

# Houston Women's Flag Football League

## Organizational By-Laws

### 1) General

#### a) Name

The name of the organization is Houston Women's Flag Football League, henceforth referred to as HWFFL.

#### b) Non-Profit

The HWFFL is a non-profit organization.

#### c) Purpose

The purpose for which this organization is formed is to create a framework to allow women to play flag football games in a spirit of safe athletic competition, good sportsmanship, and fun. These goals will be implemented by the Board as defined below.

#### d) Anti-Discrimination

HWFFL shall not discriminate against any person or deny membership on the basis of race, color, sexual orientation, religion or creed.

### 2) Board of Directors

#### a) General

The HWFFL will be governed by a Board of Directors, henceforth referred to as the Board, composed of voting members including four (4) Officers (President, Vice-President, Secretary and Treasurer) and At-Large Positions (6 positions plus 1 position for each Team Representative (each team registered to play in the league and in good standing shall have 1 representative)) defined at 2.c.v.3. Any actions taken by the Board will require a motion passed by a majority vote of a Quorum (as defined below) of the Board present at a scheduled Board Meeting.

All Board Officers other than Treasurer and all At-Large positions other than Team Representatives are to be elected by a majority vote of the general membership of HWFFL members in good standing and in attendance at the annual meeting. Notwithstanding other provisions of these By-Laws, any Board positions left vacant either by no nominee at the time of the annual meeting, attrition or resignation may be elected by a majority vote of a quorum of the Board at a scheduled Board Meeting. The Treasurer will be appointed by the President with confirmation by a majority of the Board at the next Board Meeting. Each team registered to play in and in good standing with the HWFFL will be allowed one Team Representative.

During the scheduled playing season, each team in the HWFFL is encouraged to have a Team Representative present at all Board Meetings. In the event a team does not have a representative at the meetings, it is the responsibility of that Team Representative to obtain information regarding any decisions made at such meetings. In addition, all teams are bound by the decisions made by the Board regardless of representation or lack thereof.

#### b) Quorum

A Quorum of the Board will be the whole number value of two-thirds (2/3) rounded down of the current filled Officers and At-Large positions. Team Representatives are not considered part of the Quorum, but have a vote at any meeting they attend.

#### c) Board Member

The duties for each member of the Board are as follows:

##### i) President

- (1) Will determine the agenda of and preside at all meetings
- (2) Will appoint and assist any committees
- (3) Will oversee the day-to-day functions of HWFFL

- (4) Will be the official spokesperson in representing the HWFFL
- (5) Will be the official spokesperson for HWFFL with the news media
- (6) Will be an authorized signature on the HWFFL bank account
- (7) Will have the authority to audit the HWFFL bank account at any time
- (8) Will have the authority to call the Annual Meeting
- (9) Perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time
- (10) Oversee and assist Board members in completion of their respective tasks

**ii) Vice-President**

- (1) Apprentice to current President for the purpose of learning the role and responsibility of President with the intention of becoming President in a subsequent year
- (2) Perform all duties of President as interim President in the absence of the President or in the event the President can not perform the duties
- (3) Assume Office of President in the event of resignation or Impeachment or Involuntary Removal of President
- (4) The Vice-President may also fill one At-Large Position, if left vacant. However, this does not allow for another vote on motions

**iii) Secretary**

- (1) Is custodian of all association records other than current documents being utilized and maintained by the Treasurer
- (2) Will handle all official correspondence for the HWFFL
- (3) Will notify members of Board meetings and general meetings of the HWFFL to members who have provided updated and current email contact information to the league
- (4) Perform all duties incident to the office of secretary and such other duties as may be prescribed by the Board of Directors from time to time

**iv) Treasurer**

- (1) Will prepare monthly and annual financial reports to the HWFFL
- (2) Will keep records (including receipts) for all financial transactions
- (3) Will be authorized to sign on the HWFFL bank account
- (4) Will have charge and custody of and be responsible for all funds of the HWFFL
- (5) Will advise all members on necessary expenses
- (6) Perform all duties incident to the office of treasurer and such other duties as may be prescribed by the Board of Directors from time to time

**v) At-Large Positions**

- (1) Will regularly attend Board Meetings.
- (2) Will actively participate in HWFFL activities
- (3) The At-Large Positions are:
  - (a) **Rules Director**—responsible for overseeing and maintaining HWFFL rules to insure safety and sportsmanship, serve as Chairman of the HWFFL Rules Committee, secure and coordinate playing schedule and game Officials.
  - (b) **Fields & Equipment Director**— responsible for keeping a current inventory of property of the HWFFL, as well as, responsible for securing needed fields and permits for HWFFL playing schedule, coordinate maintenance of fields and HWFFL equipment and coordinate with the field owner.
  - (c) **Fundraising Director**—responsible for initiating and overseeing fundraising events and sponsorships, serve as Chairman of the Fundraising Committee.
  - (d) **Social Director**—responsible for HWFFL social activities and coordinating awards and awards banquet.
  - (e) **Media Director**—responsible for maintaining the league web site and overseeing videotaping and photography of games.
  - (f) **Publicity**—responsible for organizing publicity in the community including articles, interviews and advertising, coordinate with Media Director the maintenance of the league web site and the videotaping and photography of games and other events, team photos, promotional videos and rules videos.

- (g) **Team Representative**—responsible for representing team at all Board meetings (if unable to attend a Board Meeting, team representative is allowed and responsible for designation of a substitute for that Board Meeting). Team Representatives are responsible for forwarding all League information to members registered with their respective teams including Board and Annual Meetings. A Team Representative may also be an Elected Board Member, including for voting purposes in both capacities.

**d) Term of Office**

The term of office for any elected member of the Board and the Treasurer will be approximately one year expiring on the date of the annual meeting of members, whereupon election of a new Board transpires. Any team that is in good standing as determined by the Board promptly after the close of the season, or any team that has registered for an upcoming season, may designate a Team Representative whose term shall continue after the close of the season so that such Team Representative may attend and vote at any off season Board Meetings. There are no limitations on number of terms Officers or Board members may serve.

**e) Impeachment and Involuntary Removal**

Any Officer other than Treasurer is subject to impeachment in the event that she violates her duties as outlined in these By-Laws. To address the impeachment of an Officer other than Treasurer, on a motion passed by a majority vote of a quorum of the Board, a special meeting of the HWFFL membership may be called. All members must be notified 48 hours prior to the special meeting. Impeachment requires a two-thirds (2/3) majority vote of the HWFFL members in good standing and in attendance and voting at the special meeting. The officer in question will not have a vote.

The Treasurer and any At-Large Position may be subject to involuntary removal from her position if the Board deems her presence to be detrimental to the functioning of the league. This may include behaviors such as but not limited to: antagonistic and uncooperative behavior during meetings so that the agenda cannot continue, threats and/or physical fighting. Additionally, any Board member (including Officers) may be subject to involuntary removal from their position in the event they miss three (3) consecutive Board meetings. To address the involuntary removal of a Board member, on a motion passed by a majority vote of a quorum of the Board, a special Board meeting may be called or the issue may be addressed at the next scheduled Board meeting. Involuntary removal requires two-thirds (2/3) majority vote of a quorum of the Board without regard to the Board member in question who will not have a vote.

**f) Vacancies**

In the event of a vacancy of an Officer other than President or an At-Large Position other than a Team Representative, a special election will be held to fill the vacancy at the next regularly scheduled Board meeting. The Board shall elect (by a majority vote of a quorum of the Board) a person to fill the un-expired portion of the vacant position.

In the event of a vacancy of President, the Vice-President will assume the position of President for the unexpired portion of the term and a replacement Vice-President shall be elected as noted in the preceding paragraph. In the event the Vice-President is unable to assume the position of President, the Secretary will act as interim President until a replacement President is elected by the Board. In this event, the Board shall elect (by a majority vote of a quorum of the Board) a person to fill the unexpired portion of the vacant position of President.

With the exception of the Vice-President, no Board member may fill another vacant position. Duties from a vacancy may be distributed to other Board members as deemed by the Board.

**3) Treasury**

The Treasurer will deposit and handle all monies of the HWFFL. All disbursements exceeding \$200.00 will require the approval of the Board.

#### **4) Committees**

Committees shall be created and disbanded to handle functions deemed necessary by the Board. These committees will be appointed and empowered by the President with the advice and favorable vote of the Board.

#### **5) Meetings**

##### **a) Board Meetings**

The Board will meet as deemed appropriate by the Board. The day, time, and place of the meeting is to be determined at the previous meeting, although a yearly schedule can be made in advance at the first Board Meeting of the new officers. Any HWFFL member in good standing may attend a meeting of the Board. Any HWFFL member attending a meeting of the Board, but who is not a Board Member may not make motions, may not second motions and will not have a vote on motions.

##### **b) Annual Meeting**

The HWFFL will hold an Annual Meeting of the general membership for the purpose of electing officers and at-large Board members, voting on amendments to the By-Laws, presenting a summary of the HWFFL's current financial condition, and acting on other HWFFL issues. This meeting will be held at the end of the HWFFL season at a date, time, and location to be communicated to the membership at least two (2) weeks before the scheduled meeting.

##### **c) Special Meeting**

The Board, if deemed necessary, on a motion passed at a regular Board meeting by a majority vote of a quorum of the Board, may call for a special HWFFL membership meeting. The date, time and location of a special meeting will be communicated to the membership in writing at least two (2) weeks prior to the scheduled meeting. Any business conducted at a special meeting will require a two-thirds (2/3) majority vote of members in good standing and in attendance.

#### **6) Amendments to By-Laws**

Any member proposing a change to the HWFFL by-laws must submit the proposed amendment in writing to the Board four (4) weeks prior to the annual meeting. The members of HWFFL will be notified of the proposed amendment(s) at least two (2) weeks prior to the annual meeting. A two-thirds (2/3) majority vote of members in attendance is required to amend the By-Laws.

#### **7) Membership**

##### **a) Age**

All members must be at least 18 years old.

##### **b) Dues**

Each member must have paid any membership dues which will be required under the HWFFL rules for the year in question. A year shall be defined to be the period from the regular registration deadline to the following year's regular registration deadline as set by the HWFFL Board.

The HWFFL Board will be responsible for setting membership dues for the following season. To be a member in good standing of the HWFFL, the member must have fully paid membership dues and not be subject of current Board discipline.

##### **c) Team Registration**

Established teams in good standing are considered to be registered for the league. The Board may set a deadline by which established teams in good standing must notify the League of their intent to play in the upcoming season and submit a preliminary roster of at least 8 players. New

teams are registered for the league when a team representative pays one registration fee and submits a roster of eight players to the Board.

Each team must have paid any team fees and/or fines which are specified under the HWFFL rules for the season in question. A season shall be defined to be the period from the first game to the championship game.

**d) Participation**

Every player on each HWFFL team must be a member in good standing of the HWFFL or the team will forfeit its right to play in the HWFFL. In addition, the Board may disallow a team's participation in the HWFFL for any of the following reasons, including but not limited to: the team has not paid a team fee (if required), the team has an ineligible player, the team does not have a representative at Board meetings, the team consistently behaves in a manner making officiating difficult and/or behaves in a way that puts players in danger.

**Every player in the HWFFL is governed by the Board and may be required to appear before the Board in its sole discretion for consideration of suspension or ejection from the HWFFL for any of the following reasons, including, but not limited to: non-payment of any fees, fines, or dues; ejection from one or more games during the course of a season; any physical altercation during a game or on, or at, any HWFFL game or function; a pattern of unsportsmanlike conduct; any conduct at any HWFFL game or function which endangers, intimidates, or harasses another HWFFL member, a referee, or jeopardizes the league's relationship with its vendors (this includes activities that occur at the field of play but not during a game).**

**8) Rules Governing Play**

The rules governing play shall be the Houston Women's Flag Football League Rules and Regulations. The HWFFL Rules Committee is responsible for maintaining these rules to insure safety and sportsmanship. The HWFFL Rules Committee will present to the Board, via the Rules Director (also the Chair of the Rules Committee), any rule changes which are deemed necessary. Any rule change(s) will be made by motion passed by a majority vote of a quorum of the Board at a scheduled Board meeting. Rule changes may be made by this procedure at any time. Information regarding rule changes will be accessible to the teams via their representation on the Board.

**9) League Logos**

Before using any HWFFL logo, a person must submit a written request to the league Board and receive approval from the Board.

**10) Awards**

Unless otherwise decided by the Board, the following awards will be presented at the end of each season: first-Place team and second-place team (as decided by the post-season tournament), all-stars, MVP offense, MVP defense and the Harold G. Lewis Sportsmanship Award.

We, the undersigned, HWFFL Board members ratify the above as the By-Laws of the Houston Women's Flag Football League effective August 1, 1996.

**Signed**

Kristin Anderson, President  
Janice Martinez, Secretary  
Delma Cardona, Treasurer

Mary Jo Bate, Member  
J.R. Futcher, Member  
Sally Teichgraber, Member

**By Laws updated and amended at the annual league meeting March 2003.**

**By Laws updated and amended at the annual league meeting March 19, 2005.**