

Article V
Election/Appointment of Directors and Election of Officers and Terms

Section 1: Election of Directors. Pursuant to Article III, Section 1 above, each team in Division 1 and 2, through its coach, has the option to nominate one of its players (excluding its coach) to serve on the Board. While teams can nominate one of their players to be a Director, other Members of that team who are in good standing can also be placed in nomination as write-in candidates to be a Director. Those players nominated by their teams for Director positions in both Divisions, or write-in candidates from these teams, shall be submitted to the Board Secretary in writing, by email or otherwise no later than 10 business days before the scheduled Annual Meeting for inclusion on the ballot and will be elected or rejected at the Annual Meeting of the membership. Voting can be done in person or by proxy (via email).

Section 2. Eligibility for Directors. Except as noted herein, any Cape Codger player who has registered, paid, and played in any of the core Cape Codger events (Turf Ball, Summer Ball or Fall Ball) in the prior season is eligible for election as a Cape Codger Board Director. A prospective Cape Codger Board Director shall not be eligible for election if the prospective Board Director has been found to be in violation of the Cape Codger Code of Conduct after disciplinary hearing(s) have resulted in such prospective Board Director:

- a) Receiving two or more written warnings in the prior year*
- b) Being ejected from a game or event*
- c) Being expelled from the league*

Section 3: Election Process. Elections for open Director positions will be held at the Annual Members Meeting or Special Meetings called by the Board of Directors (Article IV Sections 1 and 2). All qualifying nominated and write-in candidates will be on the ballot. Elections will require the vote of a minimum of 33% of the total eligible Codger league membership either in person or via proxy. Each Member's ballot is valid when the Member casts votes representing at least three fourths of the open Director positions but not more than the number of open positions on the ballot. Those Members who receive the most votes to fulfill the open Board positions will be considered elected. Vote counting will take place at the meetings. If there is a tie, the league will administer a runoff election. If there is not 33% of the membership voting, the Board will be required to call for a special meeting to elect the Directors. Newly elected Directors, within fourteen (14) business days of taking office, shall attest that they have read and understand Cape Codgers Senior Softball By-Laws.

Section 4: Terms and Unexcused Absences. Directors will serve three-year terms. Directors are eligible to serve up to two consecutive terms. No Director can serve for

more than two consecutive three-year terms. After a one-year break, former Directors may return and be elected for subsequent Board terms, subject to the previous limitation of not serving for more than two consecutive three-year terms. A Director who has more than three unexcused Board Meeting absences in a calendar year may, at the discretion of the Board, be removed from the Board. The President or the Executive Committee will make the determination if an absence is considered unexcused for these purposes

Section 5: Vacancies. If, for any reason, a Director vacancy in any Division occurs in the middle of a Director's term, the coach of any team in that Division without a current Director may nominate an individual from that team (or affected coaches may agree on one nominee) to serve as an Interim Director until the next Annual Meeting of the Members. "Write-In" candidates from such team(s) may also place their names in nomination. The nominees shall then be presented to the Board for it to vote on the appointment of one of the nominees to serve as the Interim Director. Such vote shall be by a majority vote of the currently serving Directors. All nominations must be submitted to the Board Secretary via email no later than 10 business days before the scheduled Board Meeting for appointment of the interim Director. Voting by the Board on the appointment of the interim Director can be done in person or by proxy (via email). An individual serving as an Interim Director shall still be eligible to serve two consecutive three-year terms as a Director, as provided in Section 4, if elected by the Members.

Section 6: Election of Officers. The Board of Directors shall elect from their membership a President, a Vice President, a Secretary, and a Treasurer during their October Board Meeting. Terms for all officer positions will be for one year. Officers can be elected for full or partial terms (in the case of an officer resignation or incapacity), or re-elected to any officer position, but regardless of the position held, shall only be able to serve for up to a total of four one-year terms, which terms need not be consecutive, with new terms beginning each October and partial terms beginning on the date of election to the Board. Except in the case of the election to replace an officer who has resigned or is incapacitated, the election of officers shall occur at the first Board Meeting after the Annual Meeting. If there is no Board member who stands for election for the role of President/Commissioner, at the discretion of the Board, the role of "President/Commissioner" may be filled by a group of three Board members selected by the Board, to be known as the "Executive Committee" and that in its discretion this committee may designate one of its members to hold the title of "President/Commissioner."

Section 7: Officer Vacancy. If a vacancy occurs among the Officers, the Board of Directors shall fill the vacancy for the unexpired term at their next Board Meeting.