

ROBSON RANCH SOFTBALL ASSOCIATION
BYLAWS AND CHARTER
Approved February 28th, 2023

ARTICLE I

Name

NAME: The name of the organization shall be Robson Ranch Softball Association, hereinafter referred to as "RRSA", a not-for-profit organization.

ARTICLE II

Mission

MISSION: The mission of the RRSA is to encourage all Robson Ranch residents to participate in a fun environment, with sportsmanship and safety being a high priority.

ARTICLE III

Authority and Limitations

The RRSA will operate as an instrumentality of the Robson Ranch Homeowners' Association, hereinafter referred to as "HOA", in compliance with its bylaws and regulations, but will not conduct business or obligate funds in the name of the HOA.

ARTICLE IV

Members

Section 1: Membership shall be open to any registered resident at Robson Ranch.

Section 2: No eligible person shall be denied membership to the RRSA because of gender, race, color, religion, national origin, marital status, sexual orientation, or veteran status.

Section 3: RRSA enrollment may be conducted at any time as determined by the RRSA Board.

Section 4: Dues for the RRSA membership will be determined by the RRSA Board and will be based on the financial needs of the RRSA to operate. Dues will be set as required each year by the current Board.

Section 5: Fees may be charged for the RRSA activities in addition to the regular membership dues. Monies will be handled by the RRSA Treasurer.

Section 6: Any member of the RRSA, in good standing, shall be entitled to vote at any regular or special meetings of the RRSA and to participate in all RRSA events upon compliance with adopted regulations and bylaws.

Section 7: At meetings of the RRSA, decisions may be made by a majority vote of those members present and voting.

Section 8: A good standing member is a member who is enrolled in the RRSA and whose dues are current.

ARTICLE V

Board of Directors

Section 1: The RRSA's Board of Directors shall consist of: President, Vice President, Secretary, Treasurer, League Commissioner(s) and At-Large Member(s). Board members are the Officers of RRSA with voting rights.

Section 2: All Officers must be members of the RRSA.

Section 3: Each Officer shall hold office for a term of one (1) year and may be elected for not more than two (2) consecutive terms in an annual election.

Section 4: The membership of the RRSA may vote to remove a member of the Board. The rules of amending this charter (see Article XIII) apply to removing a member of the Board.

ARTICLE VI

Nomination and Election

Section 1: Election of Board members shall take place at the annual meeting. No less than 30 days prior to the annual meeting the Board shall appoint a

Nominating Committee Chairperson. Additional committee members shall be selected from the membership by the Chairperson.

Section 2: The slate of Board candidates proposed by the Nominating Committee shall be distributed to all RRSA members at least two weeks prior to the RRSA regular membership meeting at which, the new Board will be elected.

Section 3: A majority of the RRSA members, present and voting, in person or by proxy, shall elect at the annual meeting by majority vote and such election shall be by written ballot if more than one candidate is running for any position. The election and tabulation of the votes shall be by the Board Secretary or designee.

Section 4: No Board member may serve on the Nominating Committee.

Section 5: The elected Board shall take office immediately following the election.

ARTICLE VII

Governing Body

Section 1: The governing body of the RRSA is the Board.

Section 2: It shall be the duty of the Board to conduct, manage, and control the affairs and business of the RRSA between meetings of the regular membership.

Section 3: A majority of the Board shall constitute a quorum for a Board meeting.

Section 4: Vacancies that occur between elections shall be filled by Board appointment. The term served by the appointee is the remainder of the term of the Board member being replaced.

ARTICLE VIII

Duties of Officers

Section 1: The President shall:

- Be the chief administrator of the RRSA.
- Preside over all the RRSA's Membership and Board meetings.
- Be ex-officio a member of all committees, except the Nominating Committee.
- Appoint, with Board approval, the Chairpersons of Committees.
- Negotiate for the RRSA's Board approved contracts, such as equipment and instruction.
- Sign for Board approved contracts in addition to the HOA representative.

Section 2: The Vice President shall:

- Assist the President.
- In the President's absence, perform the duties of the President's office.

Section 3: The Secretary shall:

- Record the actions of Board meetings and the minutes of general membership meetings.
- Be in charge of all the RRSA's records, other than the Treasurer's.
- Prepare any reports required by the HOA.
- Post required notices.

Section 4: The Treasurer shall:

- Is the chief financial officer and shall be responsible for collecting the dues, if any, of the members and other monies as required.
- Pay Board-approved bills owed by the RRSA.
- Present a financial report as required by the Board.
- Present the RRSA financial report to the RRSA Membership, for the end of the fiscal year (December 31), at the first general meeting of the year.
- Retain the Treasurer's records.
- File any necessary tax forms.
- Maintain a set of books that tracks RRSA and Banner Fund income and expense.

Section 5: The Commissioners shall:

- Be responsible for the coordination and conduct of all games of their respective league.

- Be responsible for the resolution of on-field issues such as protests, manager's inquiries, and rules clarification.
- Be responsible for player assignment (team balance).

Section 6: At-Large Members shall:

- Assist in the normal operations of the RRSA.

ARTICLE IX

Fiscal and Finance

Section 1: The fiscal year shall be January 1 through December 31.

Section 2: No Board Member shall receive compensation for their service. Also, no monies from the treasury shall be used by the Board for any personal gain.

Section 3: The Treasurer's books shall be reviewed at least annually by an individual independent of the RRSA. A review shall be completed no later than 30 days following the end of the fiscal year. A review is also required when there is an incoming new Treasurer. The review shall be reported to the membership at the next regular meeting. The books shall be open at all times for members' inspection. The HOA has audit responsibility for the Banner Fund as they deem necessary.

Section 4: The Treasurer, and at least one other member of the Board, shall be authorized to expend the RRSA's monies for Board approved expenses.

Section 5: Budget:

- The Board prepared budget shall be presented for approval of the membership at the annual meeting. Updates will be provided to the membership as the Board deems necessary.
- The budget may be revised, as needed during the year, with approval of the Board.
- No single unbudgeted expenditure in excess of Five Hundred Dollars shall be made without approval of the RRSA membership.

Section 6: The RRSA is a not-for-profit, 501.C organization. In the event of the dissolution of the RRSA, any remaining funds will be distributed in accordance

with the "Softball Field Use Agreement" between the HOA and RRSA signed and dated 11/5/2015.

ARTICLE X

Volunteer Committees

Section 1: The Board shall appoint Volunteer Committee Chairpersons to help with the execution of specific duties outlined by the Board members. These individuals should attend Board meetings as appropriate to their task(s).

ARTICLE XI

Meetings

Section 1: Membership and Board meetings shall be held as required and will be scheduled by the President.

Section 2: The date and location of the Membership meetings shall be announced by the President and shall be posted on the Robson Ranch HOA Website and the RRSA Website at least two weeks prior to the Membership meeting.

Section 3: The annual meeting will be held in the 4th quarter of each year.

ARTICLE XII

Rules of Order

Section 1: These Rules of Order shall be the authority of all questions of parliamentary procedure unless in conflict with these bylaws or with the laws of the State of Texas.

Meeting Chair

1. Calling the meeting to order on time
2. Announcing the business before the group in the order noted on the agenda
3. Determining the presence of a quorum
4. Recognizing members who want to speak
5. Processing all motions
6. Expediting business
7. Ruling on points of order
8. Conducting the meeting in a fair and equitable manner

Procedure for a motion:

1. Member makes a motion.
2. Another member seconds the motion.
3. The chair states the motion, formally putting it before the group.
4. The members discuss the motion.
5. The chair puts the question to a vote.
6. The chair announces the results of the vote.

Discussion:

- After a motion is made, the Floor is open for discussion.
- The person making the motion has the right to speak first.
- A person who hasn't spoken out yet gets precedence over people who have already spoken to the motion.
- Maker of the motion (or the chair) calls for closure of the discussion after everyone who wishes to speak has been heard. If someone calls the question before that, the group must vote on whether to end discussion. If that occurs, a two-thirds vote is required to end a discussion.

ARTICLE XIII

Amendments

The bylaws must be amended, by a two-thirds (2/3) vote of the members present and voting, in person or by proxy, at a regular or annual meeting of the RRSA, provided written notice of each proposed amendment, or proposed new bylaws, has been posted publicly two (2) weeks prior to the RRSA's meeting. Excluded from the member voting requirement and solely by a majority vote of the Board of Directors the bylaws can be amended specific to the names of the RRSA Board of Directors, Rules of Order, Volunteer Committees and Duties of Officers.

RRSA Board of Directors



Sean Curry - President



Gary Warrick - Vice President



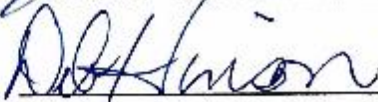
Ty Nelson - Treasurer



Sue Kamrath - Secretary



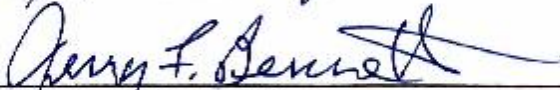
Mike Braam - Coed Commissioner



Deb Hinson - Senior Coed Commissioner



Jerry Hinson - Member At Large



Jerry Bennet - Member At Large