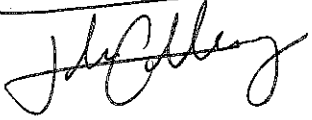


APPROVED

4/27/2023

# Eastlake Little League Constitution

## ARTICLE I - OFFICIAL NAME

This organization shall be known as the Eastlake Little League, hereinafter referred to as "Local League."

## ARTICLE II - OBJECTIVE

### Section 1 - Defined Objective

The objective of the Local League shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage, and respect for authority, so that they may be well adjusted, stronger, and happier children and will grow to be good, decent, healthy, and trustworthy citizens.

### Section 2 - Achievement of Objective

To achieve this objective, the Local League will provide a supervised program under the Rules and Regulations of Little League Baseball, Incorporated. All Directors, Officers, and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. In accordance with Section 501(c)(3) of the Federal Internal Revenue Code, the Local League shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball games. No part of the net earning shall inure to the benefit of any private shareholder or individual; no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

## ARTICLE III - MEMBERSHIP

### Section 1 - Membership Eligibility

Any person sincerely interested in active participation to further the objective of this Local League may apply to become a Member.

## Section 2 - Membership Classes

a. Player Members

Any player candidate meeting the requirements of Little League Regulation IV shall be eligible to compete for participation. Player Members shall have no rights, duties, or obligations in the management or in the property of the Local League.

b. Regular Members

Any household with an active Little League participant in the Local League obtains membership status as a Regular Member. Only Regular Members in good standing are eligible to vote at General Membership Meetings.

Note: Regular Members of the league automatically include all current managers, coaches, volunteer umpires, board members, officers of the board, and any other person who is recognized by the Board as a volunteer in the Local League.

c. As used hereinafter, the word "Member" shall mean a Regular Member unless otherwise stated.

## Section 3 - Other Affiliations

a. Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as members of the Local League.

b. Regular Members should not be actively engaged in the promotion and/or operation of any other baseball/softball program.

## Section 4 - Suspension or Termination

Membership may be terminated by resignation or action of the Board of Directors as follows:

a. The Board of Directors, by a two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to discipline, suspend, or terminate the membership of any Member, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of the Local League and/or Little League Baseball. The Member involved shall be notified of such meeting, informed of the general nature of the charges, and given an opportunity to appear at the meeting to answer such charges.

b. The Board of Directors shall, in case of a Player Member, give notice to the manager of the team for which the player is a Player Member. Said manager shall appear, in the capacity of an adviser, with the player before the Board of Directors or a duly appointed committee of the Board of Directors. The player's parent(s) or legal guardian(s) may also be present. The Board of Directors shall have full power to suspend or revoke such

player's right to future participation by two-thirds vote of those present at any duly constituted meeting (quorum is required).

## **ARTICLE IV - DUES FOR REGULAR MEMBERS**

### **Section 1 - Membership Dues**

Dues for Regular Members may be fixed at such amounts as the Board of Directors shall determine for a particular fiscal year (See Article XI, Section 7 for fiscal year of this league).

Note: Dues for Regular Members are separate from registration fees for Player Members, which are determined annually by the Board of Directors in accordance with Regulation XIII (C). If no dues for Regular Membership are collected, Section 2 below does not apply.

### **Section 2 - Failure to Pay Dues**

Regular Members who fail to pay their fixed dues within ten (10) days of application to become a member may, by majority vote of the Board present at a Board meeting, be dropped from the rolls and shall forfeit all rights and privileges of membership.

## **ARTICLE V - GENERAL MEMBERSHIP MEETINGS**

### **Section 1 - Definition**

A General Membership Meeting is any meeting of the membership of the league (including Special General Membership Meetings, Section 8). A minimum of one per year (Annual Meeting, see Section 7) is required.

### **Section 2 - Notice of Meeting**

Notice of each General Membership Meeting, to include electronic election of the Board of Directors, shall be delivered personally, electronically, or by mail to each Member at the last recorded address at least seven (7) days in advance of the meeting setting forth the place, time, and purpose of the meeting. In lieu of the above methods, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened General Membership Meeting.

### **Section 3 - Quorum**

At any General Membership Meeting, the presence in person or representation by absentee ballot of one fifth (20 percent) of the members shall be necessary to constitute a quorum. If a

quorum is not present, no business shall be conducted.

## **Section 4 - Election of the Board of Directors**

The election of the Board of Directors shall be held electronically. After the election, the Board of Directors shall assume the performance of its duties on October 1st. The Board's term of office shall continue until its successors are elected and qualified under this section. After the Board of Directors begins its term, the Board shall meet to elect the officers.

The Officers of the Board of Directors shall include, at a minimum, the President, one or more Vice Presidents, Treasurer, Secretary, one or more Player Agents and a Safety Officer. The Board shall also include a minimum of one manager and one volunteer umpire. Only volunteer umpires may be elected to the Board.

## **Section 5 - Voting**

Only Regular Members shall be entitled to make motions and vote at General Membership Meetings. However, the Board of Directors may invite, admit, and recognize guests for presentations or comments during General Membership Meetings. (Those eligible to take part at meetings of the Board of Directors are described in Article VI, Section 4.)

## **Section 6 - Absentee Ballot**

For the expressed purpose of accommodating a Regular Member in good standing who cannot be in attendance at the Annual Meeting, or any General Membership Meeting at which new Board Members will be elected, an absentee ballot may be requested and obtained from the Secretary of the League. The absentee ballot shall be properly completed, signed, and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Election Chairman (appointed at the meeting) on the date of the meeting, prior to the voting portion of the election process.

## **Section 7 - Annual Meeting of the Members**

The Annual Meeting of the Members of the Local League shall be held on Opening Day, which will be the first Saturday of March each year for the purpose of receiving reports, reviewing the Constitution, and for the transaction of such business as may properly come before the meeting.

The Membership shall receive at the Annual Meeting of the Members of the Local League a report, verified by the President and Treasurer, or by a majority of the Directors, showing:

- a. The condition of the Local League, to be presented by the President or his/her designate;

- b. A general summary of funds received and expended by the local league for the previous year, the amount of funds currently in possession of the local league, and the name of the financial institution in which such funds are maintained;
- c. The whole amount of real and personal property owned by the Local League, where located, and where and how invested;
- d. For the year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated or expended, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made;

This report shall be filed with the records of the Local League and entered in the minutes of the proceedings of the Annual Meeting. A copy of such report shall be forwarded to Little League Headquarters.

## **Section 8 - Special General Membership Meetings**

Special General Membership Meetings of the Members may be called by the Board of Directors, Secretary, or President at their discretion. Upon the written request of twenty (20) Regular Members or three (3) Directors, the President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such Special General Membership Meetings shall be scheduled to take place not less than fourteen (14) days after the request is received by the President or Secretary.

## **Section 9 - Rules of Order for General Membership Meetings**

Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except when in conflict with this Constitution of the Local League.

# **ARTICLE VI - BOARD OF DIRECTORS**

## **Section 1 - Authority**

The management of the property and affairs of the Local League shall be vested in the Board of Directors.

## **Section 2 - Director Seats**

The number of Directors on the Board shall be fixed at the Annual Meeting and may be increased at any General Membership Meeting or Special Meeting of the Members. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Directors shall be by majority vote of all Regular Members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

## **Section 3 - Vacancies**

If any vacancy occurs in the Board of Directors by death, resignation, or otherwise, it may be filled by a majority vote of the remaining Directors at any regular Board meeting or at any Special Board Meeting called for that purpose.

## **Section 4 - Board Meetings, Notice, and Quorum**

Regular meetings of the Board of Directors shall be held immediately following the Annual Meeting and on such days thereafter as shall be determined by the Board. The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at a request in writing of one half ( $\frac{1}{2}$ ) + one (1) of the Directors, issue a call for a Special Board Meeting.

In the case of Special Board Meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting. Notice of each meeting shall be given by the Secretary personally, electronically, or by mail to each Director at least twenty-four (24) before the time appointed for the meeting to the last recorded address of each Director. Over 50% of the Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted. Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit, and recognize guests for presentations or comments during Board meetings.

## **Section 5 - Duties and Powers**

The Board of Directors shall have the power to appoint such officers and standing committees as it shall determine appropriate and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate. The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Local League as it may deem proper, provided such rules and regulations do not conflict with this Constitution. The Board shall have the power by a two-thirds vote of those present at any regular Board or Special Board Meeting to discipline, suspend, or remove any Director, Officer, or Committee Member of the Local League in accordance with the procedure set forth in Article III Section 3 (a, b).

## Section 6 - Rules of Order for Board Meetings

Robert's Rules of Order shall govern the proceedings for all Board of Directors meetings, except, except when in conflict with this Constitution of the Local League.

# Article VII - DUTIES & POWERS OF THE BOARD

## Section 1 - Appointments

The Board of Directors may appoint such other officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each. Appointed officers or agents shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board.

## Section 2 - President

The President shall:

- a. Conduct the affairs of the Local League and execute the policies established by the Board of Directors.
- b. Present a report of the condition of the Local League at the Annual Meeting.
- c. Communicate to the Board of Directors such matters as deemed appropriate and make such suggestions as may tend to promote the welfare of the Local League.
- d. Be responsible for the conduct of the Local League in strict conformity to the policies, principles, and Rules and Regulations of Little League Baseball, Incorporated as agreed to under the conditions of charter issued to the Local League by that organization.
- e. Designate in writing other officers, if necessary, to have power to make and execute for and in the name of the Local League such contracts and leases they may receive and which have had prior approval of the Board.
- f. Investigate complaints, irregularities, and conditions detrimental to the Local League and report thereon to the Board as circumstances warrant.
- g. Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.
- h. With the assistance of the Player Agent, examine the application and support proof-of

age documents of every player candidate and certify to the residence and age eligibility before the player may be accepted for tryouts and selection.

### **Section 3 - Executive Vice President**

The Executive Vice President shall:

- a. Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President shall have all the powers of that office.
- b. Oversee the corporate operation of the Local League as described in the Bylaws of the Local League.
- c. Provide guidance to other vice presidents.
- d. Nominate officers and/or coordinators as described in the Bylaws of the Local League.
- e. Propose the creation and/or assembly of committees as described in the Bylaws of the Local League.
- f. Perform such duties as from time-to-time may be assigned by the Board of Directors or by the President.

### **Section 4 - Vice President of Baseball Operations**

The Vice President of Baseball Operations shall:

- a. Oversee the operation of baseball activities of the Local League.
- b. Serve as the Coaching Coordinator for the Local League.
- c. Nominate officers and/or coordinators as described in the Bylaws of the Local League.
- d. Nominate league commissioners and/or other officials to assist in the baseball operation of the Local League.
- e. Propose the creation and/or assembly of committees as described in the Bylaws of the Local League.
- f. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.



## Section 5 - Vice President of Facilities

The Vice President of Facilities shall:

- a. Oversee the use, development, and maintenance of the Local League's facilities.
- b. Nominate a Head Groundskeeper upon position vacancy.
- c. Propose the creation and/or assembly of committees as described in the Bylaws of the Local League.
- d. Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

## Section 6 - Secretary

The Secretary shall:

- a. Be responsible for recording the activities of the Local League and maintain appropriate files, mailing lists, and necessary records.
- b. Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.
- c. Maintain a list of all Regular Members, Directors, and committee members and give notice of all meetings of the Local League, the Board of Directors, and committees.
- d. Keep the minutes of the meetings of the Members, the Board of Directors, and the Executive Committee, and cause them to be recorded for that purpose.
- e. Conduct all correspondence not otherwise specifically delegated in connection with said meeting and shall be responsible for carrying out all orders, votes, and resolutions not otherwise committed.
- f. Notify Members, Directors, Officers, and committee members of their election or appointment.
- g. Serve as the Chairperson of the Review Board.

## Section 7 - Treasurer

The Treasurer shall:

- a. Perform such duties as are herein set forth and such other duties as are customarily incident to the Office of Treasurer or may be assigned by the Board of Directors.
- b. Receive all monies and securities and deposit same in a depository approved by the Board of Directors.
- c. Keep records for the receipt and disbursement of all monies and securities of the Local League, including the Auxiliary, approve all payments from allotted funds, and draw checks therefore in agreement with policies established in advance of such actions by the Board of Directors. All disbursements by check must have dual signatures.
- d. Prepare an annual budget, under the direction of the President, for submission to the Board of Directors at the Annual Meeting.
- e. Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the Annual Meeting, and to Little League Headquarters.

## Section 8 - Player Agent(s)

The Player Agent(s) shall:

- a. Record all player transactions and maintain an accurate and up-to-date record thereof.
- b. Receive and review applications for player candidates and assist the President in verifying residence and age eligibility.
- c. Conduct the player assessments, the player draft, and all other player transaction or selection meetings.
- d. Prepare the Player Agent's list.
- e. Prepare for the President's signature and submission to Little League Headquarters team rosters, including players claimed, and the tournament team eligibility affidavit.
- f. Notify Little League Headquarters of any subsequent player replacements or trades.

## Section 9 - Safety Officer

The Safety Officer shall:

- a. Be responsible to create awareness, through education and information, of the opportunities to provide a safer environment for children and all participants of Little League Baseball.
  
- b. Develop and implement a plan for increasing safety of activities, equipment, and facilities through education, compliance and reporting. NOTE: In order to implement a safety plan using education, compliance, and reporting, the following suggestions may be utilized by the Safety Officer:
  1. Education - Should facilitate meetings and distribute information among participants including players, managers, coaches, umpires, league officials, parents, guardians, and other volunteers.
  
  2. Compliance - Should promote safety compliance leadership by increasing awareness of the safety opportunities that arise from these responsibilities.
  
  3. Reporting - Define a process to assure that incidents are recorded, information is sent to league/district and national offices, and followup information on medical and other data is forwarded as available.

## **ARTICLE VIII - EXECUTIVE COMMITTEE**

### **Section 1 - Executive Committee Members**

The Board of Directors in its entirety will constitute the Executive Committee.

### **Section 2 - Duties & Responsibilities**

The Executive Committee shall advise and assist the Officers of the Local League in all matters concerning its interests and the management of its affairs.

### **Section 3 - Quorum**

At any meeting of the Executive Committee, a majority of the total number of members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee.

## **ARTICLE IX - OTHER COMMITTEES**

## **Section 1 - Review Board**

The Board of Directors may appoint a Review Board consisting of no fewer than five (5) Members of the Local League to include the Secretary and one (1) person not directly associated with the regular activities of the Local League. The Review Board shall review disputes, complaints, and infractions, as well as propose resolutions and/or disciplinary actions on such matters to the Board as described in the Bylaws of the Local League as needed.

## **Section 2 - Postseason Manager Selection Committee**

The Board of Directors may appoint a Postseason Manager Selection Committee consisting of no fewer than five (5) Members. The Committee shall solicit, review, interview, and recommend All-Star and Tournament of Champions (TOC) managers to the Board of Directors as described in the Bylaws of the Local League. Committee members and their family members are ineligible to apply for any postseason manager positions.

## **Section 3 - Additional Committees**

The Board of Directors may create and appoint additional committees to ensure successful operation of the Local League in adherence with the Bylaws of the Local League.

# **ARTICLE X - AFFILIATION**

## **Section 1 - Charter**

The Local League shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. The Local League shall devote its entire energies to the activities authorized by such charter and it shall not be affiliated with any other program or organization or operate any other program.

## **Section 2 - Rules & Regulations**

The Official Playing Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, Pennsylvania shall be binding on this Local League.

## **Section 3 - Local Rules, Ground Rules, and/or Bylaws**

The local rules, ground rules, and/or Bylaws of this Local League shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season, but shall in no way conflict with the rules, regulations, and policies of Little League Baseball, Incorporated, nor shall they conflict with this Constitution. The local rules, ground rules, and/or Bylaws of this Local League shall expire at the end of each fiscal year, and are not considered part of this Constitution (See Article XI, Section 7 for fiscal year of this

league).

## **ARTICLE XI - FINANCIAL & ACCOUNTING**

### **Section 1 - Authority**

The Board of Directors shall decide all matters pertaining to the finances of the Local League and it shall place all income, including Auxiliary funds, in a common league treasury directing the expenditure of funds in such manner as will give no individual or team an advantage over those in competition with such individual or team.

### **Section 2 - Contributions**

The Board of Directors shall not permit the contribution of funds or property to individual regular season teams but shall solicit funds for the common treasury of the Local League, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the Local League.

### **Section 3 - Solicitations**

The Board of Directors shall not permit the solicitation of funds in the name of Little League Baseball unless all of the funds so raised be placed in the Local League treasury.

### **Section 4 - Disbursement of Funds**

The Board of Directors shall not permit the disbursement of Local League funds for anything other than the conduct of Little League activities in accordance with the rules, regulations, and policies of Little League Baseball, Incorporated. All disbursements shall be made by check or electronic funds. All checks shall be signed by the Local League Treasurer and such other officer(s) or person(s) as the Board of Directors shall determine.

### **Section 5 - Compensation**

Compensation: No Director, Officer, or Member of the Local League shall receive, directly or indirectly any salary, compensation, or emolument from the Local League for services rendered as Director, Officer, or Member.

### **Section 6 - Deposits**

All monies received, including Auxiliary Funds, shall be deposited to the credit of the Local League's approved financial institution, Wells Fargo Bank.

## Section 7 - Fiscal Year

The fiscal year of the Local League shall begin on October 1 and shall end on September 30.

## Section 8 - Distribution of Property upon Dissolution

Upon dissolution of the Local League and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of the Local League to another Federally Incorporated entity which maintains the same objectives as set forth in Article II of this Constitution, which are or may be entitled to exemption under Section 501(c)(3) of the Internal Revenue Code or any future corresponding provision.

## ARTICLE XII – AMENDMENTS

This Constitution may be amended, repealed, or altered in whole or in part by a majority vote at any duly organized meeting of the Members provided notice of the proposed change is included in the notice of such meeting. Draft of all proposed amendments shall be submitted to Little League Baseball, Incorporated, for approval before implementation.

The Eastlake Little League Membership approved this Constitution on **4/24/2023**

President's Name - David Ovadia

President's Signature

A handwritten signature in black ink, appearing to be 'D Ovadia', written over a horizontal line.