

NFCA Bylaws

Note: The following are the bylaws of the Association preceding the 2006 NFCA National Convention. Changes approved at the 2006 convention are not contained within. The Executive Director is authorized to correct article and section designations, punctuation, and cross-references, and to make such other technical and conforming changes as may be necessary to reflect the intent of the Association.

**BYLAWS
OF THE
NATIONAL FASTPITCH COACHES ASSOCIATION
A North Carolina Non-Profit Corporation**

ARTICLE I.

Name

This organization shall have the name NATIONAL FASTPITCH COACHES ASSOCIATION, and may also be known as NFCA.

ARTICLE II.

Purposes

The purposes of this Association shall be:

1. To stimulate the development of quality leadership for fastpitch softball programs, and to recognize professional contributions to the sport by:
 - a. Keeping members informed of current coaching techniques and trends.
 - b. Providing national and international educational training for fastpitch softball coaches.
 - c. Encouraging, supporting, and providing guidance in the development and conduct of fastpitch softball programs whose purposes correlate with the general objectives of education.
 - d. Instilling within coaches a deep sense of responsibility for developing and conducting programs that will enrich the lives of the participants.
2. To encourage the playing of fastpitch softball in accordance with the highest traditions of competition.
3. To foster national and international fastpitch softball competition.
4. To facilitate public and professional understanding and appreciation of the importance and value of the sport of fastpitch softball.
5. To identify and pursue issues relevant to fastpitch softball coaches and to the sport of fastpitch softball; and to provide a forum for the discussion of matters of interest to members of the Association.
6. To provide a channel of direct communication among fastpitch softball coaches at all levels.
7. To maintain a membership group representative of all sections of the United States, and all levels of fastpitch softball competition.
8. To organize the coaches as a group interested in formulating and promoting guiding principles, standards, and policies for conducting competitive fastpitch softball programs for girls and women; and to provide a united body for positive action relative to the sport of fastpitch softball.
9. To promote cooperative efforts with other professional organizations interested in girls' and women's athletics (programs, coaches and players).
10. To promote cooperative efforts with other professional organizations interested in women's athletics (programs, coaches, and players).

ARTICLE III.

Members

Section 1. Classes. The NFCA shall have members in three classes.

- a. Active Members.
 - 1) Definition. Coaches who are actively engaged in coaching fastpitch softball at four-year colleges and universities, two-year colleges, junior colleges, high schools and travel ball programs.
 - 2) Privileges. Active members are entitled:
 - a) To attend all meetings (annual, special, committee).
 - b) To make motions and to vote on all issues facing the Association. (One active head coach per institution may participate in the All-Region and All-American process.)
 - c) To be eligible for elected or appointed positions within the organization.
 - d) To receive a copy of NFCA publications, including but not limited to the NFCA Directory and Fastpitch Delivery newspaper.
 - 3) Groups. The NFCA shall recognize that active members represent institutions that fall into the following nine groups:
 - a) NCAA Division I Head Coach
 - b) NCAA Division II Head Coach
 - c) NCAA Division III Head Coach
 - d) NAIA Head Coach
 - e) NJCAA Head Coach
 - f) California Community College Head Coach
 - g) High School Head Coach
 - h) Travel Ball Head Coach
 - i) Assistant Coach (of the above-mentioned groups)Each active member shall declare group classification upon membership application. Each group shall be entitled to elect one active member, from within its ranks, to represent the group on the Executive Board.
- b. Affiliate Members.
 - 1) Definition. Any other persons who are interested in women's fastpitch softball and who support the purposes and objectives of the NFCA.
 - 2) Privileges. Affiliate members are entitled:
 - a) To attend annual and special meetings of the membership.
 - b) To address issues at any membership meeting. (Voice, but no vote.)
 - c) To be eligible for specified elected or appointed positions within the organization.
 - d) To receive a copy of NFCA publications, including but not limited to the NFCA Directory and Fastpitch Delivery newspaper.
 - 3) Groups. The NFCA shall recognize that affiliate members represent the following five (5) groups:
 - a) Former Coaches
 - b) Umpires
 - c) Businesses, Corporations, Associations, Clubs
 - d) "Natural Persons," such as administrators, sports information directors, commissioners, media and others interested in women's fastpitch softball.
 - e) Instructors
- c. Honorary Members.
 - 1) Definition. Those persons who have rendered notable service to the NFCA, been recommended by one member, seconded by another member, and elected by a three-fourths vote by ballot at the annual meeting.
 - 2) Privileges. Honorary members are entitled:
 - a) To attend annual and special meetings of the membership.
 - b) To address issues at any membership meeting. (Voice, but no vote.)

- c) To be eligible for specified elected or appointed positions within the organization.
 - d) To receive a copy of NFCA publications, including but not limited to the NFCA Directory and Fastpitch Delivery newspaper.
- 3) Honorary members include past presidents and retired members of the NFCA Hall of Fame.

Section 2. Admission to Membership.

- a. Application. Application for membership shall be made to the Executive Director. The applicant shall furnish information sufficient to determine the class and group of membership to which she/he is entitled. The application shall be accompanied by applicable membership dues. The Executive Director shall accept membership dues, process membership applications, and stipulate the class and group of members to which applicants will be admitted. The Executive Director's determination as to admission and classification shall be final. No person shall be rejected membership solely based on the determinants put forth in the NFCA Nondiscrimination policy. All memberships shall be for a one-year term, renewable each year.
- b. Dues and Fees. Dues and fees for Active Members and Affiliate Members shall be determined by a majority vote of the Executive Board, subject to the approval of the voting membership. Honorary Members and NFCA Past Presidents shall be exempt from the payment of dues. The annual dues shall be payable anytime, and are delinquent after the renewal date. Note: The annual dues shall be payable in advance on or before March 15 in order to participate in the All-Region, All-American, and Coaching Staff of the Year selection process. If, as of March 15, membership of a group reaches 15 percent, All-Region, All-Americans, and Coaching Staffs of the Year shall be named. High school and travel ball All-Region, All-Americans, and Coaching Staffs of the Year can be named when group membership reaches 100. Recognized education-based governing body members who do not have their own NFCA group would be eligible for All-Region, All-American and Coaching Staff of the Year awards when members in the NFCA reach 15 percent of the total number of softball-sponsoring schools in the respective governing organization. In addition, divisions of groups or organizations that do not already have their own awards also will be eligible for these awards when reaching 15 percent membership in the NFCA. Dual members of two organizations would have to declare which awards they wish to be eligible for by March 15.
- c. Renewals. The Executive Director shall notify, within thirty (30) days prior to the renewal date, those members who have not renewed their memberships. A membership shall be considered lapsed if dues have not been paid on or before the renewal date. A member whose membership has lapsed shall immediately be dropped from the membership rolls and loses all rights of membership including the right to make motions, vote, and hold office. A former member may terminate the lapse and rejoin NFCA upon filing an application with the Executive Director, and upon paying the current year's dues. Appeals may be directed to the Executive Board.
- d. New Members. Application for new membership may be made to the Executive Director at any time.

Section 3. Meetings.

- a. Annual. The annual meeting of the NFCA shall be held each year at the time of the Annual Convention. One-third of active members registered at the Annual Convention shall constitute a quorum for the transaction of business. One-third of active members registered shall be necessary to continue to conduct business until the scheduled time of adjournment. When voting on proposals at the individual caucuses and the NFCA Business Meeting that

will be forwarded to other organizations for consideration, only one vote per school/team will be allowed.

- b. Special. Special meetings may be called by the President, with the approval of the Executive Board (majority vote); by the Board itself (majority vote); and by the membership upon the request of at least 20 percent of the active members. The time, place, and exact purpose of the special meeting shall be stated in the call, which must be mailed to all members a minimum of thirty (30) days in advance. A quorum of one-fifth of the total active membership shall be necessary to convene a special meeting of the membership. A majority of active members registered shall be necessary to continue to conduct business until the scheduled time of adjournment. With the possible exception of details of very minor importance, only business mentioned in the call of a special meeting can be transacted at such a meeting.

ARTICLE IV.

Officers

Section 1. Titles. The elected officers of the NFCA shall be a Past President, a President, a First Vice-President, a Second Vice-President, nine active Group Representatives — NCAA Division I, NCAA Division II, NCAA Division III, NAIA, NJCAA, California Community College, High School, Travel Ball and Assistant Coach.

Section 2. Eligibility.

- a. Past-President. The President of NFCA shall, upon completion of one or two two-year terms, succeed to the office of Past President. The Past President shall remain a member, in good standing, through the term of office.
- b. President. To be eligible for the office of President, candidates shall be natural persons at least eighteen (18) years old who have been active members in good standing for a period of two (2) consecutive years, who are employed by an educational institution, and who shall remain in good standing on the date of election and through the term of office.
- c. First and Second Vice-President. To be eligible for the offices of First and Second Vice-President, candidates shall be natural persons at least eighteen (18) years old who have been active members in good standing for a period of one full year and who shall remain in good standing on the date of election and through the term of office.
- d. Group Representatives. To be eligible to be an elected Group Representative, candidates shall be natural persons at least eighteen (18) years old who have been active members in good standing for a period of one full year and who shall remain in good standing on the date of election and through the term of office.

Section 3. Nominations. A list of each of the offices to be filled prior to each Annual Convention shall be sent to the membership. Any eligible member who desires to be a candidate for a vacant office has 14 days within which to present her/his name to the Nominating Committee. The Nominating Committee shall then develop a slate of at least one candidate for each of the offices to be filled. The Nominating Committee shall contact each person whom it wishes to nominate in order to obtain her/his acceptance of nomination — that is, her/his assurance that she/he will serve in the specified office if elected. Each nominee shall provide the Nominating Committee with a brief factual statement of her/his service and qualifications, and of her/his objectives in seeking office. A voting ballot shall be mailed to the membership. Votes must be cast and returned to the Executive Director within the time frame stipulated on the voting ballot.

Section 4. Elections.

- a. The President, First Vice-President, and Second Vice-President shall be

electd by the affirmative vote of the majority of the active members casting mail ballots.

b. Each Group Representative shall be elected by majority vote of the active members of its group casting mail ballots. Consequently, each of the nine groups of active members in the NFCA elects its own Group Representative. An active member within a particular group may only vote for a candidate listed on that group's slate of nominees. The candidates for Group Representative who receive the second highest number of total votes cast shall be Alternate Group Representatives.

c. The Executive Director shall certify the list of the names and mailing addresses of record of all persons legally entitled to vote. The President of the NFCA can vote as any other active member. All election results shall be reported, by the Executive Director, at the Annual Convention.

Section 5. Terms of Office. The officers shall be elected by mail ballot to serve for specified terms or until their successors are elected. The term of office for each officer shall be as follows: Past President — one term of two (2) years; President — one term of two (2) years, with a maximum of two (2) consecutive terms; First Vice-President — one term of two (2) years, with a maximum of two (2) consecutive terms; Second Vice-President — one term of two (2) years, with a maximum of two (2) consecutive terms; Group Representatives — one term of two (2) years, with a maximum of two (2) consecutive terms.

There are nine Group Representatives. Four or five of the nine shall be elected each year, by mail ballot. The candidates for Group Representative who receive the second highest number of total votes cast shall be Alternate Group Representatives. The schedule for the election of Group Representatives shall be as follows:

- a. NCAA Divisions I, II and III, NAIA and travel ball in even years.
- b. NJCAA, Cal Community College, high school and assistant coach in odd years.

Elected officers shall begin their term of office at the close of the annual meeting at which their election is reported. No member shall hold more than one office at a time.

Section 6. Duties. The officers of the NFCA shall perform the duties prescribed by these Bylaws and by Robert's Rules of Order Newly Revised, the parliamentary authority adopted by the NFCA.

a. Past President. The Past President shall:

- 1) Preside, or complete the President's term, if the President should be absent, or if the office of the President should become vacant between elections.
- 2) Serve as a member of the Executive Board and the Executive Committee.
- 3) Serve as the overall chair of the All-American and Coaching Staff of the Year Committees.
- 4) Chair the Bylaws and Resolutions Committee.
- 5) Attend all meetings of the general membership and of the Executive Board.
- 6) Continue to provide leadership through service as a consultant to the NFCA, and as an advisor to the President of the NFCA.
- 7) Perform such duties as the President may designate.

b. President. The President shall:

- 1) Be well versed in parliamentary law (Robert's Rules of Order Newly Revised), and thoroughly familiar with the Articles of Incorporation, Bylaws, and other rules of the NFCA.
- 2) See that the NFCA Bylaws are observed and that all orders and resolutions of the membership and of the Executive Board are

- implemented.
- 3) Preside at all meetings of the NFCA and of the Executive Board, with the exception of the Annual Convention Business Meeting, which shall be chaired by the Executive Director.
 - 4) Represent the NFCA on appropriate occasions, serving as spokesperson for the NFCA.
 - 5) In cooperation with the Executive Director, develop relationships with business and/or other organizations to encourage financial and promotional support for the NFCA. Develop necessary plans, budgets, and timetables to secure grants, sponsorship and financial backing for the NFCA.
 - 6) Chair the Executive Committee. Serve as an ex-officio member of all other committees except the Nominating Committee. (Note: As an ex-officio member of a committee, the President has the right, but not the obligation, to attend and participate fully in the proceedings of the committee, but is not counted in determining if a quorum is present.)
 - 7) Appoint such other chairs and committees as the active membership shall from time to time deem necessary to carry on the work of the NFCA. (Note: When this section empowers the President to appoint such committees as the society shall direct, she/he is not thereby authorized to appoint other committees on her/his own initiative.)
 - 8) Present a quarterly, written report to the Executive Board; and an annual report to the membership at the Annual Convention.
 - 9) See that the President and the Executive Director are bonded and that all officers and Board members function in the best interests of the NFCA.
 - 10) Perform all duties commonly incident to the office of President, and such other duties as may be designated by the general membership and the Executive Board.
 - 11) Assume the duties of the Past Presidency for the duration of the Past President's term in the event the Past President resigns or is no longer able to serve in that capacity.
- c. First Vice-President. The First Vice-President shall:
- 1) Serve as a member of the Executive Board and Executive Committee.
 - 2) Present a written report to the Executive Board at its regular meeting between conventions, and an annual report to the membership at the Annual Convention.
 - 3) Chair the Awards and Hall of Fame Committee.
 - 4) Develop plans for conferences and workshops.
 - 5) Attend all meetings of the general membership and of the Executive Board.
 - 6) Assist the President in the performance of her/his duties.
 - 7) Perform such duties as the President may designate.
- d. Second Vice-President. The Second Vice-President shall:
- 1) Serve as a member of the Executive Board and the Executive Committee.
 - 2) Present a written report to the Executive Board at its regular meeting between conventions; and an annual report to the membership at the Annual Convention.
 - 3) Chair the Clinic and Camp Committee.
 - 4) Attend all meetings of the general membership and of the Executive Board.
 - 5) Assist the President and the First Vice-President in the performance of their duties.
 - 6) Perform such duties as the President may designate.
- e. Group Representatives. Each Group Representative shall:

- 1) Serve as a member of the Executive Board, participating in the business of the NFCA as a representative of their group.
- 2) Try to increase membership within her/his respective group. Cooperate and work with group coaches, college associations and conferences to encourage interest in fastpitch softball and the NFCA, and to encourage attendance at the meetings and clinics of the NFCA.
 - a. Develop and implement drives to increase membership.
 - b. Recommend new courses of action for the NFCA which would encourage involvement in the Association.
 - c. Orient each NFCA member attending the Annual Convention for the first time.
- 3) Attend all meetings of the general membership and of the Executive Board.
- 4) Take steps to identify and understand the interests and concerns of the members of their group.
- 5) Represent their group on appropriate occasions, serving as spokesperson for their group. Report to the membership, to the Executive Board, and to the appropriate national softball committees (ASA, NCAA, etc.), the concerns and recommendations of their respective group.
- 6) Keep their group members informed and up-to-date relative to matters of particular concern to them. Disseminate pertinent information via a monthly report in the NFCA newspaper.
- 7) Present a quarterly, written report to the Executive Board, and an annual report to the membership at the Annual Convention.
- 8) Keep the President and the Executive Director informed of their group's activities.
- 9) Attend their group's National Championship Tournament and serve as the official NFCA representative to the Championship. If unable to attend, authorize their group's Alternate Group Representative to attend. If the Alternate Group Representative is also unable to attend, select and authorize another active member of their group to attend the National Championship Tournament and to carry out prescribed duties.
- 10) Identify and promote members of their group as potential committee members or contributors for various NFCA projects.
- 11) Serve on NFCA committees as needed. Assist with the development of the Annual Convention program, and with the conduct of the Convention/Clinic.
- 12) Be informed about legislative developments within external organizations and committees that relate to and have significance for fastpitch softball programs and coaches. Inform and educate the membership relative to such legislation — especially such legislation as might present special problems for the NFCA membership. Point out problems, study implications, and consult the membership for opinions and response.
 - a) Develop a calendar of legislative target dates applicable to the various organizations and committees referred to above.
 - b) Develop and conduct surveys and questionnaires designed to obtain feedback from the membership regarding specific legislative questions and concerns.
 - c) Utilize the NFCA newspaper and other NFCA publications to inform the membership of survey results and majority and minority opinions.
 - d) Investigate the need for change in current legislation.
 - e) Develop, propose, and promote legislation in the best interests of the NFCA and its members. Submit recommendations to the Executive Board for review, and to the membership for approval (majority vote).
 - f) Generate position statements in support of NFCA sponsored legislation.

Submit them to the Executive Board for review, and to the membership for approval (majority vote). Work closely with the Liaison Committee and the Executive Director in efforts to broaden the base of external support for NFCA sponsored legislation.

- g) Direct NFCA sponsored legislation to appropriate external groups (i.e., American Baseball Coaches Association; AFA; ASA; California Community College; High School Federation; NACWAA; NAIA; NCAA Division I, II or III; NCAA Softball Committees; NJCAA; NSA; USOC; USSSA). Upon the direction of the President, and/or Executive Director, represent the NFCA in legislative discussions and/or meetings with representatives of the aforementioned groups.
 - h) Periodically review and evaluate the rules, regulations and/or policies that institutions apply or seek to apply to women's softball teams or athletes. Investigate any problems or inconsistencies that are found and make recommendations to the Executive Board.
 - i) Take steps to identify and understand the legislative interests and concerns of the members of its group.
 - j) Keep its group members informed and up-to-date relative to legislative matters of particular concern to them.
 - k) Conduct caucuses to give the membership an opportunity to discuss and debate significant legislation.
 - l) Represent its group on appropriate occasions, speaking for the legislative concerns and recommendations of the members within its group.
- f. Alternate Representatives. Alternate Representatives shall substitute for their respective Group Representative if circumstances prevent her/his attendance at any meeting. The alternate must be from the group/class of the absent Representative and must carry a written authorization from the absent Representative.

Section 7. Resignation. Any officer may resign at any time by giving written notice to the Executive Director. The resignation need not be accepted to be effective unless required by its terms.

Section 8. Vacancies. Any member who ceases to be an active member, or who is no longer a member of the group which elected her/him to office, forfeits the balance of her/his term, thereby creating a vacancy. Any vacancy that occurs in the interim between election of officers shall be temporarily filled by majority vote of the Executive Board from nominations made by the Nominating Committee. Any eligible member who desires to be a candidate for office, but who was not nominated by the Nominating Committee, may present her/his name to the Executive Director for inclusion on the ballot.

If there are less than twelve (12) months remaining in the term, the acting officer shall complete the term. If, however, there are more than twelve (12) months remaining in the term, the acting officer shall remain in office only until a successor can be elected through a special mail ballot and the standard nomination and election procedures stipulated in these Bylaws. The office of the Past President is an exception to this rule and shall not be filled if a vacancy occurs during the term of office. A second exception to this rule is in regard to the office of President. In the event the Presidency is vacated, the Past President shall preside, or complete the President's term. If the Past President is unable to fill the vacancy, it shall be filled by the same procedure as for any other office.

Section 9. Compensation and Bonding. The elected officers of the NFCA shall serve without compensation; however, upon resolution adopted by two-thirds vote of the Executive Board, they may be reimbursed for out-of-pocket expenses incurred in fulfilling their responsibilities as officers.

Reimbursement for organizational expenses incurred is dependent upon the availability of funds. Policies and procedures relative to reimbursement for organizational expenses shall be set forth, in writing, by the Executive Board and shall be subject to review by the membership at the Annual Convention. Specific officers may be required by the Executive Board, at the expense of the NFCA, to post bond or surety.

ARTICLE V.

Appointed Officers, Consultants, Staff

- Section 1. Titles.** The appointed officer of the NFCA shall be the Executive Director — a salaried officer who devotes full time to her/his responsibilities as administrative officer and general manager of the NFCA.
- Section 2. Eligibility.** To be eligible for the office of Executive Director, candidates shall be natural persons at least eighteen (18) years old.
- Section 3. Appointment and Term of Office.** The Executive Director shall be employed under contract by a two-thirds vote of the Executive Board, and shall act under the immediate direction of the Board. The Executive Director shall serve a one, two, or three-year term (no limitation on consecutive terms), and shall begin her/his term of office as designated by the Board.
- Section 4. Duties.** The Executive Director shall:
- a. Be well versed in parliamentary law (Robert's Rules of Order Newly Revised), and thoroughly familiar with the Articles of Incorporation, Bylaws, and other rules of the NFCA.
 - b. Actively supervise the administration and management of the affairs and activities of the NFCA. See that the NFCA Bylaws are observed and that all orders and resolutions of the membership and of the Executive Board are implemented.
 - c. Be in charge of the central office of the NFCA and staff.
 - d. Solicit, review, interview and make recommendations to the Executive Board relative to the hiring and/or firing of the other appointed officers, consultants, and staff of the NFCA.
 - e. Annually evaluate the job performances of the other appointed officers, consultants, and staff of the NFCA.
 - f. Recommend plans of work and conduct the day-to-day business of the NFCA.
 - g. Chair the Liaison Committee and represent the NFCA on appropriate occasions, serving as spokesperson for the NFCA.
 - h. In cooperation with the President, develop relationships with business and/or other organizations to encourage financial and promotional support for the NFCA. Develop necessary plans, budgets, and timetables to secure grants, sponsorships and financial backing for the NFCA.
 - i. Function as the NFCA Treasurer and chief financial officer. Be responsible for the financial management of the NFCA.
 - 1) Prepare an annual budget for the NFCA. Submit it to the Executive Board for approval at its second board meeting, and for implementation September 1. Work with committee chairs to develop committee budgets.
 - 2) Perform tasks incident to the collection of dues from members.
 - 3) Keep, or cause to be kept, in books belonging to the NFCA, full and accurate records and accounts of the financial business of the NFCA — receipts and disbursements.
 - a) Deposit in the name of and to the credit of the NFCA; and in such depositories as shall be designated by the Executive Board, all money and other valuable effects received.

- b) Make all disbursements under the direction of the Executive Board; keep vouchers and records for such disbursements; and render to the Executive Board, whenever they require it, an account of all such transactions and of the financial conditions of the NFCA.
- 4) Present a complete financial report to the general membership and to the Executive Board at the Annual Convention. The Executive Director shall make interim reports on a monthly basis, or as the general membership and/or the Executive Board may direct.
- 5) Be responsible for the use of approved methods of accounting.
- 6) At the close of the fiscal year, submit the books to a qualified auditor approved by the Executive Board.
- j. Receive and process all applications for membership. Keep an accurate and up-to-date list of all members of the NFCA — their names, addresses, membership class, group classification if applicable, and dues payment date. This list shall constitute the NFCA's official membership roll.
- k. Conduct the general correspondence of the NFCA — that is, correspondence which is not a function proper to other offices, or to committees. Develop a file of contact people and organizations.
- l. Give, or cause to be given, to the membership, notice of all meetings of the general membership and of the Executive Board. Produce a master calendar and timetable of NFCA business and related events.
- m. Prepare, prior to each meeting, an order of business for the use of the presiding officer, showing in their exact order, under each heading, all matters known in advance that are due to come up.
- n. Secure clerical services for all membership and Board Meetings. Arrange similar services for committees, as approved by the President.
- o. Attend all meetings of the general membership and of the Executive Board. Keep records of attendance at general membership and board meetings.
- p. In the absence of the President and Past President, call meetings to order and preside until the immediate election of a chairman pro tem.
- q. Preside over the annual Convention Business Meeting.
- r. Advise and assist the sporting goods manufacturers and others who exhibit products at the NFCA Annual Convention.
- s. Provide the Executive Board with recommendations for promoting the NFCA and amateur fastpitch softball. Conduct promotion and marketing campaigns.
- t. Develop marketing plans for NFCA products and publications.
- u. Develop and maintain an on-going communication system with the media.
- v. Encourage interest among NFCA members relative to initiating fastpitch softball research projects.
- w. Conduct research as directed by the membership and/or the Executive Board.
- x. Evaluate and assist in the preparation of applications for grants.
- y. Serve as an ex-officio member of the Executive Board. (Voice, but no vote.)
- z. Serve as an ex-officio member of the All-American and Coaching Staff of the Year Committee, Awards and Hall of Fame Committee, Bylaws and Resolution Committee, Clinic and Camp Committee, Education and Publications Committee, Ethics Committee, Executive Committee, and Rules and Officials Committee. (Note: As an ex-officio member of a committee, the Executive Director has the right, but not the obligation, to attend and participate fully in the proceedings of the committee, but is not counted in determining if a quorum is present.) The Executive Director shall have voice, but no vote in these committees.
- aa. Plan, direct, promote and administer over all NFCA camps, clinics and Executive Board meetings and the National Convention.
- bb. Determine the date and site of the Annual Convention, with the approval of

the Executive Board.

- cc. Organize, plan, and coordinate activities for the Annual Convention. Submit a report to the Executive Board for its approval at its regular meeting between conventions.
- dd. Arrange for the immediate production and distribution of all meeting minutes to each member of the Executive Board. Arrange for the distribution of regular and special meeting minutes to the general membership of the NFCA upon request.
- ee. Direct the editing, production and distribution of the NFCA newspaper and other NFCA publications.
- ff. Be the recording officer of the NFCA and the custodian of its records, contracts, and agreements. Maintain record book(s) in which the Articles of Incorporation, Bylaws, special rules of order, standing rules, and minutes are entered, with any amendments to these documents properly recorded; and have the current record book(s) on hand at every meeting. Be responsible for keeping accurate records of all the proceedings of the NFCA. Keep all committee reports on file.
- gg. Attest to the validity of all corporate documents; to the signatures of officers; and to the status (terms of office) of officers, Board members, committee chairs and committee members.
- hh. Notify officers and committee members of their election or appointment; furnish committees with whatever documents are required for the performance of their duties; and have on hand at each meeting a list of all existing committees and their members.
- ii. Perform such other duties as are common to the office or which may be prescribed by the Bylaws, President and/or the Executive Board.

Section 5. Resignation. The Executive Director may resign at any time by giving written notice to the Executive Board. The resignation need not be accepted to be effective unless required by its terms.

Section 6. Vacancy. Any vacancy that occurs between terms in the office of Executive Director shall be filled by a two-thirds vote of the Executive Board.

Section 7. Evaluation. The job performance of the Executive Director shall be evaluated in writing, annually (prior to the end of the fiscal year), by the Executive Board.

Section 8. Compensation and Bonding. The compensation of the appointed officers of the NFCA shall be fixed by the Executive Board, by resolution adopted by majority vote of the Board. The Executive Director shall be bonded by a surety company, at the expense of the NFCA, for a sum sufficient to protect the NFCA from loss; and to ensure the restoration to the NFCA of all books, papers, vouchers, money and other property in the possession of, or under the control of, the Executive Director, but belonging to the NFCA.

ARTICLE VI. Executive Board

Section 1. Composition. The Executive Board shall consist of the following NFCA officers: Past President, President, First Vice-President, Second Vice-President, NCAA Division I Representative, NCAA Division II Representative, NCAA Division III Representative, NAIA Representative, NJCAA Representative, California Community College Representative, High School Representative, Travel Ball Representative and Assistant Coach Representative. The Executive Director shall serve as an ex-officio member of the Board and shall have voice but no vote.

Section 2. Powers. The Executive Board shall have general supervision of the affairs of the NFCA between its business meetings, fix the hour and place of meetings, make recommendations to the NFCA, and shall perform such

other duties as are specified in these Bylaws. The Board shall be subject to the orders of the NFCA, and none of its acts shall conflict with action taken by the NFCA. The Board can appoint committees to work under its supervision or according to its specific instructions. Such committees of the Board always report to the Board. In such cases, the committees are genuinely subordinate to the Board and must report back to it for authority to act. Each member of the Executive Board is entitled to one vote.

Section 3. Duties. The Executive Board shall:

- a. Be committed to the purposes of the NFCA, and keep current on fastpitch softball issues and events.
- b. Be empowered to act on behalf of the membership between membership meetings, submitting such action to the membership for review at least two (2) times per year.
- c. Approve the creation of new NFCA awards.
- d. Formulate policies as delegated to do so by the general membership, and submit such policies to the membership for approval.
- e. Implement policies endorsed by the membership.
- f. Report to the membership on substantive issues.
- g. Make recommendations to the general membership.
- h. Refer to the general membership any matter upon which membership guidance is necessary.
- i. Be responsible for the hiring, and firing (when necessary), of the Executive Director.
- j. Annually evaluate the job performance of the Executive Director.
- k. Be responsible for evaluating and approving the recommendation(s) of the Executive Director relative to the hiring, and firing (when necessary) of the other appointed officers, consultants, and staff of the NFCA.
- l. Establish guidelines for the administration of NFCA business by the national office staff.
- m. Oversee the activities of NFCA committees.
- n. Support and endorse NFCA programs and activities.
- o. Develop and implement funding plans for the NFCA.
- p. Review and approve or take other action on the projected budget submitted to it by the Executive Director.
- q. Determine, subject to the approval of the voting membership, the amount of dues payable to the NFCA by its members.
- r. Report annually to the membership on the work done during the year, and at such other times and upon such subjects as the Bylaws may prescribe or the Association's business may require.
- s. Perform such other duties as are specified in these Bylaws and as are usually assumed by such a governing body.

Section 4. Regular Meetings. The Executive Board shall transact business in a regular or properly called meeting or at an adjournment thereof, of which every Board member has been notified and at which a quorum (a majority of the members of the Board) is present. The Executive Board shall meet at least three times a year. One meeting shall be the day before the Annual Convention, another shall be the day after the Annual Convention, and the third shall be some time about midway between Annual Conventions. The date, time, and site of each meeting shall be determined by the Executive Director. Written notice of the date, time, and site of each meeting shall be mailed, by the Executive Director, to all Board members a minimum of thirty (30) days in advance.

Additional regular meetings of the Board may be held as deemed necessary by resolution of the Board at a duly convened meeting, or by two-thirds of the Board members giving written consent. Notice of each additional regular meeting of the Board shall be written, shall specify the

date, place and hour of the meeting, and shall be delivered to each Board member at least eight (8) days before the meeting, either personally, by mail, or by telegram.

Section 5. Special/Emergency Meetings. Special/Emergency meetings of the Board shall be called upon the request of three (3) members of the Board.

The date, time, place, and exact purpose of the special/emergency meeting shall be stated in the call, which must be delivered to all Board members a minimum of twenty-four (24) hours in advance. A majority of the members of the Executive Board shall constitute a quorum. With the possible exception of details of very minor importance, only business mentioned in the call of a special/emergency meeting can be transacted at such a meeting. If, at a special/emergency meeting, it becomes urgent to take action for which no notice was given, that action, to become legal, must be:

- a. Ratified at the next regular Board meeting.
- b. Ratified at a special Board meeting properly called for that purpose.
- c. Ratified during a properly scheduled and conducted telephone conference.

Section 6. Telephone Conferences. Special/emergency meetings of the Executive Board may be conducted through telephone conferences, coordinated by the President, if all of the Board members have been notified of the issue and of the call at least twenty-four (24) hours before the call is made; if two-thirds of the Board members agree to the conduct of business through a telephone conference; and if a quorum (majority) of the Board members can participate in the discussion.

Section 7. Polls. The President may poll members of the Executive Board for their vote on certain issues if all of the Board members have been notified of the issue and of the poll at least twenty-four (24) hours before the poll is taken. The personal approval of a proposed action obtained separately by telephone or individual interview however, even from every member of the Board, is not the approval of the Board, since the members were not present in one room where they could mutually debate the matter. If action on such a basis is necessary in an emergency, it must (in order to become an official act of the Board) be:

- a. Ratified at the next regular Board meeting.
- b. Ratified at a special Board meeting properly called for that purpose.
- c. Ratified during a properly scheduled and conducted telephone conference.

An emergency presentation of facts or recommendations made merely upon separate consultation with every member of the Board must be described thus to the parent assembly, and not as an official report of the Board.

Section 8. Actions Without Meetings. Any action that may be taken at a meeting of the Executive Board may be taken without a meeting if a consent or consents in writing setting forth the action so taken shall be signed by all of the Board members and shall be filed with the Executive Director.

ARTICLE VII. Committees

Section 1. Standing Committees.

- a. Standing committees shall report to the membership at the annual meeting, to the Executive Board at each of their scheduled meetings; and periodically through the NFCA newspaper. The annual report should summarize important work done by the committee during the year and may also contain recommendations, which may relate to general policy to be followed by the organization, or may propose specific action by its assembly. The committee's report can contain only what is agreed to by a majority of its members.
- b. Standing committees shall be evaluated on an annual basis. This

evaluation shall be conducted by the committee and presented to the Executive Board. The evaluation shall include recommendations for further work or dissolution of the committee. Such recommendations may also be made by the Executive Board or the membership.

- c. A standing committee may be created by the affirmative majority vote of the active membership, and it may be removed by a two-thirds vote of the active membership for good cause upon the recommendation of the committee, Executive Board, or the membership.
- d. A committee member who misses two consecutive meetings shall be automatically removed from the committee unless valid reasons are presented and approved by the committee chair. The power to appoint a committee includes the power to fill any vacancy that may arise in it. The resignation of a member of a committee should be addressed to the appointing power, and it is the responsibility of that power to fill the resulting vacancy.
- e. Members of a committee shall serve one term of office and may be reappointed or reelected for additional terms as specified in these Bylaws. Upon the conclusion of the maximum term of office an interim period of one term must elapse before members may be appointed or elected once more to that particular committee. The Executive Director shall have voice, but no vote, in all standing committees except the Nominating Committee.
- f. The Standing Committees of the NFCA are: (1) All-American and Coaching Staff of the Year, (2) Awards and Hall of Fame, (3) Bylaws and Resolutions, (4) Clinic and Camp, (5) Education and Publications, (6) Ethics, (7) Executive, (8) Liaison, (9) Nominating and (10) Rules and Officials.

1) All-American and Coaching Staff of the Year Committee.

a) Composition and Selection. There shall be a separate All-American and Coaching Staff of the Year Subcommittee for each of the following active membership groups: NCAA Division I, NCAA Division II, NCAA Division III, NAIA, NJCAA, California Community College, High School, Travel Ball — provided the membership of the class/group has reached the proportion/number necessary for recognition (Article III, Section 2.b). Each subcommittee shall consist of one elected, head coach from each of the regions within the class/group. The candidates for each region's representative who receive the second highest number of total votes cast shall be Alternate Regional Representatives. One of the members of each subcommittee shall be elected its chair. The overall chair of the All-American and Coaching Staff of the Year Committee shall be the Past President, but she/he shall have voice but no vote in the committee. The President and Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote.

b) Term of Service. The Past President shall serve as chair as long as she/he remains in office. The term of service of subcommittee chairs shall be one year, with eligibility for successive reelection. Committee members shall be elected for a two-year term, with a maximum of two (2) consecutive terms.

c) Duties. It shall be the duty of each All-American and Coaching Staff of the Year subcommittee to:

- (1) Establish policies and procedures for the selection of All-Region and All-American teams, and Coaching Staffs of the Year. Submit the written policies and procedures to the Executive Board for review, and to the active membership for approval (majority vote).
- (2) Select All-Region and All-American players according to approved policies and procedures.
- (3) Select Regional and National Coaching Staffs of the Year according to approved policies and procedures.

- (4) Determine the nature of the awards to be given. Submit recommendations to the Executive Board for approval (majority vote).
- (5) Send a complete list of award recipients to the Executive Director for publication in the NFCA newspaper, and for release to the media. Include a brief bio-sketch for each honoree.
- (6) Draft congratulatory letters (for honorees) and submit them to the Executive Director for editorial review. The Executive Director shall mail the letters to honorees, with copies to their respective athletic directors and institutional chief executive officers.

d) Alternate Regional Representative. Alternate Regional Representatives shall substitute for their respective Regional Representative if circumstances prevent her/his attendance at any meeting or conference call. The alternate must be from the region of the absent representative.

2) Awards and Hall of Fame Committee.

a) Composition and Selection. The Awards and Hall of Fame Committee shall be chaired by the First Vice-President. It shall consist of nine members — one from each group of active members, each elected by majority vote of the members of her/his respective group. The President and Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote.

b) Terms of Service. The First Vice-President shall serve as chair as long as she/he remains in office. Committee members shall be elected for a two-year term, with a maximum of two (2) consecutive terms.

c) Duties. It shall be the duty of the Awards and Hall of Fame Committee to:

- (1) Establish criteria for various service and Victory Club coaching awards. Submit written criteria and procedures for selection of honorees to the Executive Board for review, and to the active membership for approval (majority vote).
- (2) Solicit and review the credentials of individuals who may meet the criteria for service and Victory Club coaching awards. Certify eligible honorees.
- (3) Establish criteria and procedures for inducting individuals into the NFCA Hall of Fame. Submit written criteria and procedures for selection of honorees to the Executive Board for review, and to the active membership for approval (majority vote).
- (4) Recommend additional awards. Establish criteria and procedures for selection of award recipients and submit the written criteria and procedures to the Executive Board for review and approval.
- (5) Determine the nature of the awards to be given. Submit recommendations to the Executive Board for approval (majority vote).
- (6) Send a complete list of award recipients to the Executive Director for publication in the NFCA newspaper, and for release to the media.
- (7) Draft congratulatory letters (for honorees) and submit them to the Executive Director for editorial review. The Executive Director shall mail the letters to honorees, with copies to their respective athletic directors and institutional chief executive officers.
- (8) Plan and conduct the “Hall of Fame and Honor” Banquet at the Annual Convention.

3) Bylaws and Resolutions Committee.

a) Composition and Selection. The Bylaws and Resolutions Committee shall be chaired by the Past-President. It shall consist of four (4) additional active members elected by majority vote of the entire active membership. The President and Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote.

b) Term of Service. The Past President shall serve as chair as long as she/he remains in office. Committee members shall be elected for a two-year term, with no limit on the number consecutive terms.

c) Duties. It shall be the duty of the Bylaws and Resolutions Committee to:

- (1) Be thoroughly familiar with the Articles of Incorporation, Bylaws, and other rules of the NFCA.
- (2) See that NFCA Articles, Bylaws, and rules are observed and that all orders and resolutions of the membership and of the Executive Board are implemented.
- (3) Review proposed Bylaw changes and forward them to the Executive Director for mailing to the membership.
- (4) Develop Standing Rules for the Annual Convention.
- (5) Assist members with the development of amendments, motions, and resolutions.

4) Clinic and Camp Committee.

a) Composition and Selection. The Clinic and Camp Committee shall be chaired by the Second Vice-President. It shall consist of six active members elected by majority vote of the entire active membership and no more than five additional committee members, appointed by the chair. (Note: Appointed committee members must be members of the NFCA, but they need not be active members.) The President and the Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote.

b) Term of Service. The Second Vice-President shall serve as chair as long as she/he remains in office. The term of service of committee members shall be two years, with a maximum of two consecutive terms.

c) Duties. It shall be the duty of the Clinic and Camp Committee to:

- (1) Organize and oversee NFCA clinics. A list of such clinics includes, but is not limited to:
 - (a) The Annual Convention Clinic.
 - (b) Exposure Camps.
 - (c) Championship Clinics at the sites of various National Championships.
- (2) Maintain a current list of active clinicians and provide recommendations upon request.
- (3) Submit a report to the Executive Board for its approval at its regular meeting between conventions.

5) Diversity Committee.

a) Composition and Selection. The Diversity Committee shall consist of a chair and four additional active members elected by a majority vote of the active membership. The chair will be elected in odd years. The President and Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote. The president may appoint one to five additional committee members from either the active or affiliate membership.

b) Term of Service. The term shall be two years, with no limit on the number of consecutive terms.

c) Duties. It shall be the duty of the Diversity Committee to:

- (1) Review current standards concerning diversity in the NFCA and in the sport.
- (2) Recommend changes and clarification in NFCA policies and procedures, and for the sport in general, relating to diversity.

6) Education and Publications Committee.

a) Composition and Selection. The Education and Publications Committee shall consist of a chair and six (6) additional active members

elected by majority vote of the entire active membership. The President may appoint one to five additional committee members. The chair will be elected in even years. The President and the Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote.

b) Term of Service. The term of service of the chair and the elected members shall be two (2) years, with a maximum of two (2) consecutive terms. The term of service of appointed members shall be determined by the President.

c) Duties. It shall be the duty of the Education and Publications Committee to:

- (1) Write, contribute to, and solicit articles for NFCA publications.
- (2) Direct the editing, production and distribution of all NFCA publications except the newspaper.
- (3) Catalog and publish a bibliography of written, taped and filmed materials relative to the coaching and teaching of fastpitch softball.
- (4) Research new projects.
- (5) Annually review all NFCA publications.

7) Ethics Committee.

a) Composition and Selection. The Ethics Committee shall consist of a chair and four (4) additional active members elected by majority vote of the entire active membership. The chair will be elected in even years. The President and Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote.

b) Term of Service. The term of service shall be two (2) years, with no limit on the number of consecutive terms.

c) Duties. It shall be the duty of the Ethics Committee to:

- (1) Develop and maintain a written code of ethics approved by the majority vote of the entire active membership.
- (2) Recommend changes and clarification in NFCA policies and procedures relating to ethics.

d) Ethics Appeals Subcommittee. The Ethics Appeals Subcommittee will be comprised of (1) the president of the NFCA; (2) the chair of the Ethics Committee; (3) an Ethics Committee member who is elected by the Ethics Committee; and (4) a representative from the class/group of each member involved in the appeal, selected by members of that class/group. If one of the Ethics Appeals Subcommittee members is involved in the appeal before the subcommittee, that person will be replaced by another NFCA member appointed by the Ethics Committee chair. In addition, if an Ethics Appeals Subcommittee member believes that she/he has a conflict of interest in any case brought before the subcommittee, she/he should withdraw from the respective case, with a replacement appointed by the Ethics Committee chair.

8) Executive Committee.

a) Composition and Selection. The Executive Committee shall be chaired by the President. It shall consist of the Past President, First Vice-President, and Second Vice-President. The Executive Director shall serve as an ex-officio member of this committee and shall have voice but no vote.

b) Term of Service. The chair and committee members shall serve as long as they hold office.

c) Duties. The Executive Committee shall have the full power of the Board between its meetings, in case of emergency or special circumstances, until the Board can be properly assembled for a regular meeting, a special/emergency meeting or a telephone conference. The Executive Board shall be informed (in writing) of all action of the

Executive Committee as soon as possible. All action taken by the Executive Committee that is subject to the approval of the Executive Board and/or the NFCA membership must be ratified by the Board — that is action, a report or the recommendations of the Executive Committee prepared on the committee's own initiative and dealing with a subject that was not expressly referred to the committee. At regular Board meetings, the Executive Committee should be required to make a report on their activities and the fulfillment of their assigned responsibilities since the last board meeting. No action need be taken on this report, which is generally intended as information only.

9) Internet Committee.

- a) Composition and Selection. The Internet Committee shall consist of a chair and six additional active members elected by a majority vote of the active membership. The president may appoint one to five additional committee members from either the active or affiliate membership. The chair will be elected in odd years. The President and Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote.
- b) Term of Service. The term shall be two years, with a maximum of two consecutive terms. The term of service of appointed members shall be determined by the President.
- c) Duties. It shall be the duty of the Internet Committee to:
 - (1) Write, contribute to and solicit articles for the NFCA's home page.
 - (2) Direct the content of the page.
 - (3) Develop ideas to expand the NFCA's internet presence.
 - (4) Approve internet procedures.

10) Liaison Committee.

- a) Composition and Selection. The Liaison Committee shall be chaired by the Executive Director. It shall consist of members appointed by the Executive Director and/or the Executive Board. The President shall serve as an ex-officio member of this committee. The Executive Director shall have voice but no vote in committee.
- b) Term of Service. The Executive Director shall serve as long as she/he remains in office. The term of service of committee members shall be determined by the chair. There shall be no limit on the number of consecutive terms of committee members.
- c) Duties. It shall be the duty of the Liaison Committee to:
 - (1) Develop an on-going communication system with external groups whose philosophies and policies influence and affect NFCA members and their softball programs.
 - (2) Keep the NFCA membership informed and updated concerning developments within external groups, especially as those developments relate to and have significance for softball coaches and their programs.
 - (3) Provide external groups with current information about the NFCA —its events, policies, etc.
 - (4) Represent the NFCA in discussions and/or meetings with representatives of external groups.
 - (5) Strive to find workable solutions to whatever problems may develop between the NFCA and any external group.
 - (6) Make recommendations to the Executive Board and/or the membership when action on problems or issues of mutual concern to the NFCA and any external group is deemed advisable.
 - (7) Provide the leadership for NFCA involvement in programs and groups associated with amateur competition (especially those which involve or relate to women) beyond the collegiate program and at the

national and international level.

11) Long Range Planning Committee.

- a) Composition and Selection. The Long Range Planning Committee shall consist of a chair and four or more appointed members from the roll of NFCA Hall of Fame members and/or past presidents of the Association. The chair will be the Past President of the Association. The President and Executive Director shall serve as ex-officio members of this committee and shall have voice but no vote.
- b) Term of Service. The term shall be two years, with no limit on the number of consecutive terms
- c) Duties. It shall be the duty of the Long Range Planning Committee to:
 - (1) Assess the current status of softball in the United States and brainstorm about future NFCA programs and involvement.
 - (2) Recommend changes and clarification in NFCA policies and procedures.

12) Nominating Committee.

- a) Composition and Selection. The Nominating Committee shall consist of nine members — one from each group of active members, each elected by majority vote of the members of her/his respective group. The chair of the Nominating Committee shall be elected by the committee from among its members.
- b) Term of Service. The term of service shall be two (2) years, with a maximum of two (2) consecutive terms. The term of service of the chair shall be one year, with eligibility for successive reelection.
- c) Duties. It shall be the duty of the Nominating Committee to:
 - (1) Maintain a list of officers, committee chairs, committee members, and vacancies; and the term of office of each.
 - (2) Publish in the NFCA Newsletter, a list of each of the offices, committee chairmanships, and committee vacancies to be filled prior to each annual convention.
 - (3) Solicit from the membership, nominations of individuals who are interested in serving as an NFCA officer, or in serving on the various NFCA committees.
 - (4) Develop a slate of at least one candidate for each of the offices, chairmanships, and committee vacancies to be filled; contact each person on the slate in order to obtain her/his acceptance of nomination; and forward the slate to the Executive Director.

13) Rules and Officials Committee.

- a) Composition and Selection. The Rules and Officials Committee shall consist of at least one representative from each group and one affiliate-umpire member; all elected by majority vote of the members of her/his respective group. Additional members may be appointed by the President. The President and Executive Director shall serve as ex-officio member of this committee and shall have voice but no vote.
- b) Term of Service. The term of service shall be two (2) years, with a maximum of two (2) consecutive terms.
- c) Duties. It shall be the duty of the Rules and Officials Committee to:
 - (1) Be informed about rule changes and proposed changes that relate to and have significance for softball programs and coaches. Inform and educate the membership relative to such rules. Point out problems, study implications, and consult the membership for opinions and response.
 - (2) Study the need for rule changes. Consider and investigate rule changes that may be in the best interest of the players, and of the sport of softball in general. Present recommended rule changes to the membership for discussion and approval (majority vote).

- (3) Solicit and receive recommended rule revisions from individuals, conferences, etc. Present them to the membership for discussion and approval (majority vote).
- (4) Generate position statements in support of NFCA recommended rule changes. Submit them to the Executive Board for review and approval (majority vote). Work closely with the Liaison Committee and the NFCA Legislative committee in efforts to broaden the base of external support for changes.
- (5) Direct NFCA recommended rule changes to external groups whose philosophies and policies influence and affect NFCA members and their softball programs. Upon the direction of the President, and with the full knowledge and cooperation of the Executive Director, represent the NFCA in rule discussions and/or meetings with representatives of the aforementioned groups.
- (6) Strive to develop rule consistency for all levels of play – high school, collegiate, ASA, recreational, international. Use NFCA publications and/or clinics to educate and inform members of the variations in playing rules among the different groups.

Section 2. Special, Ad Hoc, or Select Committees. Special committees may be created, as the need arises, to carry out specified tasks. A majority vote of the active membership is necessary to create a special committee. A special committee continues to exist until the duty assigned to it is accomplished, unless discharged sooner; and it ceases to exist as soon as the assembly receives its final report.

ARTICLE VIII.

Indemnification

Any person who is or was a director, officer, active member or employee of NFCA shall be indemnified by the corporation against liabilities and reasonable litigation expenses, including attorneys' fees, incurred by him or her in connection with any action, suit or proceeding in which he or she is made or threatened to be made a party by reason of being or having been such director, officer, member or employee, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to have acted in bad faith or to have been liable or guilty by reason of willful misconduct in the performance of duty.

ARTICLE IX.

Fiscal Year

The fiscal year of the NFCA shall start on September 1 and end on August 31.

ARTICLE X

NFCA Non-Discrimination Policy

Whereas, the National Fastpitch Coaches Association is committed to creating a community in which a diverse student-athlete and coach population can study, compete, and work in an atmosphere of tolerance, civility and respect for the rights and sensibilities of each individual regardless of personal characteristic and beliefs:

Resolved, that the Executive Board and membership of the National Fastpitch Coaches Association approves the following nondiscrimination policy:

Resolved, that the National Fastpitch Coaches Association is committed to the policy that all persons shall have equal access to program, facilities, admission and employment without regard to personal characteristics not related to ability or performance. However, the National Fastpitch Coaches Association does not discriminate against any person because of age, ancestry, color, disability or handicap, national origin, race, religious creed, gender, or sexual orientation.

ARTICLE XI.**Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern NFC A 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 NFC A may adopt.

ARTICLE XII.**Amendments**

The power to amend the Bylaws shall be vested in the active NFC A membership. Proposed changes shall be sent to the Bylaws and Resolutions Committee for review and editing before forwarding to the Executive Director for mailing to the membership and for inclusion on the agenda at the next annual membership meeting.

The Bylaws of the NFC A may be amended by a two-thirds vote at the annual meeting, provided that each proposed amendment has been screened for propriety by the Bylaws and Resolutions Committee, and that both notice and copies of the proposed amendment have been sent by mail or e-mail to active members. The active membership must receive at least thirty (30) days prior notice of the fact that Bylaw changes have been proposed and will be acted upon, and must receive proposed changes in writing.

ARTICLE XIII.**Dissolution**

The NFC A may be dissolved by a two-thirds vote of the active membership. Written notice of dissolution, with reasons stated, shall be presented to every voting member no less than thirty (30) days before the meeting at which such action is scheduled to take place.

Upon the dissolution of the corporation, the Executive Board shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, promotional (of national and international amateur sports competition), or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Board shall determine. Any such assets not so disposed of shall be disposed of by the court of general jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.