greet Party on the Friday Night, 2) Host Bars or Special Events on Saturday, 3) Awards Party on Sunday Night
- k. Tournament Merchandise sales, including logo designs and setting prices
- l. Work with the Commissioner to establish the tournament format and number of guaranteed games for the tournament; Commissioner has final approval on format and number of games
- m. Assist the Commissioner or Commissioner's delegate with the tournament schedule
- n. Establish Field Directors for each field complex as a means for those playing in the tournament to easily access someone of authority for all tournament activities and issues
- o. Awards
- p. Communication to all registered teams
- q. Retaining all ECC history
- r. Establishing a protest committee and process, subject to approval by the voting members of the Board of Directors
- s. Any other tasks or requirements that may arise in hosting the tournament

3.08.3 Hall of Fame Director: The Hall of Fame Director shall be responsible for all aspects of the ECSA Hall of Fame, including:

- a. Establishing a yearly Hall of Fame budget for inducting members – submit budget to the ECSA Board of Directors for approval.
- b. Manage all aspects of the Hall of Fame inductions including establishing nomination dates and deadlines and voting timeframes and deadlines.
- c. Work with the IT Director to establish a voting process.
- d. Select a date for the Hall of Fame Dinner and coordinate the agenda and process for the induction ceremony with inductees.
- e. Ensure accurate tracking and updating of ECSA players' individual tenure in the league ("years in ECSA")
- f. Perform duties related to the ECSA Hall of Fame (HOF):
- g. Ensure the ECSA website is updated with the new inductees each year.
- h. Secure plaques for the inductions.
- i. Provide a program that includes bios of the inductees at the induction ceremony.

- j. Act as the Master of Ceremonies at the induction ceremony or designate an alternate.
- k. Identify individuals to introduce inductees at the ceremony.
- l. Be responsible for all communications to ECSA HOF members.
- m. Any other emergent requirements related to HOF inductions.
- n. Perform duties related to the NAGAAA Hall of Fame:
 - a. Work with the ECSA HOF members and the ECSA Board of Directors to identify members to be submitted for induction.
 - b. Submit identified candidates in accordance with NAGAAA policies and procedures.

3.08.4 Fall Ball Director: The Fall Ball Director shall be responsible for all aspects of the Fall Ball season, including:

- a. Establishing a Fall Ball budget and submitting for approval to the ECSA Board of Directors no later than March 1 each year.
- b. Establishing and collecting player fees, including online and offline payments.
- c. Securing softball fields & umpires.
- d. Developing, publishing, and distributing a schedule.
- e. Establishing dates for players to register, including deadlines.
- f. Forming teams (online and offline) based on established guidelines.
- g. Establish Fall Ball play rules.
- h. Coordinating all aspects of providing Fall Ball shirts.
- i. Establishing date, venue, and aspects of Fall Ball season-ending party.

3.08.5 Events Director: The Events Director shall be responsible for:

- a. Coordinate interaction between ECSA Board Members and Venue Managers/Employees for all ECSA league events including Season Kickoff Party, Awards Party, ECC Events, and Hall of Fame Dinner
- b. Work with the Commissioner in selection of venues
- c. Develop an event agenda
- d. Inform those scheduled to speak in advance
- e. Ensure all requirements for the event are in place (tables, chairs etc.)
- f. Establish Sunday Funday bar assignments
- g. Inform team managers of assignments related to their team sponsor
- h. Coordinate the venue aspect of all ECSA fundraising events
- i. Perform any other duties delegated from the Commissioner or Board of Directors

3.08.6 Director of Marketing & Communications: The Director of Marketing & Communications shall be responsible for:

- a. Report to the Board of Directors
- b. Send via email ECSA Newsletters to its membership:
 - a. On a regular basis during the ECSA league season
 - b. As required when the season is not in session.
- c. Communicate schedule changes, including game cancellations, to ECSA membership
- d. Maintain all ECSA social media accounts. Use social media as a means of communication to the ECSA membership. Use Social media for public relations to promote and support ECSA.
- e. Publish a quarterly roadmap of communications and marketing plan and present to the board
- f. Execute and manage communication efforts between ECSA and external organizations and consumers, including:
 - a. Media coverage and advertising
 - b. Content shared on ECSA website and social media accounts
 - c. Promotional materials disseminated within other community forums
 - d. Present to the voting members of the Board of Directors by Feb. 15th each year a proposed Communication/Marketing budget for approval.
- g. Responsible for all Internal board communication tools
- h. Perform any other related duties delegated from the Board

3.08.7 IT Director: The IT Director shall be responsible for:

- a. Report to the Board of Directors.
- b. Be the ECSA Webmaster.

- a. Responsible for all aspects of the website, including content, establishing new seasons, preserving history from past seasons. Keep ECSA sponsorships prominent on the website.
- b. Responsible for establishing and administering all needs for online voting, including ECSA Board Elections and ECSA Hall of Fame induction voting.
- c. Present website budget to the Board by February 15 each year.
- c. Present to the voting members of the Board of Directors by February 15 each year a proposed Database budget for approval.
- d. Establish and maintain a secure online database of pertinent league information, which may include but is not limited to:
 - a. Current season's player ratings
 - b. Player-rating master list and historical player-rating data
 - c. Current season's team representative(s)
 - d. Tournament team information
- e. Ensure secure, player-facing access to relevant data, including ratings.
- f. Work with commissioner and division commissioners to maintain parity between ECSA database and NAGAAA ratings database.
- g. Assist in development of additional online components for the league.
- h. Perform any other related duties delegated by the Board.

3.08.8 Business Development Director: The Business Development Director shall be responsible for:

- a. Report to the Board of Directors.
- b. Propose a Business Development budget to the Board by February 15 each year.
- c. Collaborate with the Commissioner and Treasurer to identify sponsorship needs and opportunities.
- d. Team with the commissioner to negotiate and finalize all sponsorships, subject to approval by the Board of Directors.
- e. Assist the Board in identifying, pursuing and securing prospective league sponsors
- f. Coordinate with NAGAAA Business Director for ECC and ECSA opportunities.
- g. Maintain contracts and relationships between ECSA and current & prospective league sponsors.
- h. Identify additional league partnership opportunities.
- i. Perform any other related duties delegated from the Board.

3.08.9 Diversity and Inclusion Director: The Diversity and Inclusion Director shall be responsible for:

- a. Report to the Board of Directors.
- b. Oversee initiatives related to the needs of minority groups within the ECSA membership.
- c. Work with the Membership Director to manage recruitment and retention of new/existing players, especially minority groups and people of color.
- d. Coordinate with the Marketing/Communications Director to ensure a consistent message of inclusion to our community at large.
- e. Work with the Director of Competition to provide oversight and help ensure non-bias in our ratings process.
- f. Assist the Business Development Director in securing/retaining sponsors that represent organizations that are owned by and/or friendly to minority groups.
- g. Facilitate on-going coaching to the Board of Directors focusing on diversity and inclusion.
- h. Collaborate with any other board members as necessary to ensure Perform any other duties delegated from the Commissioner or Board of Directors.
- i. that diversity and inclusion needs are being addressed across the ECSA.

CHAPTER 4 — FINANCIAL MANAGEMENT

4.01 Fiscal Year & Budgets: The fiscal year begins on the first day of January and ends on the last day of December of the same calendar year. The Commissioner shall prepare, in consultation with the Treasurer, and present a proposed annual operating budget by January 15 each year. The proposed budget shall be referred to the finance and audit committee which shall provide a recommendation to the Board of Directors. The budget shall be considered by and may be adopted by the Board of Directors. In the course of the fiscal year, the Board of Directors is authorized to adjust appropriations of this organization as needed. The operating budget for the fiscal year must be approved by the Board of Directors no later than March 1 each year.

4.02 Budget and Funds Allocation Review: The Board of Directors shall have a quarterly budget status update on the regular meetings agenda in order to discuss any surpluses and/or deficits and discuss management. ECSA funds will not be offered directly to teams, coaches, managers, or players unless offered to respective teams, coaches, managers and/or players equally. Unrestricted funds donated to ECSA are to be allocated at the discretion of the Commissioner.

4.03 Team Expenses: The Board of Directors is not responsible for nor expected to intervene in the matters of team finances.

CHAPTER 5 — POLICIES OF THIS ORGANIZATION

5.01 Policies: The Board of Directors of this organization may create policies and procedures not in conflict with these bylaws and/or policies created by the Board of Directors shall be in and manner provided by the governance committee. Any policy created shall contain and provide for the manner of amendments. Policies are the jurisdiction of the body authorizing them unless stated otherwise. Policies of this organization shall be organized in chapter 10 or higher of the governing documents and are subordinate to these bylaws.

CHAPTER 6 — BYLAW AMENDMENTS

6.01 Amendments: These Bylaws may be amended by no less than a two-thirds (2/3) majority vote of the Board of Directors at any regular meeting or special meeting called for that purpose. Amendments shall be submitted in writing in the form and manner provided for by the Governance Committee. Amendments shall become effective immediately upon adoption unless a different effective date is adopted concurrently with the amendment.

VOLUME III – POLICIES

CHAPTER 10 — CODE OF CONDUCT, PENALTIES & ENFORCEMENT PROCEDURES

10.01 Jurisdiction: This chapter shall be the jurisdiction of the Board of Directors and amended by the majority at any Board of Directors meeting.

SECTION 1 — CODE OF CONDUCT

10.11 As members of Emerald City Softball Association, all players and participants are expected to behave with maturity and exhibit good sportsmanship and abide by the Organization's Code of Conduct.

10.12 Players, participants, and representatives shall conduct themselves in a manner consistent with the integrity and reputation of ECSA, NAGAAA, and the Gay Softball World Series.

10.13 Players and participants will conduct themselves ethically with respect to the rules of the game and ECSA.

10.14 No player or participant may refuse to abide by an official's decision, threaten an official, or at any time push, shove, or strike an official. Team managers and coaches may be held accountable for the actions of their players and fans.

10.15 No player or participant may demonstrate objection to an official's decision by throwing any object that an official judges to be dangerous, in any manner, for any reason.

10.16 No player or participant may use unnecessarily rough tactics in the play of the game against any other player or participant. No player or participant may direct an abusive verbal attack upon any player, participant, official, or spectator. Any use of profane, flagrant, obscene or vulgar language in any manner, at any time, will be subject to disciplinary action.

10.17 No player or participant may appear to be intoxicated or participate under the influence of an intoxicating substance. No player or participant may possess or consume an alcoholic beverage on the grounds of any facility used by ECSA, without written consent from the Board of Directors.

10.18 No board member (elected or appointed), Player, Manager or Coach shall misappropriate collected funds/fees owed to ECSA.

10.19 No Player, Coach or Manager shall engage in any inappropriate behavior including profanity and blatant disrespect either in person or via written communication in dealing with ECSA Board members on ECSA related matters.

10.20 No Player, Coach or Manager shall engage in activities to negatively reflect on the Emerald City Softball Association.

10.21 The Code of Conduct is subject to amendment by no less than a two-thirds (2/3) majority vote of the Board of Directors at any time.

SECTION 2 — PENALTIES & ENFORCEMENT

- 10.21 Rulings from an Umpire-In-Charge:** The umpire-in-charge (UIC) has general authority to handle game situations in accordance with USA Softball Rules and/or any other prevailing rule. For any infraction of the Code of Conduct or any other prevailing rule, an umpire may eject a player from the game and shall report the incident to the Board of Directors. The UIC may either suspend or declare a forfeit of any game where, in the umpire's judgment, there has been a violation of the Code, making it unsafe to continue the contest. Any ejected player or participant shall automatically serve an additional one-game suspension. Under penalty of forfeit, a suspended or ejected player or participant may not be present or in the vicinity of the field for a game from which they are suspended or ejected. No ruling of the UIC is subject to appeal, except as provided under USA Softball Rules.
- 10.22 Rulings from the Board of Directors or Commissioner:** The Board of Directors may impose sanctions for any violation of the Code of Conduct, up to and including permanent expulsion. Under penalty of forfeit, a suspended player or participant may not be present or in the vicinity of the field for a game from which they are suspended. The Board of Directors has the authority and full discretion of imposing sanctions for any violation of the Code of Conduct. For any violation explicitly or not explicitly stated in this code, the penalty will be at the discretion of the Board of Directors. Any suspension of a player or participant for a period up to two weeks, when imposed by the Board of Directors or Commissioner, is not subject to appeal. The Commissioner shall have sole discretion to interpret the implementation of any sanction, except when specifically described by the Board of Directors.

SECTION 3 — PROCEDURES

- 10.31 Disciplinary Action:** The Board of Directors and the Commissioner will adhere to the following procedures with respect to disciplinary action:
- 10.31.1 Procedures for Sanctions by the Commissioner:** The Commissioner is authorized to suspend any player or participant for a period of up to two weeks for any action deemed to be a violation of the Code of Conduct. The Commissioner may delegate authority under this procedure to any member of the Board of Directors designated as "board member-in-charge" at the field of play. Sanctions under this procedure are not subject to appeal for review by the Board of Directors.
- 10.31.2 Procedures for Sanctions by the Board of Directors:**
- a. **Notification:** Any player or participant subject to disciplinary action will be first notified of possible sanctions for violation of the integrity of the league, the Code of Conduct, or any other rule. Notification may occur at the discretion of the Commissioner or by agreement of any three members of the Board of Directors and will include a description of alleged violation and a deadline for response.
 - b. **Response:** A notified player or participant shall have at least 48 hours (or possibly longer, at the discretion of the Commissioner) to provide a documented response.
 - c. **Deliberation:** The Board of Directors will consider a documented response from the notified player or participant in deliberation of any sanction for possible violation of the Code of Conduct. At the discretion of the Commissioner, deliberations may be in-person, by telephone, or by e-mail.
 - d. **Sanction:** The Board of Directors may vote to impose any sanction, up to and including permanent expulsion, by a majority vote of all voting members. Any sanction imposed under this procedure for a period of up to two weeks is final and not subject to appeal
 - e. **Request for Appeal:** Sanctions greater than two weeks may be appealed to the full Board for further review or an in-person appeal meeting, which will be granted at the discretion of the Commissioner or by agreement of a majority of the voting members of the Board of Directors.
 - f. **Appeal:** In the event an appeal meeting is granted, the sanctioned player or participant will have no less than twenty (20) minutes to make a presentation to the Board of Directors. Any subsequent change to the sanction shall require the vote of a majority-plus-one member of the Board of Directors (i.e., 5 votes of a 7-member board or 6 votes of an 8-member Board.)

CHAPTER 20 — RULES OF THE GAME

- 20.01 Jurisdiction:** This chapter shall be the jurisdiction of the Board of Directors and amended by the majority at any Board of Directors meeting.
- 20.02 Rainouts:** In the event that games are canceled for the day due to inclement weather, games are made up the following Saturday. Exceptions can be made due to field availability, scheduling complications, or additional rainouts. The Board of Directors will make every attempt to not schedule the Saturday rainout game if one or both teams affected have a designated "bye" Sunday the same weekend. The procedures for

communicating rainouts and rainout schedules are determined by the Board of Directors prior to the start of the season.

20.03 USA Softball (ASA) & NAGAAA Rules: this organization, in all its official events, shall adopt and conform to the USA softball (ASA) rules of softball for men's slow pitch, latest edition, unless explicitly stated in this chapter or elsewhere in this organization's policy documents. No exception or modification to an USA softball (ASA) rule may be approved except by the Board of Directors. All games shall be conducted in accordance with the governing manual of this organization.

SECTION 1 — EXCEPTIONS & DISQUALIFICATIONS

20.11 Exceptions: The following rules are exceptions to the USA softball rules and shall apply as rules of any ECSA event.

- a. **Players:** Any person, of any gender identity, may compete on any team.
- b. **Cleats:** No metal cleats shall be worn by any player, manager, coach, or umpire.
- c. **Base Stealing:** No base stealing will be allowed in any division.
- d. **Official Field Dimensions:** All ECSA events utilize 50' pitching rubber and 70' base path.
- e. **Starting At Bat Ball Count:** All batters will begin with a one (1) ball and one (1) strike count. One (1) courtesy foul shall be awarded after the second strike.
- f. **Pitching:** A pitched ball must be delivered with a perceptible arc and reach a height of at least six feet (6'), while not exceeding a maximum height of 12 feet (12'), from the ground.
- g. **Official Scorebook Rule:** The official scorebook will be that of the home team. The visiting team is, therefore, highly encouraged to confirm the score with the home team every half-inning. Electronic scorekeeping is deemed an acceptable scorebook format.
- h. **Home Run Limits:** The following are the divisional limits for out of the park homeruns: A-4, B-2, C-1, D-0, E-0, Masters-C Division-1, Masters-D Division-0. Once a team has reached their maximum out of the park home runs, any additional out of the park home runs will be considered an inning-ending out in all divisions. Inter-division games will follow the limitation associated with the upper division.
- i. **Game Time & Time Limit:** In all divisions, no new inning may begin after fifty-five (55) minutes. Timers for each game will be started after the first pitch of the game. In all games, the umpires assigned to officiate the game must announce that time has begun.
- j. **Forfeit Time:** Games will be forfeit after five (5) minutes after the scheduled game time, except where a team is moving from one field to another for consecutively played games, or when games are behind schedule. In these cases, the umpire will give the teams at least five minutes after they arrive in their dugout to settle and prepare a lineup.
- k. **Uniforms:** Teams are not required to have like-colored uniforms. However, an Arabic whole number (0-99) of contrasting color at least 6 inches high must be worn and visible on the back of all uniform shirts. No players on the same team may wear identical numbers (numbers 0 and 00 or 3 and 03 are examples of identical numbers). Players without numbers will not be permitted to play.
- l. **Extra Players on Offense:** Teams playing within the A/B/C Divisions are allowed up to twelve (12) players in a batting lineup and must end the game with the same number of batters in the batting lineup as at first pitch. A team with more than twelve (12) players in the lineup will be allowed providing there is no objection from the opposing team. Teams playing in the D/E Divisions are allowed an unlimited number of players in their batting lineup and, if beginning the game with more than eleven (11) players in the batting lineup, may remove any player(s) from their lineup without penalty, as long as at least eleven (11) players remain in the batting lineup.
- m. **Short-Handed Rule:** A team must have at least eight (8) players in the dugout or team area to start or continue a game. If a team starts a game with fewer than ten (10) players, then the vacant position(s) must be listed last in the batting order and an out will be assessed when the vacant position(s) in the batting order appear. If playing short-handed and a substitute arrives, they must be inserted immediately into a vacant spot.
- n. **Substitution Rule:** Starters and substitutes can re-enter once per game. They must always re-enter at the same place in the batting lineup they entered the game. Once they are removed from the game a second time, they cannot re-enter the game. If an attempt to re-enter a player is made more than once an out will be recorded if appealed by the opposing team. If a player is re-entered into the game at a different place in the lineup, an out will be recorded if appealed by the opposing team before the next batter. The

player will also be ejected from the game. The appeal on an illegal substitution must only take place once a batter completes their "at bat" and before the next batter's first pitch.

- o. Games Suspended Due to Weather:** If a game is suspended due to weather, it is resumed at the point it was suspended. The home team's book will designate at which point the game was halted. Coaches from both teams should sign each team's scorebook before leaving the field to indicate agreement on the game situation when the game was suspended.
 - p. Lineup Cards:** Lineup sheets should only include players present at the softball complex wearing a team jersey at the start of the game. All present players need to be listed in the batting line up or as a substitute. Regular roster players can be added to the lineup sheet if they arrive after the game has started. Teams with players present at the softball complex but not present in the dugout at the beginning of the game need to notify the opposing team for the player to be counted as present.
 - q. Foul tip rule:** Per USA/ASA rules, a **foul tip** is a batted ball that goes sharply and directly from the bat to the catcher's hand(s) or glove/mitt and is legally caught by the catcher. A **foul tip** is not considered a foul ball, it is considered a strike. If it is the third strike, the batter will be called out. If the catcher catches a foul with perceptible arc or has to move their mitt, that is a caught **foul ball** and the batter is out. The ruling of the UIC whether it is a **foul tip** or **foul ball** is at their discretion and is final.
- 20.12 Bat Rules:** ECSA follows NAGAAA and USA Softball (ASA) guidance and jurisdiction regarding approved bat rules.
- 20.13 Acts of Disqualification:** the following is a list of acts any one of which may be justification for the ejection, suspension or termination of any individual, team, team member, or member:
- a.** Unsportsmanlike conduct.
 - b.** Abusive behavior toward an umpire, official, or participant of the current event immediately preceding, during, or after a game. Any expense that is incurred to ensure the safety of the participants will be paid by the offending person(s).
 - c.** Commission of fraud such as playing under an assumed name, falsifying an affidavit or roster, or giving false information to ECSA event officials.
 - d.** Player/Team accepting a cash prize in a softball/baseball tournament.
 - e.** Receiving money or financial benefits and consideration of participating in softball or baseball competition.
 - f.** Participating while knowing they do not meet the eligibility requirements of the Open Division.
 - g.** Knowingly competing with players that are disqualified from open division play.
 - h.** Accepting money directly or indirectly by capitalizing on athletic ability, Athletic performance, or fame in softball or baseball, such as allowing use of the players name to advertise, recommend, or promote the sale of softball or baseball sporting goods or by accepting compensation for using such goods.
 - i.** Using any bat not approved by this organization or using an improved bat in violation of rules established by this organization.
- 20.11 Non-Registered Players:** Any person entering a game as a player not registered following the established process for registration before entering any games as an active player. The Commissioner, Director of Competition, Divisional Assistant Director of Competitions, or Divisional Assistant Commissioners shall, upon confirmation that a player entered a game as an active player without that player having completed the official ECSA registration process, eject that player from that game and disqualify that player for the remainder of the day. The team which rosters a player rejected and disqualified under this rule, shall be recorded a forfeit loss in any game in which that player participated. An active player means a player who participated in the game in an offensive or defensive role including as a courtesy runner. A player listed as a substitute on a line-up card but two does not enter the game is not governed by this rule.
- 20.12 Ejections from Game:** During play, any time a player, coach, or manager strikes another player, coach, or manager, said individual shall be ejected from the game and shall not be allowed to sit on the team's bench.
- a.** If a player is ejected from the game, the ejecting umpire will record the player's name, team name, and the reason for the ejection. They must provide this information to an ECSA official immediately who must ensure the Director of Competition obtains this information who shall rule on the length of ineligibility arising from the ejection.
- 20.13 Ejections at Any Time:** Any individual ejected from a game or any individual who engages in conduct defined as an act of disqualification during the time of a tournament inclusive of tournament related events, and is

identified and recommended for disqualification by a member of the Board of Directors, the umpire-in-charge, or assistant umpire(s)-in-charge shall be subject to a disciplinary hearing.

- a. If the ejection or recommendation for disqualification occurs before the time that purchase committees are available at the field complex(es), then the Director of Competition shall convene a panel of three (3) directors, exclusive of the Commissioner, to hear the case and make a ruling subject to (c.)
- b. If the ejection or recommendation for disqualification occurs while a protest committee is available to convene, this committee shall convene, hear the case, and make a recommendation to the director competition, subject to (c.)
- c. Any recommendations for sanctions under this section shall be limited only to the tournament, inclusive of alternate related events, and may include any sanction up to complete disqualification from that tournament.

SECTION 2 — STANDINGS

20.21 Overall Standings: Prior to each season the ECSA Board will establish the format for determining standings in each Division.

20.22 First Place Tie | Two-way Tie: For determining a winner when exactly two teams tie for first place:

20.22.1 Head-to-Head Record: The team with the better head-to-head record will be declared the first-place team.

20.22.2 One-Game Playoff: If head-to-head record does not yield a winner and both teams are being awarded an automatic World Series Berth they will be declared co-champions and there will be no playoff game. If head-to-head does not yield a winner and there is only one World Series Berth being awarded the two teams will play a single playoff game with no time limit and home team determined by coin flip. This playoff game must occur prior to the day of the Berth tournament.

20.23 First Place Tie | Three or more way Tie: For determining a division winner and/or second automatic World Series Berth winner when more than two teams tied for first place:

20.23.1 Head-to-Head Record: Head-to-head record of the tied teams if all teams played each other an equal number of times. This would be determined by compiling the win loss records of the games that the tied teams played against each other. If the compiling of head to head records results in a two-way tie the teams not involved in the two-way tie would be eliminated and two-way tie rule would apply for the two teams that remain. If teams did not play each other an equal number of times but the tied teams all played each other at least once – any team that went undefeated against the other tied teams would win the tiebreaker.

20.23.2 Playoff Games: If using the process for head-to-head record for a three or more way tie does not yield a winner, there will be a playoff to determine a division champion. Seeding and pairings in the playoff will be determined by drawing team names from a hat. This playoff game must occur prior to the day of the Berth tournament.

20.24 Ties for Second Place and Below: If there is more than one automatic World Series Berth being awarded in a division and there is a tie that has to be broken to determine who is awarded the additional Berth, the first-place tie breaker rules will be used to determine who is awarded the Berth. If there is no playoff game required to determine who is awarded the additional World Series Berth, all ties that exist at the end of the regular season will stand for the purpose of end-of-season standings and trophies. (e.g. teams may share second place as well as placements below. If two teams share second place, the team with the next best record would be awarded fourth place).

20.25 During the Season Division Tiebreakers: Should the Season Schedule format include a splitting of a Division during the season the following will be the tiebreaker criteria: 1) Overall record, 2) Head-to-head record, which only applies if teams played each other an equal number of games (if teams did not play an equal number of games, any team that was undefeated against the teams that are tied will win the tie as long as all the tied teams played each other at least once), 3) Average point differential in all head to head games between teams involved in the tie, 4) Coin flip.

20.26 Automatic Berth Tournament Tiebreakers: If a tie exists for a World Series automatic Berth, the first-place tiebreaker rules (above) will be used to determine.

SECTION 3 — WORLD SERIES QUALIFICATIONS

20.31 Overall Standings: Prior to each season the ECSA Board will establish the format for determining standings in each Division.

20.32 Worlds Series Automatic Berth:

20.32.1 Awarding of Automatic Berth: Prior to the Season the ECSA Board will establish how many automatic World Series Berths per Division will be awarded and the criteria to earn an automatic World Series Berth. All scheduled regular season games must be completed at least one day in advance of the World Series Berth tournament.

20.32.2 Acceptance of World Series Berth: A team earning the automatic Berth must accept the Berth within a deadline established by the Commissioner. A team accepting an automatic Berth accepts the responsibilities of World Series teams.

20.32.3 Automatic Berth: If the automatic Berth tournament winners do not meet NAGAAA eligibility rules, and cannot otherwise do so through the use of pick-up players under NAGAAA and ECSA Open Division rules, then the automatic Berth shall be awarded to the second-place team. If the second-place team does not accept the automatic Berth, the automatic Berth will be awarded to the third-place team. If the third-place team does not accept the automatic Berth, the World Series Berth tournament will decide the Berths for that division.

20.33 Additional World Series Berths: Process and eligibility for additional World Series Berths is as follows:

20.33.1 Awarding Additional Berths: The Board of Directors will determine the allocation of any additional World Series Berths on a yearly basis. In the case of a Berth tournament, there will be no entry fee, but the Commissioner may require a nominal refundable deposit.

20.33.2 Eligibility: Teams entering the World Series Berth tournament must do so under the condition that they are able to field a team to travel to the World Series. Teams that earn a Berth from competing in the Berth tournament that are unable to field a team for the World Series will be assessed a team fine as determined by the Board of Directors, and listed in the Master Dues, Fines, and Fees Schedule. The team must pay the fine prior to the start of the following season to be eligible to play. Any team that forfeits a regular season game will have to pay a fee to play in the Berth tournament, as determined by the Board of Directors and listed in the Master Dues, Fines and Fees Schedule. Said teams have the right to appeal the payment of the fee and such appeals would require no less than a two-thirds (2/3) majority vote of the Board of Directors to be approved.

20.34 Berth Tournament Seeding: The voting members of the Board of Directors will establish seeding for the Berth tournament before the beginning of each season.

20.35 Berth Tournament Eligibility: Eligibility for the Berth tournament for teams and players is as follow:

20.35.1 Team Eligibility: A team is eligible for the Berth tournament only if the team would be able to form an eligible World Series team; if so, the team may play in the Berth tournament with any and all available regular-season roster players.

20.35.2 Player Eligibility: A player is eligible for the Berth tournament only if the player participated in a minimum of fifty percent (50%) of their team's regular season games. The only instance in which a player would be eligible to play with their team if they participated in less than fifty percent (50%) of their team's regular season games is if they moved to another team during the season due to a ratings increase that resulted in their movement to a higher division or they were added to their team's roster due to the hardship rule.

20.36 Gay Softball World Series Eligibility:

20.36.1 Team Eligibility: A team is eligible for the Gay Softball World Series provided it meets all eligibility requirements established by NAGAAA, plus any additional requirements established by ECSA. No team playing in the Gay Softball World Series will be allowed to have more than three (3) non-LGBTQ players on their World Series rosters. Additionally, all non-LGBT players must be designated as such on their team's World Series roster.

20.36.2 Player Eligibility: A player is eligible for the World Series only if the player participated in a minimum of fifty percent (50%) of his/her team's regular season games.

20.36.3 Masters Division Eligibility: To play on a Masters Division team at the Gay Softball World Series you must turn 50 years old on or before December 31, be on a NAGAAA member cities team roster, be present to play in at least 5 games of their team's games that season and be rated correctly for the Masters Division in which you play. Masters—C Division: must be rated no higher than a 16; Masters—D Division: must be rated no higher than a 12.

20.37 Responsibilities of World Series Teams:

- 20.37.1 Code of Conduct in Force:** Any ECSA Open Division player or team participating in the NAGAAA World Series, including any event or activity coordinated by NAGAAA or the host committee, does so as a representative of the league. As such, all ECSA Open Division players, participants, and representatives are subject to the Code of Conduct for the entire period of the World Series.
- 20.37.2 Tournament Fees:** NAGAAA requires that each member league pay a per-team tournament entry fee. This fee will be paid from ECSA Open Division funds.
- 20.37.3 NAGAAA GSWS Hotel Deposits:** All ECSA teams qualifying for the GSWS are required to pay the NAGAAA Hotel Deposit to ECSA by August 1. Paying this deposit is a requirement to participate in the GSWS. This deposit will be reimbursed to the teams once the requirements for the refund have been met and ECSA receives the refund from NAGAAA.
- 20.37.4 Other Fees and/or Deposits:** All other fees are the responsibility of each participating team.
- 20.37.5 Fines from Ratings Protest:** Any team participating in the World Series, including the manager, coach, and/or any successfully protested player accepts responsibility for reimbursing ECSA for any applicable fines or fees resulting from a player/team ratings protest.
- 20.37.6 Reimbursement of Fees/Fines:** Reimbursement of fees/fines to ECSA may be a condition for continued participation in the league for any manager, coach, player or team deemed responsible by the Board of Directors.

SECTION 4 — MISCELLANEOUS RULES

- 20.41 Insurance:** The Organization maintains insurance for each player, applicable to league play and participation in the NAGAAA Gay Softball World Series. Any team participating in a tournament is encouraged to discuss coverage with tournament organizers.

CHAPTER 25 — PLAYER RATINGS & ELIGIBILITY

- 25.01 Jurisdiction:** The chapter shall be under the advisory of the Ratings Council and jurisdiction of the Board of Directors and amended by majority at any Board meeting.
- 25.02 Description & Purpose:** The North American Gay Amateur Athletic Alliance (NAGAAA) maintains a player rating system to ensure competitive and evenly matched play across its divisions. The Emerald City Softball Association uses the NAGAAA player rating system for its players. The skill level of each player is continually monitored and from time to time a player's rating may increase or decrease. Input from players, coaches, and managers are all valuable for ensuring up-to-date ratings. However, ultimate responsibility for ratings rests with the Ratings Council. The Director of Competition is responsible for making ratings recommendations and maintaining all processes related to ratings. The Commissioner has final independent authority in setting all ratings.
- 25.03 Official NAGAAA Ratings:** The Organization is required to annually submit official ratings to NAGAAA for all players. Ratings submitted to NAGAAA are generally recognized as players' official rating for the following season. The deadline for submission to NAGAAA is July 15.
- 25.04 Access to Ratings:** Players may obtain rating information upon request to the Director of Competition, an Assistant Director of Competition, or the Commissioner. ECSA player ratings can be accessed through the ECSA website. To obtain ratings information for players outside ECSA, members can send a request to the Director of Competition, an Assistant Director of Competition, or the Commissioner.
- 25.05 Divisions:** ECSA play will generally be conducted in Divisions according to the NAGAAA Players Ratings Division Rules, which are designated as A, B, C, D, E, C-Division Masters, and D-Division Masters. Exceptions may be made by the Board of Directors in order to foster competition.

SECTION 1 — DIVISIONS OF PLAY & PLAYER RATINGS

- 25.11 Individual Player Ratings:** Each team shall rate every player using the Player Rating Guidelines and report these ratings on a regular season roster in the form and manner as determined by the Board of Directors. The team's manager shall bear all responsibility for the accuracy of all data attributed and attached to their teams' players.
- 25.12 Player Ratings Assignment:** All players will be assigned a player rating based on the NAGAAA Player Rating Process, consisting of 28 questions described in the NAGAAA Governing Manual.
- 25.12.1 Players Returning From Previous Season:** Each ECSA player will start the next season with their rating from the previous season.

- 25.12.2 NAGAAA Players new to ECSA:** NAGAAA maintains a ratings database for player from its member associations. The rating for a player new to ECSA who previously played in another NAGAAA member association will start the season with their NAGAAA rating from their previous association. Players and team managers/coaches have a responsibility to declare players with non-ECSA NAGAAA experience. Failure to declare the status of a new ECSA player who previously played in another NAGAAA member city league may be grounds for sanctioning the player and/or manager/coach as a violation of the Code of Conduct.
- 25.12.3 New Non-NAGAAA Players to ECSA:** Team managers/coaches must assign an initial player rating for all new players based on the NAGAAA rating system. The Ratings Council will establish a process for submitting player ratings, approved by the Board of Directors, prior to the season.
- 25.12.4 Former ECSA/NAGAAA Players Exceeding 1-year of absence:** Any former NAGAAA or ECSA returning player that has not played in the past season will need to be re-rated according to the most current NAGAAA ratings questions. Prior ratings, if available, can be used as a reference for rerating the player.
- 25.13 Team Ratings:** A team rating is defined as the sum of the highest ten (10) individual player ratings roster on that team.
- 25.14 Divisional Guidelines:** Teams may compete in the following divisions based on their player and team Ratings.
- 25.15 Amendments Affecting Divisional Guidelines:** Prior to adoption of any amendment to alter at the divisional guidelines, the director of competition shall report to the Board of Directors the number of players that will be displaced by the proposed change in the number of member associations that shall be impacted by the proposed change. No amendment is in order until such a report is received.

SECTION 2 — RATINGS CHANGES DURING SEASON

- 25.21 Authorized Review:** The Ratings Council has the responsibility to continually review players' ratings throughout the season and to investigate any ratings concerns submitted to them. Any rating changes from such an investigation must be approved by the Director of Competition, the appropriate Assistant Director of Competition, Commissioner, and the appropriate Assistant Commissioners. The Board has discretion but does not typically lower a player rating on its own. If a rating change causes a player to move from one division to another, all appropriate Assistant Commissioners and Directors of Competition will participate in the decision. The ECSA Commissioner has veto power on all rating changes.
- 25.21.1 Post-Regular Season Ratings Review:** The Ratings Council will review player ratings at the twice after the end of the regular season:
- a. **End of Season Ratings Review:** End-of-Season Ratings Review: At the end of the ECSA season and prior to submitting ratings for all of the ECSA players to NAGAAA, the Director of Competition will conduct a ratings review with the ECSA Commissioner, Assistant Directors of Competition and the Assistant Commissioners to determine if there should be any ratings increases and to consider any remaining requests for ratings reductions. This review will be conducted prior to the Berth tournament. Resulting ratings changes will go into effect on July 15.
 - b. **Post-World Series Ratings Review:** By October 15 the Director of Competition will conduct a final ratings review with the ECSA Commissioner, Assistant Directors of Competition and the Assistant Commissioners. Resulting ratings changes will go into effect immediately.
- 25.22 Coaches & Managers:** Team Managers and Coaches have the responsibility to adjust players' ratings during the season. Increases in ratings should be emailed to the Director of Competition for the A/B Division, C Division Assistant Director of Competition for the C Division, and D/E Division Assistant Director of Competition for the D and E Division including the specific questions that are being added.
- 25.23 Protests:** See "Chapter 30 — Protest Procedures".
- 25.24 Player Changing Division During Season:** Any Player impacted by a ratings change during the season that results in their movement to a higher division will be eligible to play on any team in the higher division without regard to the Season Change Date. The player must comply with Section 4 of this chapter.
- 25.25 A Player Changing Teams Due to Team Exceeding Division Limits:** Any Player being removed from a team as a result of their team exceeding the Team Rating limit for their division will be eligible to play on another team without regard to the Season Change Date. The player must comply with Section 4 of this chapter.

SECTION 3 — RATINGS APPEAL PROCESS

25.31 Request for Rating Reductions: Generally, requests to reduce a player's rating can be submitted to the Director of Competition or an Assistant Director of Competition for the following reasons:

- a. The player suffered a skill-altering injury and shows a significant reduction in their skills related to a specific question.
- b. The player is new to ECSA/NAGAAA and may not have been accurately rated initially.
- c. The player has taken at least one year off and, and due to a change in their physical condition, shows a significant reduction in their skills related to a specific question.
- d. A rating reduction request for any other reason can be considered subject to the Board's discretion. Upon receiving a request for a ratings reduction, the Director of Competition or an Assistant Director of Competition shall promptly review the appeal with the Commissioner, Director of Competition, and Assistant Director(s) of Competition as provided in the Voting Matrix. The Board may monitor the player during games throughout the course of the season in order to evaluate the request. Unless a decision has been made sooner, the Director of Competition or an Assistant Director of Competition will notify the player, coach, and manager whether or not the request is granted following the End of Season Ratings Review.

25.32 Rating Increase by the Board: A player subject to a rating increase by the Board will be notified by the Director of Competition or an Assistant Director of Competition. The coach and manager of the player's current team will also be notified.

- a. The Director of Competition or an Assistant Director of Competition shall provide at least 7 days for the player, coach, and/or manager to appeal the proposed ratings increase. The player, coach, and/or manager may submit a written appeal to the Director of Competition and Assistant Director of Competition why the proposed increase should not be made and include statistical and other written evidence in support of the appeal.
- b. Upon receiving an appeal of a proposed ratings increase, the Director of Competition or an Assistant Director of Competition will promptly review the appeal with the Commissioner, Director of Competition, and Assistant Director(s) of Competition as provided in the Voting Matrix. Upon review, the Director of Competition or an Assistant Director of Competition will promptly notify the player, coach, and manager whether or not the appeal is granted, and the ratings increase is denied.

25.33 An Appeal is Not A Protest: This section does not apply to any rating increase initiated under Chapter 30 — Protests Procedures.

SECTION 4 — ROSTERS & PLAYER ELIGIBILITY

25.41 Start of Season Fees, Deadlines, and Penalties: Prior to the start of the season, each team and their players must complete the following requirements to be eligible:

1. Each team must pay a Team Fee
2. Each player has to be accepted to a team on the ECSA website
3. Each player must pay a Player Fee
4. Each player must accept a liability release on the ECSA Website
5. Each player must have submitted their birth date
6. Each player must have a player rating using the NAGAAA Rating guidelines submitted through the process proscribed by the Ratings Council and Board of Directors.

NOTE: No player is officially added to a team roster until all of these administrative requirements are complete. Fee amounts for Players fees and deadlines for other administrative requirements will be communicated in advance of the season.

25.41.1 Team Fee: Payments after the due date are subject to a fine as listed in the Master Dues, Fines, and Fees Schedule. No teams will be accepted after the final payment deadline. The Team Fee ensures a team will be provided a slot in the regular-season schedule.

25.41.2 Birth Dates: Each player on an ECSA Roster must have their correct birth date (day/month/year) entered into their profile on the ECSA Website. Any team that has a player without a correct birth date on their profile by the mid-season change date will be fined per player, as listed in the Master Dues, Fines, and Fees Schedule. Fines need to be paid before the player can continue to play. Playing in a league game without paying the fine will result in their team forfeiting that game.

- 25.41.3 Player Additions:** Players may be added to the roster after the roster deadline by following the Player Add/Change Process.
- 25.41.4 Returned Checks:** Any returned check will be considered non-payment and is therefore subject to late fees described above. Payment must then be handled by PayPal for the original amount, plus applicable PayPal and/or returned check fees.
- 25.41.5 Penalty:** Under penalty of forfeit, no player or team may participate in an ECSA Open Division game when subject to an unpaid fee or fine or an invalid roster.
- 25.41.6 Player Fee Deadline & Appeals:** Player fees must be paid for prior to Noon (12:00pm) PST/PDT on Friday to play on any Saturday or Sunday. Appeals can be made to the Commissioner, Director of Competition and respective Assistant Commissioner(s) for a majority approval to make an exception to the deadline.
- 25.42 Roster Changes — Adding a New Player:** In the course of a season, a team may choose to add a player to its roster subject to all other rules and criteria. This procedure applies for a player who is not yet a member of any other ECSA Open Division team in the current season. To add such a player, a team must meet the following requirements.
- a. **Notification:** The added player must be invited and accepted to an ECSA team roster on the ECSA website, include a correct birthdate and accept the liability waiver on their website profile. Also, the player must have paid their player fee. The coach or manager must have submitted an accurate player rating for the player via a process established by the ECSA Board.
 - b. **Deadlines and Appeals:** All of the actions above must be accomplished prior to noon on Friday for a player to be eligible to play for the upcoming Saturday or Sunday. Appeals can be made to the Commissioner, DOC and Respective Assistant Commissioner for a majority approval to make an exception to the deadline.
- 25.43 Roster Changes — Player Changing Team:** A player may choose to switch from one team to another during the course of the season. Both the manager and the player have required roles in making the change:
- a. **Notification:** By phone or email, the player changing teams must notify the Director of Competition for the A/B Division, C Division Assistant Director of Competition for the C Division and D/E Division Assistant Director of Competition for the D and E Divisions of their intent.
 - b. **Player Add/Change:** The new team manager must notify the B Division Director of Competition, C Division Assistant Director of Competition and the D/E Division Assistant Director of Competition by email of the player addition and request to have the new player added to the roster.
 - c. **Deadlines:** All of the actions above must be accomplished prior to noon on Friday for a player to be eligible to play that weekend.
 - d. **Confirmation:** Upon receiving the notification for the added player from new team manager/coach, the Director of Competition for the A/B Division, C Division Assistant Director of Competition for the C Division, and D/E Division Assistant Director of Competition for the D and E Divisions will notify the former coach/manager of the change and move the player to the new team's roster on the ECSA Website.
- 25.44 Roster Changes — Removing Player from Roster:** Notification from the team's coach/manager must be received by the Directors of Competition to have a player removed from its roster.
- 25.45 Season Change Date: Deadline to Change Teams or Add Players:** Emerald City Softball Association observes a Season Change Date (SCD) to coincide with a NAGAAA World Series eligibility rule requiring player availability for at least fifty percent (50%) of the team's regular season games. The SCD for each division will be the date the first team in the division reaches fifty percent (50%) of its regular season games. The SCD for each division may change due to bye weeks and rainouts. The Board will establish and communicate the division SCDs before the start of the season. The Board of Directors will communicate and provide updates to the SCDs if necessary. Teams are allowed to add players to rosters until the SCD. Teams are not allowed to add players to rosters after the SCD, except for 1) Hardship and 2) a player changing divisions as a result of a rating increase.
- 25.46 Hardship Rule:** Test If a team's roster of available players drops below eleven (11) players due to injury or any other hardship reason deemed valid by the Commissioner, the team may add player(s) without regard to the Season Change Date, subject to approval by the Commissioner. In order for a team to apply for a hardship roster addition they must remove all players from their roster, so they have no more than ten (10) players. None of the previous players on their roster that were removed for that season are eligible to return

to the team for the remainder of that season. Players added to a team appealing under this rule may add a player who has been a member of a roster on any other ECSA Open Division team in the current season. Adding players to a roster under the hardship rule will cannot result in the team having more than eleven (11) players on their roster. Any other special hardship circumstance can be petitioned and would require no less than a two-thirds (2/3) majority vote of the Board of Directors to be approved.

25.47 Umpiring: A rostered player cannot umpire a regular season game within the same division they currently play, coach, or manage.

25.48 Eligibility: Any person 18 years of age and above is eligible to participate in ECSA as a coach, manager or player.

CHAPTER 30 — NAGAAA RATINGS GUIDELINES, RATINGS COUNCIL & RATINGS CHANGE PROCEDURES

30.01 Jurisdiction & Advisory: This chapter shall be the jurisdiction of the Ratings Council and amended at any Board meeting. Ratings Advisory may come from NAGAAA at any time with changes or guidance on how to implement or interpret the NAGAAA Player Ratings. Any amendment to this chapter requires no less than a two-thirds (2/3) majority vote of the Board of Directors for adoption.

SECTION 1 — NAGAAA RATINGS GUIDELINES

30.11 Resource: All NAGAAA Ratings Guidelines and Guidance can be found on the NAGAAA website (<https://www.nagaasoftball.org/>) in the NAGAAA Governing Manual.

SECTION 2 — RATINGS COUNCIL

30.21 Ratings Council Composition & Purpose: The Ratings Council is composed of the ratings-technical board members: Commissioner, Director of Competition, A/B Division Assistant Commissioner, C Division Assistant Commissioner, D Division Assistant Commissioner, E Division Assistant Commissioner, C Division Assistant Director of Competition, and the D/E Division Assistant Director of Competition. The purpose of the Ratings Council is to educate membership and enforce the NAGAAA Player Ratings and Guidelines.

SECTION 3 — RATINGS CHANGE VOTING PROCEDURES

30.31 Ratings Change Voting Guidelines: All members of the ratings council vote, except recusals provided below.

30.32 Recusal: A board member must recuse themselves from voting in the event that:

- a. The Council member is currently on the same team roster as the player whose rating is being reviewed.
- b. The Council member is currently a coach, manager, and/or staff member of the same team as the player whose rating is being reviewed.

30.33 Council Actions Following Recusal: In the event of a board member recusing themselves from voting, that board member will not vote and will not be replaced.

SECTION 4 — RATINGS CHANGE REVIEW PROCESS

30.41 Request to Change Ratings Where the Player is in E Division: The following steps will be taken as part of the process of a request to change one's ratings:

1. Request is received by any of the Ratings Council members and forwarded to the D/E Division Assistant Director of Competition to be reviewed and processed.
2. The D/E Division Assistant Director of Competition reviews the request. If request does not meet justification requirements, it is returned to requestor explaining their decision to reject the request.
3. If request meets justification requirements, the D/E Division Assistant Director of Competition forwards requests and justifications to the entire Ratings Council for review and discussion.
4. The D/E Assistant Director of Competition adds the player name and ratings being reviewed to the Player Ratings Appeal Matrix, shared by the Ratings Council.
5. Those members of the Ratings Council eligible to vote based on the Voting Matrix will vote using the Player Ratings Appeal Matrix.
6. Commissioner reviews the decision and gives final approval(s) or breaks any tie(s)
7. The D/E Assistant Director of Competition notifies the requester of the final decision and enters approved changes into the ECSA Ratings Database and the NAGAAA Ratings Database.

30.42 Request to Change Ratings Where the Player is in D Division: The following steps will be taken as part of the process of a request to change one's ratings:

8. Request is received by any of the Ratings Council members and forwarded to the D/E Division Assistant Director of Competition to be reviewed and processed.

9. The D/E Division Assistant Director of Competition reviews the request. If request does not meet justification requirements, it is returned to requestor explaining their decision to reject the request.
10. If request meets justification requirements, the D/E Division Assistant Director of Competition forwards requests and justifications to entire Ratings Council for review and discussion.
11. The D/E Assistant Director of Competition adds the player name and ratings being reviewed to the Player Ratings Appeal Matrix, shared by the Ratings Council.
12. Those members of the Ratings Council eligible to vote based on the Voting Matrix will vote using the Player Ratings Appeal Matrix.
13. Commissioner reviews the decision and gives final approval(s) or breaks any tie(s)
14. The D/E Assistant Director of Competition notifies the requestor of the final decision and enters approved changes into the ECSA Ratings Database and the NAGAAA Ratings Database

30.43 Request to Change Ratings Where the Player is in C Division: The following steps will be taken as part of the process of a request to change one's ratings:

1. Request is received by any of the Ratings Council members and forwarded to the C Division Assistant Director of Competition to be reviewed and processed.
2. The C Assistant Director of Competition reviews the request. If request does not meet justification requirements, it is returned to requestor explaining their decision to reject the request.
3. If request meets justification requirements, the C Asst. DOC forwards requests and justification to the entire Ratings Council for review and discussion.
4. The C Assistant Director of Competition adds the player name and ratings being reviewed to the Player Ratings Appeal Matrix, shared by the Ratings Council.
5. Those members of the Ratings Council eligible to vote based on the Voting Matrix will vote using the Player Ratings Appeal Matrix.
6. Commissioner reviews the decision and gives final approval(s) or breaks any tie(s)
7. The C Assistant Director of Competition notifies the requestor of the final decision and enters approved changes into the ECSA Ratings Database and the NAGAAA Ratings Database.

30.44 Request to Change Ratings Where the Player is in A/B Division: The following steps will be taken as part of the process of a request to change one's ratings:

1. Request is received by any of the Ratings Council members and forwarded to the C Director of Competition to be reviewed and processed.
2. Director of Competition reviews the request. If request does not meet justification requirements, it is returned to requestor explaining their decision to reject the request.
3. If request meets justification requirements, the Director of Competition forwards requests and justification to the entire Ratings Council for review and discussion.
4. The Director of Competition adds the player name and ratings being reviewed to the Player Ratings Appeal Matrix, shared by the Ratings Council.
5. Those members of the Ratings Council eligible to vote based on the Voting Matrix will vote using the Player Ratings Appeal Matrix.
6. Commissioner reviews the decision and gives final approval(s) or breaks any tie(s)
7. The Director of Competition notifies the requestor of the final decision and enters approved changes into the ECSA Ratings Database and the NAGAAA Ratings Database.

CHAPTER 35 — PROTEST PROCEDURES

35.01 Jurisdiction: The chapter shall be the under the jurisdiction of the Board of Directors and amended by majority at any Board meeting.

35.02 Protest Committee Composition: A Protest committee will consist of the following: 1) ECSA Commissioner (who has veto power on all Protest Committee decisions), 2) One of the divisional Assistant Commissioners or One of the divisional Assistant Directors of Competition that is not affiliated with or playing in the division of the protest (substitutions would be Secretary, Membership Director, or Treasurer), 3) Director of Competition.

35.03 Policy Purpose: The ECSA Protest process has been created to ensure that all persons are competing at their appropriate level of play. All coaches/managers/team representatives have the right to file a protest for any players in their respective divisions.

SECTION 1 — PROTEST RULES

35.11 Protest Rules: There are three main types of protest identified by ECSA. The procedures to initiate a protest are as follows:

35.11.1 Ineligible Player Protest: An ECSA Player may be protested for player ineligibility at any time based on the following:

1. The player has not signed their ECSA, USA Softball (ASA), and NAGAAA team rosters or their player rating is not listed on the NAGAAA team roster.
2. The ECSA Player fee has not been paid.

Notification of such a protest shall be made to the Director of Competition via email or in person. There is no protest fee for an ineligible player protest and the ECSA Protest Committee can decide to have each game forfeited that an ineligible player participated in.

35.11.2 ECSA or USA Softball Rules Misinterpretation:

1. All protests based upon the misinterpretation of a playing rule will follow USA Softball guidelines.
2. The USA Softball guidelines state that a rules interpretation protest must be filed with the plate umpire at the time of incident and prior to the next pitch. Coaches should at all times have a copy of the ECSA play rules and an USA Softball rules book in their possession – the best way to resolve a rules interpretation is to present the rule as written from the USA Softball rule book. If there is still a misinterpretation of the rule after using this method, a coach or manager may request a Board of Directors member to make a decision on the rules interpretation protest. The game will be stopped at the point of the protest and will not continue until a ruling on the protest has been made. The ECSA Board of Directors members should be contacted in the following order for resolving Rules Misinterpretation protests.
 1. Commissioner
 2. Director & Assistant Directors of Competition
 3. Assistant Commissioner(s) for Divisions A and B
 4. Assistant Commissioner(s) for Divisions C, D and E
 5. Secretary
3. If for some reason an ECSA Board of Directors Member is not available, a team Manager or Coach should make a note of the game situation at the time of the protest. Both Manager or Coach should sign the other teams scorebook to indicate agreement on the game situation at the time of the protest; and the game will be allowed to proceed.
4. After the game has been completed, an ECSA Board of Directors member will make a decision on the protest. If the protest is approved, the game will be rescheduled and replayed from the point where the protest was filed.

35.11.3 NAGAAA Ratings Challenge:

1. **Protest during a Game:** If a protest should come about during a game, the Manager or Coach can file a player rating protest against a player of the opposing team. The protest must be filed prior to the end of the game.
 - a. To file the protest, the Manager or Coach must present a properly filled out protest form to the plate umpire. Immediately following the protested game, the Manager or Coach of the team filing the protest will seek out a Board of Directors member to inform them of the protest and submit to them their protest fees. The Board of Directors member contacted will retrieve the protest form from the applicable plate umpire and confirm with them that the protest was filed prior to the end of the game. The contacted Board of Directors member will notify the Manager or Coach of the team and/or player being protested that a NAGAAA rating protest has been filed against them. The protest form and fees will be delivered to the Commissioner and the Director of Competition. The Assistant Directors of Competitions and the Assistant Commissioners shall be notified of the protest too.

NOTE: Protest Fee: \$100 for one question plus \$20 per additional question. If the protest is upheld, the money for the filing fee and the fee for each question upheld will be refunded. Failure to comply with this procedure will result in an invalid protest. Within seven (7) days of that notification point, an ECSA Protest Committee meeting will be scheduled and the following individuals will be invited to a meeting with the ECSA Protest Committee:

- The Manager and/or the Coach that initiated the protest

- The Manager and/or of the player that is being protested
- The player that is being protested

b. Effects of ECSA Protest Committee rulings will be: Within seven (7) calendar days after a protest decision has been made, the ECSA Commissioner or his/her designee will respond via email, post, or verbally to all parties involved in the protest procedure. If a protest is made and upheld on the basis of a NAGAAA player or team rating but that protest ruling does not make the player or team ineligible for the division in which they are currently playing, then the protest may be upheld but no forfeit is assessed against the team. If, however, rating changes are upheld that make a player or team ineligible for the division in which they are currently playing, then the protest is upheld and a forfeit will be assessed. If a protest is upheld and it results in no player being forced into a higher division but it causes the team to exceed their Division Team Rating limit the team will have to drop players from their roster to get their team rating within the Division limits to continue to play in that Division. If a team does not want to remove anyone from their roster they can petition the ECSA Board of Directors to be allowed to play in the higher division. The ECSA Board of Directors will consider such petitions but schedule constraints may not make it possible. If a NAGAAA player rating change is made and upheld and the result forces an individual player into a higher division or the result forces a player to be dropped from a team's roster because of the Division Team ratings limit, then exceptions can be made to the players eligibility and they can be added to another team even if the move is beyond the season change date (SCD). If a NAGAAA player rating protest is denied, there is no appeal process and the decision of the ECSA Protest Committee is final.

2. Protest Outside of a Game: Outside of game protest will only be allowed up to the Season Change Date. The Season Change date is established at the beginning of each season for each division.

a. Only Coaches or Managers within each Division can file an outside of game players rating protest for players within their same Division. The Manager or Coach must present the Director of Competition for the A/B Divisions, C Assistant Director of Competition for the C Division and D/E Division Assistant Director of Competition for the D and E Divisions with a completed player ratings protest form either via email, direct mail or in person and the protest will not considered valid until the Director or Assistant Directors of Competition is in receipt of the applicable fees for that protest.

NOTE: Protest Fee: \$100 for one question plus \$20 per additional question. As soon as the Director of Competition receives the completed protest form and applicable fee, he/she will notify the Manager or Coach of the team and/or player being protested that a NAGAAA rating protest has been received. Within seven (7) days of that notification point, an ECSA Protest Committee meeting will be scheduled and the following individuals will be invited to a meeting with the ECSA Protest Committee:

- The Manager and/or the Coach that initiated the protest
- The Manager and/or the Coach of the player that is being protested
- The player that is being protested

b. Effects of ECSA Protest Committee rulings will be: Within seven (7) calendar days after a protest decision has been made, the ECSA Commissioner or his/her designee will respond via email, post, or verbally to all parties involved in the protest procedure. No game forfeits will be issued as a result of an outside of game protest. If a protest is upheld and it results in no player being forced into a higher division but it causes the team to exceed their Division Team Rating limit the team will have to drop players from their roster to get their team rating within the Division limits to continue to play in that Division. If a team does not want to remove anyone from their roster they can petition the ECSA Board of Directors to be allowed to play in the higher division. The ECSA Board of Directors will consider such petitions but schedule constraints may not make it possible. If a NAGAAA player rating change is made and upheld and the result forces an individual player into a higher division or the result forces a player to be dropped from a team's roster because of the Division Team ratings limit, then exceptions can be made to the players eligibility and they can be added to another team even if the move is

beyond the season change date (SCD). If a NAGAAA player rating protest is denied, there is no appeal process and the decision of the ECSA Protest Committee is final.

35.11.4 Suggested Reviews: At any point during the ECSA season, a Manager, Coach and/or a Team Representative or an ECSA Executive Officer may suggest a board member to review a NAGAAA player rating. No fees are required. No output or recommendations will be generated to the individual that suggested the review. By sending in a suggestion, the player will be placed on a watch list. To initiate a “suggested review”, send an email to the Director of Competition at competition@emeraldcitysoftball.org. Please include the following:

1. Player name
2. Team name
3. Specific information related to the reason for the review

CHAPTER 40 — MASTER DUES, FINES, & FEES SCHEDULE

40.01 Jurisdiction: This chapter shall be the Jurisdiction of the Board of Directors and amended by majority at any Board Meeting.

40.02 Team Membership Dues: Each team shall pay annual dues in like amount as shall be set by the Board of Directors prior to the beginning of each regular season. Dues shall be delivered to the Treasurer or Commissioner on a date determined by the Board of Directors. Dues must be paid by the second Team Representatives Meeting or the Team will forfeit membership. Exceptions to this can be made by the Commissioner or Board of Directors.

40.03 Players Membership Dues: Each player shall pay a seasonal membership due in like amount as shall be set by the board of directors. Dues must be paid by Noon (12:00pm) the Friday before game play, up until the Season Change Date (SCD). Failure to pay can result in a forfeit of membership. Exceptions to this can be made by the Commissioner or voting members of the Board of Directors.

40.04 Fines: Any fines imposed on ECSA from NAGAAA will be paid for by the offending Team. If the fine is imposed on a player, the player’s team must pay the fine with Team dues the following year. Failure to pay the fines imposed on the team can result in a forfeit of membership.

40.05 Appeal of Fines: All fines, except GSWS protest fines, shall be eligible for appeal at the next regular meeting of the NAGAAA Council and waived by two-thirds (2/3) vote.

40.06 Schedule: The Dues, fees, & fine schedule of this organization is:

Index	Issue Area	Reference	Application	Amount (USD)
A	Membership Expectation	1.03	Team Membership Dues	\$450.00
	Issue Area	Reference	Application	Amount (USD)
B	Membership Expectation	1.03	Player Membership Dues	\$110
C	ECSA Berth Tournament	20.33.2	Berth Tournament Entry Fee due to regular season game forfeit	\$200.00
D	Emerald City Classic	20.37.2	Tournament Entry Fee	Variable
	Issue Area	Reference	Application	Amount (USD)
E	ECSA Rosters	25.41.4	Late Fee for Team Membership Dues	\$100.00
F	ECSA Rosters	25.41.2	Incorrect Player Birthdate	\$50.00
G	GSWS Rosters	20.33.2	Unable to field team for GSWS after accepting Berth	\$200.00 or up to total NAGAAA Team Fee
G	GSWS	20.33.2	Payment for incurring a fine at a NAGAAA Event	Variable

40.07 Deadlines: The deadlines for certain and specific activities are as follows in the table:

Index	Issue Area	Reference	Application/Issue	Deadline
A	Membership Expectation	1.03	Team Membership	By the End of the 2 nd Team Representatives Meeting
B	Membership Expectation	1.03	Player Membership	Noon (12:00pm PST/PDT) Friday before the weekend game play or before the season change date (SDC)
C	ECSA Berth Tournament	20.33.2	Berth Tournament Entry Fee due to regular season game forfeit	Noon (12:00pm PST/PDT) Friday before the Berth Tournament
D	Emerald City Classic	20.37.2	Tournament Entry Fee	June 15 each year
E	ECSA Rosters	25.41.4	Late Fee for Team Membership Dues	Final Payment Deadline Due date
F	ECSA Rosters	25.41.2	Incorrect Player Birthdate	Noon (12:00pm PST/PDT) Friday before the weekend game play or before the final Payment Deadline Due Date, next season
G	GSWS Rosters	20.33.2	Unable to field team for GSWS after accepting Berth	Before the final Payment Deadline Due Date, next season
G	GSWS	20.33.2	Payment for incurring a fine at a NAGAAA Event	Before the final Payment Deadline Due Date, next season

CHAPTER 50 — FINANCIAL DETAILS & CONTROLS

50.01 Jurisdiction: This chapter shall be the Jurisdiction of the Board of Directors and amended by majority at any Board Meeting.

SECTION 1 — BUDGET & FISCAL POLICY

50.11 Budget Contents: The budget should include the following items:

- a. Revenue Projections from Players Fees, Team Sponsorship Fees, Sponsorship Proceeds, Fundraising Projections, Merchandise Sales, Donations, Concessions Revenue, Sales Tax collected, Advertising Income, and any other source of revenue
- b. Field Rental Expenses
- c. Umpire Fees to be Paid
- d. Hall of Fame Expenses
- e. Fall Ball Revenues and Expenses
- f. Awards Expenses

- g. NAGAAA Membership Fees
- h. NAGAAA GSWS Team Fees
- i. NAGAAA Hotel Deposits
- j. Softballs
- k. ECC Revenues & Expenses
- l. Sales Tax
- m. Events Expenses
- n. Board Travel Expenses (See SECTION 3 – Board Travel Policy)
- o. Insurance
- p. Website Management Costs
- q. Logistics Expenses (e.g. Portable Toilets, storage units, etc.)
- r. Accounting Fees
- s. Membership Expenses
- t. Program Expenses
- u. Office Expenses
- v. Miscellaneous
- w. Any other items proposed by the Commissioner and/or the Board of Directors

50.12 Budgetary and Fiscally Notable Items: Procedures regarding amount and payment deadlines can be found in the Master Dues, Fees, Fines Schedule. Emerald City Softball association is not allowed to run a deficit for more than three consecutive years.

SECTION 2 — FINANCIAL CONTROLS

50.21 Financial Oversight Committee Composition & Purpose: At the beginning of each Fiscal year, the Voting members of the Board of Directors will nominate and elect three (3) board members to sit on the Financial Oversight Committee. The purpose of the Committee will be to establish periodic reviews of all ECSA financial activities and practices. They will set frequency of the reviews but shall execute a review no less than quarterly, each year. The selected members to sit on this committee will elect a chairman. The Chairman will coordinate with the Treasurer to set up these reviews. The committee will report back to the full board at the completion of each review.

50.22 Bank Accounts: In general, financial operations for all ECSA income and expenses will be operated by two (2) bank accounts: General League Operations (checking and savings), and ECSA Hosted Tournament (Checking). The Commissioner and Treasurer will be signers on both accounts. The Tournament Director will be an added signor to the ECSA Hosted Tournament account. The Commissioner and/or Treasurer shall seek majority approval from the voting members of the Board of Directors to open or change any bank accounts.

50.23 Transactions: It is the intent of ECSA operations to have all transactions (both income and expenditures) for ECSA handled either electronically or by check and to keep cash transactions to a minimum. For at-the-field income generating operations whether it is merchandise sales or payment of Fall Ball same day sign ups the ECSA Board shall establish an electronic method to process those payments (square/PayPal etc.).

50.23.1 Players Fees (Regular Season or Fall Ball): These transactions will be made via the ECSA website – Treasurer will oversee all of these transactions and make periodic deposits from a 3rd party payment service directly into our checking account. Adjustments for Players fees either by the player’s assistance process or for any other approved reason will be made by either the Treasurer or Commissioner. If there is an exception made for a cash or check payment those payments shall be deposited within 48 hours of payment either by the Treasurer or the Board member collecting the payment and sending the Treasurer a copy of the deposit receipt. The Treasurer shall reconcile all player fees dues to ensure payment was received for each player.

50.23.2 Players Assistance Program: When allocated in the approved budget ECSA will administer a Players Assistance Program, called the “Bruce Caszatt Memorial Fund”, to help members with the cost of their Players fee if they otherwise would not be able to play if they did not have the resources to pay their Players Fee. An application process will be established by the Commissioner. The Commissioner will keep information regarding applicants confidential. The approvers for anyone applying for assistance will be the Commissioner, AB Assistant Commissioner, C Assistant Commissioner and D Assistant Commissioner. These individuals will also establish criteria for applicants. The Commissioner will provide the Assistant Commissioners with the full justification submitted for each request but will not include the person’s

name. Everyone will vote either to approve for the amount requested, approved for an amount different than what was requested or to deny the request. The Commissioner will notify the applicant of the results and work with the Treasurer to adjust their player fee amount due on the website.

- 50.23.3 Team Fees:** Team fees will be collected by a process established by the voting members of the ECSA Board at the beginning of each season. Preference is to have these fees paid either via check or by a 3rd party payment service. The Treasurer will ensure team fees are paid by the due date and will invoice teams for late fees should they not make payment by the due date.
- 50.23.4 Sponsorships:** Sponsorships will be collected via check and the Treasurer will provide paid invoices to all sponsors. All sponsorship fees will only be deposited into the ECSA bank account. The Commissioner and/or Business Development Director will forward all check payments to the treasurer to be deposited. If the Commissioner and/or the Business Development Director directly deposit the sponsorship fee into the ECSA bank account, they shall provide the Treasurer with a copy of the deposit receipt within 48 hours.
- 50.23.5 Donations:** It is preferred that all donations be received either by check or via a 3rd party payment service. Payments by check will be sent to the Treasurer or Commissioner to be deposited directly into the ECSA bank Account.
- 50.23.6 Fundraising:** If fundraisers for the Players Assistance Fund or for any other general reason occur and cash payments are accepted for these fundraisers, at the end of the fundraiser the cash proceeds will be reconciled by at least two (2) Board members, and written documentation of the total cash proceeds will be documented and signed by those Board members. The cash proceeds will be kept in a safe place and delivered to either the Treasurer or the Commissioner within 48 hours.
- 50.23.7 Expenditures — Debit Cards:** The Financial Oversight Committee will approve the issuing of debit cards to any Board member based on business case needs. Debit card holders will seek prior approval from the Commissioner and Treasurer for any expenditure over \$500 and for expenditures under \$500 they need to ensure they do not exceed the established budget for expenditure. If a planned expenditure is not covered in the approved budget, the card holder must seek approval from the Treasurer and Commissioner. For all debit card transactions, a copy of the receipt of the expense will be emailed to the treasurer within 48 hours.
- 50.23.8 Expenditures — Non-Debit Card Transactions:** All non-debit card transactions for ECSA expenses will be made by the ECSA Treasurer or Commissioner. All Invoices for ECSA incurred expenses will be emailed to the Commissioner for approval for payment. Once approved, the Commissioner will notify the Treasurer of approval to process the payment. The Treasurer or Commissioner will confirm the approved expenditure is within the approved budget. The Treasurer will email the commissioner and the person that submitted the payment request when the payment was issued. Any requests for payments that exceed what is approved for an established expense account can be approved by the Commissioner if the Commissioner ensures that expenditures will not exceed the overall approved budget. When the budget is approved each year, the voting Board members will establish ground rules for the Commissioner regarding the Commissioners authority to deviate from the approved budget. The Commissioner needs to seek voting Board member approval for any expenditure that deviates from the approved budget or is not within the deviation ground rules approved when the budget was approved. The Tournament Director will ensure all approved expenditures are within the approved budget for the tournament. Any expenditure that exceeds the approved budget must be approved by the Commissioner using the above described deviation process.
- 50.23.9 NAGAAA Fees:** The Treasurer and Commissioner will ensure all fees due to NAGAAA are paid within the established deadlines and that ECSA does not incur any NAGAAA late fee penalties. The Treasurer will ensure all tax obligations are paid by due dates and will notify the Commissioner of the payment and when they are made.
- 50.23.10 Travel Reimbursement:** Receipts for approved-budget travel expenditures must be sent to the Treasurer and Commissioner for approval. Once approved the Treasurer will issue a check for reimbursement.
- 50.24 Third-Party Payment Processing Services:** The Commissioner and Treasurer must be administrators and approved users of all third-party payment service accounts (like PayPal or square). All these accounts must be set up for transfer of collected funds into an ECSA bank account. Transfers into the ECSA bank accounts will only be made by the Treasurer or Commissioner.

- 50.25 Federal Tax Return:** By the first day of March of each year the Treasurer will provide the ECSA prior year's financial activity to an accounting firm so that they can prepare the ECSA income tax return. The Commissioner will also ensure that the budget each year includes the appropriate amount to pay for the Income Tax return preparation. The Treasurer will ensure that the tax return is filed by the due date.
- 50.26 Financial Reporting to the Board:** At each Board meeting, the Treasurer will provide a financial report that includes the bank account beginning balance, the income, and expenditures since the last meeting, and the bank account ending balance. At the Board meetings at the beginning of each quarter (January, April, July, September), the Treasurer will provide a status on the budget—Year to date actuals versus approved budget. At the Board meetings at the beginning of each quarter, the Tournament Director will provide status of the tournament budget—Year to date actuals versus approved budget. Tournament director shall do this in conjunction with the Treasurer.

SECTION 3 — BOARD TRAVEL POLICY

- 50.31 Board Travel to NAGAAA Meetings & Gay Softball World Series:** It shall be the policy of the ECSA Board of Directors to provide for the expenses associated with Board member attendance at NAGAAA Winter Meetings, Summer Meetings, and the Gay Softball World Series, according to the guidelines within this policy. The Board of Directors may wish to consider the expense framework below for other ad hoc travel as may be required from time to time.
- 50.31.1 Annual Recurring Travel – Winter Meetings:** ECSA will send two (2) delegates to the winter meetings each year. The ECSA Commissioner, and an ECSA member selected by the Commissioner, will attend. If the Commissioner is unable to attend, they will designate a representative. The Board of Directors approval is required for any delegate that is not a member of the Board of Directors.
- 50.31.2 Annual Recurring Travel – Summer Meetings:** ECSA will send three (3) delegates to the summer meetings each year. The ECSA Commissioner, Director of Competition, and an ECSA member selected by the Commissioner, will attend. If the Commissioner is unable to attend, they will designate a representative. If the Director of Competition is unable to attend, they will designate a representative. The Board of Directors approval is required for any delegate that is not a member of the Board of Directors.
- 50.31.3 Annual Recurring Travel – Gay Softball World Series:** ECSA will send one (1) delegates to the Gay Softball World Series each year. The ECSA Commissioner will attend. If the Commissioner is unable to attend, the Commissioner's designee, selected by the Board of Directors, shall attend. The Commissioner's designee should also be one of the three delegates to attend the Summer Meetings.
- 50.32 Budgeted Expenses:** Budgeted expenses for the winter meetings, summer meetings, and Gay Softball World Series shall include: air travel, hotel, rental car and/or ground transportation, meals, and incidental expenses.
- 50.33 Budgeting Parameters:** The following parameters should be taken into consideration and Board review of all budgets proposed for Travel:
- 50.33.1 Winter Meetings:** Arrival on the day prior to the start of meetings. Departure the day after conclusion of the meetings. A single hotel room under the NAGAAA hotel room block for each delegate. One rental car for the delegation, plus parking and fuel expenses for the period of the meetings. Per-diem meals and incidental expenses for each delegate.
- 50.33.2 Summer Meetings & Gay Softball World Series:** Arrival on the day prior to the start of Summer Meetings. Departure the day after the Opening Ceremonies (for summer meeting delegates). Departure the day after conclusion of play (for Commissioner or their designee). A single hotel room under the NAGAAA room block for each delegate. One Rental car for the delegation, plus parking, and fuel expenses for the period of the Commissioner's stay. Per-diem meals and incidental expenses for each delegate.
- 50.34 Expense Categories:**
- 50.34.1 Air Travel:** Costs equal to round-trip airfare from Seattle to the Winter Meeting host city. Every effort should be made to select the lowest available fare, allowing for a premium of up to \$35 to allow for a preferred departure and arrival schedule.
- 50.34.2 Hotel:** When possible, the delegation should stay at the official host hotel under the NAGAAA room block. Covered expenses provide for check-in the day prior to the start meetings and checkout the day after the conclusion of meetings. Covered expenses provide for a solo room for each member of the delegation. Approved expenses include parking and Internet access if necessary for conducting league business.

50.34.3 Rental Car and/or Ground Transportation: For the duration of the travel interval, the delegation is covered for estimated costs equal to the expense of a rental car, fuel, and parking.

50.34.4 Meals and Incidental Expenses: Reimbursement rates are based on guidance from the United States General Services Administration (GSA) at <http://www.gsa.gov/mie>. Delegates will select from two methodologies, which will be applied to their entire trip.

- a. **No Receipt Option:** Per-diem allowance of \$40.00 per full day of travel, plus \$32.00 (80% of a full day) for the first and last day of travel. Receipts for actual expenses are not required due to the lower rate for this option.
- b. **All Receipt Option:** Delegates are eligible for reimbursement for meals and incidentals up to the prevailing GSA limit when providing receipts for their expenses. Disallowed expenses include, but are not limited to: alcohol, in-room entertainment, entertainment of others, expenses for travel companions. Reimbursement is limited to actual expenses on a daily basis. (For reference, the GSA meals and incidentals limits for Minneapolis and Washington DC are \$71 per diem, as of September 2011.)

SECTION 4 — CONFLICT OF INTEREST

50.41 Jurisdiction: This chapter shall be the jurisdiction of the Board of Directors and amended by majority at any board meeting.

50.42 Purpose: The purpose of this conflict of interest policy is to protect the tax-exempt organization's (Emerald City Softball Association) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

50.43 Definitions: The following definitions apply to this chapter:

- a. Interested Person – Any Director, principal officer, or member of a committee with governing board delegated power, who has a direct or indirect financial interest, as defined below, is an interested person.
- b. Financial interest – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family: (a) An ownership or investment interest in any entity with which the Organization has a transaction or arrangement, (b) A Compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under this chapter, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

50.44 Annual Statements: Each director, principal officer, and member of a committee with the governing board delegated powers shall, prior to each meeting, sign a statement with affirms such person:

- a. Has received a copy of the conflict of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one (1) or more of its tax-exempt purposes.

50.45 Compensation: A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation. A voting member of any committee whose jurisdiction includes compensation matters, or receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

SECTION 5 — CONFLICT OF INTEREST: PROCEDURES

- 50.51 Procedures:** This organization shall follow the procedures listed in this section to determine if a conflict exists.
- 50.52 Duty to Disclose:** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegate powers concerning the proposed transaction or arrangement.
- 50.53 Determining Whether a Conflict of Interest Exists:** after disclosure of the financial interest in all material facts, and after any discussion with the interested person, they shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
- 50.54 Procedures for Addressing the Conflict of Interest:** any interested person may make a presentation at the governing board or committee meetings, but after the presentation, they shall leave the meeting during the discussion of, and a vote on, the transaction or arrangement involving the possible conflict of interest. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If a more adventitious transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall be determined by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether or to enter into a transaction or arrangement.
- 50.55 Violations of the Conflicts of Interest Policy:** if the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflict of interest it shall inform the member of the basis for such belief and therefore the member and opportunity to explain the alleged failure to disclose. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.
- 50.56 Records of Proceedings:** The minutes of the governing board and all committees with board delegated powers shall contain: (a) the names of the persons who disclosed or otherwise for found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board or committee's decision as to whether a conflict of interest in fact existed.; and (b) the names of the persons who were present for discussions related to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

SECTION 6 — CONFLICT OF INTEREST: PERIODIC REVIEWS

- 50.61 Periodic Reviews:** To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at minimum, include the following subjects:
- 50.62 Use of Outside Experts:** When conducting the periodic reviews as provided for in this chapter, ECSA , may, but may not need, the use of outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility to ensure periodic reviews are conducted.

CHAPTER 60 — ADMINISTRATION & CONTRACTS

- 60.01 Jurisdiction:** This chapter shall be the jurisdiction of the Board of Directors and amended by a majority at any Board Meeting.
- 60.02 Legal Contracts:** No member, group of members, or team may enter into a legal agreement using the name of the Organization without the written consent and majority vote of the Board of Directors. The Commissioner and Business Development Director must oversee the execution of all legal contracts.
- 60.02.1 Sponsorship Contracts:** ECSA may enter into sponsorship contracts that benefit the operation and administration of the Organization.

60.02.2 Venue: ECSA may enter into contracts related to securing complexes/venues or for the operations of the league.

CHAPTER 70 — DRAFTING & REVISION MANUAL

70.01 Jurisdiction: This chapter shall be the jurisdiction of the Board of Directors and amended by a majority at any Board Meeting.

SECTION 1 — FORM & STYLE OF GOVERNING DOCUMENTS

70.11 General Form: This organization utilizes a consolidated governance manual which shall include the articles of incorporation, bylaws, and subordinate policies. All distinct policy measures shall be located within chapters of this manual.

70.12 Structure of Manual: This manual shall be divided into four (4) volumes, each with individual chapters which may contain individual sections and/or sub-sections. Volume shall be denoted by Roman numeral. Chapters and sections shall be denoted by Arabic numeral. Each chapter shall have subsections denoted by Arabic numeral with at least two (2), but not more than three (3), decimal places listed and may or may not have sessions listed. No sub-section shall be placed in a section if the first number to the right of the decimal point is a zero. Each subsection placed within a section shall have the first number to the right of the decimal point correspond to the number of the section. Any delineation of a sub section is limited to one order which shall be indicated with a small case letter of the Latin alphabet. Notwithstanding this section, the Articles of Incorporation shall be presented as filed with the State of Washington. The entire governance manual shall contain line numbers, running in continuous fashion for ease of reference.

70.13 Headlines without Authority: The table of contents of the governance manual and/or headlines of chapters, sections, and/or sub-sections are without authority and listed for reference purposes only. The governance committee shall alter the table and/or headlines to best reflect the contents as it sees fit.

70.14 Pronoun Usage: In all cases of this organization, the use of any pronouns shall apply to any gender identity.

70.15 Standard Usage of Common Terms: the following terms shall be applied in the following manner:

- a. Organization — Emerald City Softball Association; ECSA - Open Division, Inc.
- b. ECSA — Emerald City Softball Association; ECSA - Open Division, Inc.
- c. Board of Directors — ECSA Board of Directors, ECSA Executive Board

SECTION 2 — AMENDMENTS

70.21 Amendments: The governance committee shall prepare a standard form for Board of Directors & Committee use for amendments to the governance manual. Amendments shall be reviewed by the committee and/or parliamentarian you shall concur that amendment conforms to the form and style of the governing manual. A non-concurrence by the committee and/or parliamentarian shall not prevent action on the management but shall be relayed to the Board of Directors and/or committee of jurisdiction.

70.22 Revisions: Upon adoption, the committee shall assist the parliamentarian and/or Secretary in preparing adopted revisions to the manual for publication.

70.23 Notice of Revisions:

70.24 Annotations of Changes: The committee, in conjunction with the Secretary, shall compile and record a cross-reference log of amendments adopted to the governance manual and the minutes of the action.

VOLUME IV — ADMINISTRATIVE POLICIES

CHAPTER 100 —JOB DESCRIPTIONS & QUALIFICATIONS OF BOARD OF DIRECTORS

100.01 Jurisdiction: This chapter shall be the jurisdiction of the Board of Directors and amended by majority at any board meeting.

100.02 Propose & Authority: The purpose of this program is to list, detail, and report the job descriptions of the officers of this organization and other select offices as determined by the Board of Directors. The authority for this program is found in 3.04 of the governing manual.

100.03 Members of the Board of Directors: All elected officers of this organization are members of the Board of Directors. All Directors appointed by the Board of Directors are members of the Board of Directors. The Parliamentarian serves the Board of Directors at the request of the Commissioner.

SECTION 1 — GENERAL BOARD MEMBER JOB DESCRIPTION

100.11 General Responsibilities of All Board Members: Every member of the Board of Directors is responsible for:

- a. Overall governance of ECSA by establishing and monitoring policies and programs and supporting development and effectiveness of the Board of Directors.
- b. Establish strategic purpose and direction for ECSA by participating in regular working sessions to create operating policies in procedures and monitoring its performance.
- c. Represent ECSA and its programs and services to stakeholders, including members, players, Hall of Famers, Sponsors, and Partners.
- d. Demonstrate fiscal responsibility and ensure the financial health of ECSA to conformance to up-to-date fiscal policies and procedures and through ongoing analysis of financial reports.
- e. Ensure effective performance of ECSA's programs through ongoing program planning and evaluation.
- f. Ensure conformance to federal, state, and local laws and agency policies and procedures.

100.12 General Duties of All Voting Board Members: Every voting member of the Board of Directors has the following duties:

- a. Attends all board meetings, including working sessions, and votes as a member in good standing.
- b. Builds collegial working relationships that contribute to consensus.
- c. Contributes financially as able to ECSA.
- d. Makes serious commitment to participate actively in Board and committee work.
- e. Volunteers for and willingly accepts assignments and completes them thoroughly and on time.
- f. Stays informed about Board policies and committee matters, prepares for meetings, and reviews and comments on minutes and reports.

100.13 General Time & Financial Commitment of Board Members: every member of the Board of Directors will have gearing amounts of time required for their specific office. Each board member should expect and be prepared to dedicate a minimum of 500 hours over a calendar year to the work of the Organization with a rapidly changing schedule. Financial support of the Organization is encouraged. Membership on the board is a serious role and will require significant time away from family, work, and local community.

100.14 Benefits of Board Members: Service on the Board of Directors is a rewarding opportunity to lead a significant and developing organization for the lives of the LGBTQ+ athletes. It is a privilege and an honor to be a leader of this organization and be leaders building the foundation of future success of this organization.

SECTION 2 — QUALIFICATIONS OF BOARD OF DIRECTORS

100.21 Commissioner: Has held an ECSA Board of Directors position for at least two (2) years. Represented ECSA as a player, coach, or protest duty in at least two (2) Gay Softball World Series or as a Member City Representative for at least two (2) NAGAAA Summer or Winter Meetings.

100.22 A/B Division Assistant Commissioner: Has been an ECSA member for at least three (3) years and experience as an ECSA member in the B division for at least two (2) years.

100.23 C Division Assistant Commissioner: Has been an ECSA member for at least three (3) years and experience as an ECSA member in the C division for at least two (2) years.

100.24 D/E Division Assistant Commissioner: Has been an ECSA member for at least three (3) years.

100.25 Director of Competition: Has been an ECSA member for at least five (5) years. Has been an ECSA member in two (2) or more divisions OR has been a member of the ECSA Board of Directors in a ratings capacity for three (3) or more years.

100.26 C Division Assistant Director of Competition: Has been an ECSA member for at least three (3) years. Has been an ECSA member in more than one Division. Has participated as a player or coach or represented ECSA for protest duty in at least two (2) Gay Softball World Series.

100.27 D/E Division Assistant Director of Competition: Has been an ECSA member for at least three (3) years. Has participated as a player or coach or represented ECSA for protest duty in at least two (2) Gay Softball World Series.

100.28 Hall of Fame Director: Either be a ECSA or NAGAAA Hall of Fame member. Non-Hall of Fame members will be considered if there are no ECSA or NAGAAA Hall of Fame applicants.

- 110.01 Jurisdiction:** This chapter shall be the jurisdiction of the Board of Directors and amended by no less than two-thirds (2/3) majority at any board meeting.
- 110.02 Purpose:** The purpose of this chapter is to list, detail, and report the job descriptions of the elected officers of this organization as determined by the Board of Directors.
- 110.03 Appointing an officer:** Candidates for Appointed Offices, or vacant elected offices, shall be presented to the Board of Directors and confirmed by a no less than two-thirds (2/3) majority vote of the Board of Directors.
- 110.04 Office Creation:** The creation of any new office(s) to the Board of Directors (either elected or appointed), or any change in the title of any office, shall require no less than a two-thirds (2/3) majority vote of the Board of Directors; and, in such event, shall take effect as determined by the Board of Directors.
- 110.05 Changes:** Any change in status of an office of the Board of Directors as being an Elected or Appointed office shall require no less than a two-thirds (2/3) majority vote of the Board of Director; and, in such event, shall take effect upon expiration of the current term.
- 110.06 Dissolution:** Dissolution of any office of the Board of Directors shall require no less than a two-thirds (2/3) majority vote by the Board of Directors; and, in such event shall take effect upon the conclusion of the office's current term, or at such time as vacated by its incumbent whichever occurs first.

SECTION 1 — REMOVAL OF OFFICE & VACANCIES

- 110.11 Suspension & Removal from Office:** Any officer may be suspended or removed from office by no less than a two-thirds (2/3) majority vote of the Board of Directors. For Suspension: the effect is a fourteen (14)-day suspension of duties, authority and voting privileges; and may be imposed with no advance notice. For removal of office: A minimum of seven (7)-day notice is required prior to a vote of the Board of Directors; the effect of which would be immediate removal from office. Removal from office shall require a finding by the Board of Directors of illegal conduct, failure to perform the duties of office, or violation of the expectations as a member of ECSA.
- 110.12 Vacancies:** A vacancy in any office shall be reported to membership within seven (7) days.
- 110.13 Vacancy & Succession — Commissioner:** If a vacancy of the Commissioner occurs prior to the end of term, the Director of Competition shall automatically vacate their current office and fulfill the balance of the term in the office of Commissioner. In the event that the Director of Competition declines succession to the balance of the term as Commissioner, they shall be automatically appointed to serve as Acting Commissioner (in addition to the Director of Competition), until such time that the Board of Directors appoint and confirm a new Commissioner by no less than a two-thirds (2/3) majority vote; in such event, the incoming appointed Commissioner shall serve out the balance of the term of office.
- 110.14 Vacancies — All Other Offices:** If a vacancy occurs for any elected or appointed office, prior to the end of term, the voting members of the Board of Directors shall appoint a replacement, confirmed by no less than a two-thirds (2/3) majority vote, to serve out the remaining balance of the term. This procedure will follow for all vacancies, including those resulting from resignation, removal from office, in the event of a vacancy created by an incumbent Elected Officer transitioning to another Elected Office in an off-year term, or in the event of the Director of Competition vacating the office to assume the role of Commissioner.
- 110.15 Extended Vacancies:** In the event of a vacancy of an Elected Office exceeding 45 days, the Commissioner is granted authority to appoint an Acting Officer to fulfill the duties until such time as the voting members of the Board of Directors appoint and confirm a permanent replacement.
- 110.16 Return of Property:** All Members, board directors, staff, and volunteers shall return all organizational property & materials to the Commissioner within ninety (90) days after the end of term of service to the organization. The voting members of the Board of Directors are empowered to establish provisions for automatic penalties to ensure exiting Board Members return all Organization property and records.

CHAPTER 120 — NOMINATION PROCESS FOR CANDIDATES FOR THE BOARD OF DIRECTORS

- 120.01 Jurisdiction:** This chapter shall be the jurisdiction of the Board of Directors and amended by majority at any board meeting.
- 120.02 Purpose & Authority:** The purpose of this chapter is to list, detail, and report the job descriptions of the elected officers of this organization as determined by the Board of Directors. The authority for this program is found in 3.04 of the governing manual.

CHAPTER 130 — ELECTION PROCESSES FOR ALL CANDIDATES FOR THE BOARD OF DIRECTORS

- 130.01 Jurisdiction:** This chapter shall be the jurisdiction of the Board of Directors and amended by majority at any board meeting.
- 130.02 Purpose:** The purpose of this chapter is to list, detail, and report the job descriptions of the elected officers of this organization as determined by the Board of Directors. The authority for this program is found in 3.05 of the Bylaws in this governing manual.
- 130.03 Elections:** Elections shall be held annually. Individuals identified as members, under Chapter 1—Membership of the Bylaws, are entitled to one (1) vote. Nominees may be subject to a background check. The Board of Directors shall create a policy governing the nominations and background check requirements and communicate said policy to membership.
- 130.04 Election of Directors:** The Membership shall elect the voting members of the Board of Directors of this organization. Each nominee will be given the opportunity to address the membership prior to the first ballot. Votes will be conducted by secret ballot order.
- 130.05 Voting for Elected Offices:** Voting shall be conducted once per year using a web-based election system, or as determined by the Board of Directors, and administered by the designated Elections Administrator.
- 130.06 Elections Administrator:** The incumbent Commissioner shall serve as the Elections Administrator, except when they have selected to be a candidate for election; in such case the Board of Directors shall appoint an Elections Administrator from among itself by a majority vote. Further, as determined by the Board of Directors, the Elections Administrator shall not be a member of the family, household, or close relationship with any candidate.
- 130.07 Nomination Period:** The Elections Administrator should ensure that nominating can be selected beginning no later than April 15 and closing no earlier than April 30; in no event shall the nomination window be less than 15 calendar days. Candidates may provide a Candidate Statement until the close of the nomination window.
- 130.07.1 2020 Season Nomination Amendment:** For the 2020 Season, the nomination period is postponed until June 15.
- 130.08 Elections Process:** The Elections Administrator shall ensure that all candidate statements received prior to the close of nominations will be available for review by all voters prior to casting their ballots, preferably via the online voting module; and shall ensure that each member is able to vote exactly one time each.
- 130.09 Election Period:** The elections administrator shall ensure that the online voting period begins the day of the annual ECSA awards event and that each candidate running for office will have the opportunity to address membership at the awards event. The voting period will be no less than seven (7) days.

End of this Document

CHANGE LOG

Change Date	Reason for change	Section & Summary of Changes
June 12, 2023	Spelling/grammar cleanup	All sections: The Governing Manual Committee cleaned up all spelling and grammatical changes, except those that may change the content of the manual.
June 12, 2023	Updated voting procedures	Section 3. The competition committee adopted new rules for how they vote on ratings changes, removing the former voting matrix.

