

**MANSFIELD YOUTH BASEBALL, INC.**

**CONSTITUTION**

League ID Number:

**ARTICLE I – NAME**

This organization shall be known as Mansfield Youth Baseball, Inc. (an affiliate of Little League International), hereinafter referred to as Mansfield Youth Baseball (“MYB”).

**ARTICLE II – OBJECTIVE**

**2.1.** The objective of MYB 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.

**2.2.** To achieve this objective, MYB 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, MYB shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball games. No part of the net earnings 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**

**3.1. Eligibility.** Any person sincerely interested in active participation to further the objective of MYB may apply to become a Member.

**3.2. Classes.** There shall be the following classes of Members:

(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 MYB.

(b) Regular Members - Any adult person actively interested in furthering the objectives of the MYB may become a Regular Member upon election. The Secretary shall maintain the roll of membership to qualify voting members. Only Regular Members in good standing are eligible to vote at General Membership Meetings.

**Note:** Regular Members of MYB automatically include all current Managers, Coaches, Board Members, Officers of the Board, and any other person who is recognized by the Board as a volunteer in MYB.

(c) Honorary Members - Any person may be elected as Honorary Member by the unanimous vote of all Directors present at any duly held meeting of the Board of Directors but shall have no rights, duties or obligations in the management or in the property of MYB.

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

**3.3. Other Affiliations.** Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as members of MYB. Regular Members should not be actively engaged in the promotion and/or operation of any other baseball/softball program, unless otherwise approved by the Board of Directors.

**3.4. Suspension or Termination.** Membership may be terminated by resignation or action of the Board of Directors ("BOD") as follows:

(a) The BOD, by a two-thirds vote of those present at any duly constituted BOD meeting (quorum is required), shall have the authority to discipline or suspend or terminate the membership of any Member of any class, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of MYB and/or Little League Baseball, Incorporated. 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 BOD 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 BOD or a duly appointed committee of the BOD. The player's parent(s) or legal guardian(s) may also be present. The BOD 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 BOD meeting (quorum is required).

#### **ARTICLE IV - GENERAL MEMBERSHIP MEETINGS**

**4.1 Definition.** A General Membership Meeting is any meeting of the membership of MYB (including Special General Membership Meetings, Section 7). A minimum of one per year (Annual Meeting, see Section 6) is required.

**4.2 Notice of Meeting.** Notice of each General Membership Meeting shall be delivered electronically or by posting to MYB web-site at least one week in advance of the meeting, setting forth the place, time and purpose of the meeting.

**4.3 Quorum.** At any General Membership Meeting, the presence in person or representation by absentee ballot of one third (33.3 percent) of the members (as defined in Article III - Membership) shall be necessary to constitute a quorum. If a quorum is not present, no business shall be conducted.

**4.4 Voting.** Only Regular Members in good standing shall be entitled to make motions and vote at General Membership Meetings. However, the BOD may invite, admit and recognize guests for presentations or comments during General Membership Meetings.

**4.5 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 MYB. 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 on the date of the meeting, prior to the voting portion of the election process.

**4.6 Annual Meeting of the Members.** The Annual Meeting of the Members of MYB shall be held during the month of June each year for the purpose of electing new Members, electing the BOD, receiving reports, reviewing the Constitution and By-laws, appointing committees, and for the transaction of such business as may properly come before the meeting.

(a) The Membership shall receive at the Annual Meeting of the Members of MYB a report, verified by the President and Treasurer, or by a majority of the BOD, showing: (1) The condition of MYB, to be presented by the President or his/her designate; (2) A general summary of funds received and expended by MYB, the amount of funds currently in possession of MYB, and the name of the financial institution in which such funds are maintained;

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

(b) At the Annual Meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect such number of Directors. The number of Directors elected shall be not less than seven (7).

(c) After the BOD is elected, the BOD shall meet to elect the officers. After the election, the BOD shall assume the performance of its duties immediately following the election. The BOD's term of office shall continue until its successors are elected and qualified under this section.

(d) The Officers of the BOD shall include, at a minimum, the President, one or more Vice Presidents, Treasurer, Secretary, one or more Player Agents and a Safety Officer per Regulation I (b).

**4.7 Special General Membership Meetings.** Special General Membership Meetings of the Members may be called by the BOD or by the Secretary or President at their discretion. Upon the written request of a minimum of five members, 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.

**4.8 Rules of Order for Meetings.** Robert's Rules of Order shall govern the proceedings of General Membership meetings, and all regular meetings of the BOD, except where same conflicts with this Constitution of MYB.

## **ARTICLE V - BOARD OF DIRECTORS**

**5.1 Authority.** The management of the property and affairs of MYB shall be vested in the BOD.

**5.2 Increase in number.** The number of BOD so fixed at the Annual Meeting 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.

**5.3 Vacancies.** If any vacancy occurs in the BOD, 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.

**5.4 Board Meetings, Notice and Quorum.** Regular meetings of the BOD shall be held immediately following the Annual Meeting and on such days thereafter as shall be determined by the Board.

(a) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of a majority of 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.

(b) Notice of each Board meeting shall be given by the Secretary electronically to each Director at least 24 hours before the time appointed for the meeting.

(c) The lessor of 1) 60% of then elected Directors or 2) Fifteen (15) Members of the BOD shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.

(d) Only members of the BOD may make motions and vote at meetings of the BOD. However, the BOD may invite, admit and recognize guests for presentations or comments during Board meetings.

**5.5 Duties and Powers.** The BOD shall have the power to appoint such standing committees as it shall determine appropriate and to delegate such powers to them as the BOD shall deem advisable and which it may properly delegate. The BOD may adopt such rules and regulations for the conduct of its meetings and the management of MYB as it may deem proper, provided such rules and regulations do not conflict with this Constitution.

The BOD 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 or Officer or Committee Member of the MYB in accordance with the procedure set forth in Article III, Section 4 (a, b).

**5.6 Rules of Order for Board Meetings:** Robert's Rules of Order shall govern the proceedings of all league meetings, including BOD meetings, except where same conflicts with this Constitution of MYB.

## **ARTICLE VI - DUTIES AND POWERS OF THE BOARD**

**6.1 Appointments.** The BOD 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 BOD unless such individuals have been elected to the BOD by the

membership or have been elected to fill a vacancy on the BOD. At a minimum the BOD shall consist of the following positions with associated responsibilities.

**6.2 President.** The President shall:

- (a) Conduct the affairs of MYB and execute the policies established by the BOD.
- (b) Present a report of the condition of MYB at the Annual Meeting.
- (c) Communicate to the BOD such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the MYB.
- (d) Be responsible for the conduct of the MYB in strict conformity to the policies, principles, Rules and Regulations of Little League Baseball, Incorporated, as agreed to under the conditions of charter issued to MYB by that organization.
- (e) Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of MYB such contracts and leases they may receive and which have had prior approval of the BOD.
- (f) Investigate complaints, irregularities and conditions detrimental to MYB and report thereon to the BOD or Executive Committee as circumstances warrant.
- (g) Prepare and submit an annual budget to the BOD 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 residence or school enrollment, and age eligibility before the player may be accepted for tryouts and selection.
- (i) Complete the required background checks per Little League Regulation I (b) and I (c) 8 & 9; or delegate this responsibility to MYB's Safety Officer, or other designated Board member.

**6.3 Vice President.** The 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 BOD so to act. When so acting, the Vice President shall have all the powers of that office.
- (b) Perform such duties as from time to time may be assigned by the BOD or by the President.

**6.4 Secretary.** The Secretary shall:

- (a) Be responsible for recording the activities of MYB 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 BOD.

(c) Maintain a list of all Members and Directors and give notice of all meetings of the MYB, the BOD and Committees.

(d) Keep the minutes of the meetings of the Members, the BOD and the Executive Committee, and cause them to be recorded in a book kept 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.

**6.5 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 BOD.

(b) Receive all moneys and securities, and deposit same in a depository approved by the BOD.

(c) Keep records for the receipt and disbursement of all moneys and securities of MYB, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the BOD.

(d) Prepare an annual budget, under the direction of the President, for submission to the BOD annually.

(e) Prepare an annual financial report, under the direction of the President, for submission to the Membership and BOD at the Annual Meeting, and to Little League International.

**6.6 Player Agent.** The Player Agent 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 or school enrollment and age eligibility.

(c) Coordinate the tryouts, the player draft and all other player transaction or selection meetings.

(d) Prepare for the President's signature and submission to Little League International, team rosters, including players claimed, and the tournament team eligibility affidavit.

**6.7 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.

(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 follow-up information on medical and other data is forwarded as available.

(4) Background Checks - If the League President so designates, the safety officer will complete the required background checks per Little League Regulation I (b) and I (c) 8 & 9.

#### **ARTICLE VII - EXECUTIVE COMMITTEE**

**7.1.** The BOD may appoint an Executive Committee which shall consist of not less than three (3) nor more than seven (7) Directors, one of whom shall be the President of MYB.

**7.2.** The Executive Committee shall advise with and assist the Officers of MYB in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by the BOD, but in no event will the Executive Committee have authority over the BOD.

**7.3.** 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 Executive Committee.

#### **ARTICLE VIII - AFFILIATION**

**8.1 Charter.** MYB shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. MYB 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.

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

**8.3 Local Rules, Ground Rules and/or Bylaws.** The local rules, ground rules and/or bylaws of MYB shall be adopted by the BOD 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 MYB shall expire at the end of each fiscal year, and are not considered part of this Constitution. (See Article IX, Section 7 for fiscal year of this league.)

#### **ARTICLE IX - FINANCIAL AND ACCOUNTING**

**9.1 Authority.** The BOD shall decide all matters pertaining to the finances of MYB 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.

**9.2 Contributions.** The BOD shall not direct the contribution of funds or property to individual teams but shall solicit funds for the common treasury of MYB, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of MYB.

**9.3 Solicitations.** The Board shall not permit the solicitation of funds in the name of Little League Baseball, Incorporated unless all of the funds so raised be placed in the MYB treasury.

**9.4 Disbursement of Funds.** The BOD shall not permit the disbursement of MYB funds for 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 league credit or debit card. All checks shall be signed by the MYB Treasurer and such other officer or officers, or person or persons, as the BOD shall determine.

**9.5 Financial Transparency.** No BOD member authorized to disburse funds may be the spouse or family relative of the League President or Treasurer, or have direct access to league funds. The use of a league credit or debit card is permitted, given that the card is returned to the League President, or Treasurer with receipt for all purchases made within three (3) days of the purchase date.

**9.6 Compensation.** No Director, Officer, or Member of MYB shall receive, directly or indirectly any salary, compensation, or emolument from MYB for services rendered as Director, Officer or Member.

**9.7 Fiscal year.** The fiscal year of MYB shall begin on October 1 and shall end on September 30.

**9.8 Distribution of Property upon Dissolution.** Upon dissolution of MYB and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of MYB 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 BOD 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.