

Mel Ott Little League, Inc.

232-01-05

CONSTITUTION AND BY-LAWS

ARTICLE I

NAME OF ORGANIZATION

Section 1 The name of this organization shall be the Mel Ott Little League, Inc. The word "League" as used in this Constitution, By-Laws, and in any rules adopted shall mean the Mel Ott Little League, Inc.

ARTICLE II

NATURE OF ORGANIZATION

Section 1 This League shall be a voluntary organization of the residents who reside within the boundaries of the boundary map in the Town of Amherst or the Town of Tonawanda, New York.

ARTICLE III

OBJECTIVES

Section 1 The objectives of this League shall be to implant firmly in the children of the League the ideals of good sportsmanship, honesty, loyalty, courage and the respect for authority, so that they may be well adjusted, stronger happier children and will grow to be good, decent, healthy and trustworthy citizens. This will be achieved through (a) Social, (b) Recreational, and (c) Educational Activities.

Section 2 To achieve this objective the League will provide a supervised program under the Rules and Regulations of Little League Baseball, Inc. 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.

Section 3 In accordance with Section 501-(c)-(3) of the Federal Internal Revenue Code, Mel Ott Little League, Inc. shall operate exclusively as a not-for-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 individual and the League shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE IV

MEMBERSHIP

Section 1 Any person sincerely interested in active participation in Mel Ott Little League, Inc. in order to promote the objectives of the League shall be eligible for membership.

Section 2 There shall be several classes of Membership:

(a) Player Members: All youngsters who reside in those areas of the Town of Amherst and Town of Tonawanda, New York, and who meet the age requirements, shall be eligible for membership in this League.

(b) Regular Members: The parents or guardians of Player Members shall be members of the League. In addition, any person actively interested in furthering the objectives of Mel Ott Little League, Inc. shall become a Regular Member upon approval by the Board of Directors.

(c) Honorary Members: Any person may be elected as an Honorary Member by the unanimous vote of all Directors at any regular meeting of the Board of Directors, but shall have no rights, duties or obligations in the management or in the property of the Mel Ott Little League, Inc.

(d) Sustaining Members: Any person not a Regular Member who makes financial contribution to the League may, by the majority vote of the Board of Directors, be elected a Sustaining Member, but shall have no rights, duties or obligations in the management or in the property of the Mel Ott Little League, Inc.

All Officers, Board Members, Committee members, Managers, Coaches, and other elected or appointed officials must be active Regular Members in good standing.

Section 3 Suspension or Termination: Membership may be terminated by resignation or by action of the Board of Directors. The Board of Directors shall have the power to suspend or terminate the membership of any member whose conduct is considered by a majority vote as detrimental to the best interest of the organization. Any member whose membership is subject to such action will be given the opportunity to appear before the Board to offer explanation. Decision of the Board shall be final.

ARTICLE V

FEES

Section 1 A reasonable participation fee shall be assessed as an obligation of each player's parents or guardians to assure the viability of the League. This fee shall be fixed by the majority vote of the Board of Directors and will be adjusted as deemed appropriate. Fees will be payable to Mel Ott Little League, Inc. since it is recognized that circumstances may prevent some families from the ability to afford such a fee, the fee may be waived after consultation of the League President and/or Treasurer with the parents or guardians of the prospective player. At no time will payment of the fee be a prerequisite for participation in the Mel Ott Little League, Inc. programs.

ARTICLE VI

TEAM ORGANIZATION

Section 1 This League shall be organized into Divisions, which shall be formed and governed as provided in these By-Laws.

Section 2 Every Player Member of the League shall, by the fact of membership, be also a member of one Division, as provided in the By-Laws. No player shall belong to more than one Division.

Section 3 Names of Divisions: Each Division shall be referred to by the following title as a suffix to Mel Ott Little League, as for example, *Mel Ott Little League, Senior Baseball Division*.

Divisions:

- a. Senior Baseball Division
- b. Little League Division
- c. Softball Division
- d. Teeball Division

Section 4 Division Organizations: Each Division shall be governed by a Vice President.

ARTICLE VII

BOARD OF DIRECTORS

Section 1 The management of the property and affairs of the Mel Ott Little League, Inc. shall be vested in the Board of Directors. The Executive Board shall decide on the interpretation of the Constitution and By-Laws. They shall be the custodians and conservators of all the properties and interests of the League and it shall be their duty to do all things within the limitations fixed by the Constitution and By-Laws which, in their opinion, shall be conducive to the welfare of the League and its members. The right to acquire and dispose of property or funds in the name of the League shall be vested in the League Board of Directors, unless otherwise provided in the By-Laws, but the title of all property of the League shall be held in the name of the League. The League Board of Directors shall also from time to time formulate and publish such rules and regulations as are deemed expedient and necessary.

- Section 2 The number of Directors shall be not less than twenty (20) or more than thirty-six (36). Directors shall, upon election, immediately enter upon the performance of their duties and shall continue in office until resignation or until a successor has been duly elected. Directors may include, but not limited to, the Executive Board, a Coordinator from each level in each Division, a Buildings and Grounds Director, a Concession Director, an Equipment Director, a Fund-Raising Director, a Publicity Director, a Registrar, a Sponsorship Director, a Safety Officer, a Tournament Director, a Tournament Extravaganza Director, an Auxiliary Chairperson and an Umpire in Chief. Board positions may be added or deleted, as deemed necessary by a vote of the majority of the Board Members.
- Section 3 Board Membership: Potential Directors shall be identified or may volunteer from among the League membership. Such individuals will be nominated by a member of the Board of Directors at a regular meeting of the Board and election shall require a majority vote of the votes collected. Any Regular Member may vote for any Board position providing they have attended three quarters of the Leagues season board meetings. Vacancies that occur in the membership of the Board shall be filled by the same procedure.
- Section 4 Duties and Powers:
- The Executive Board shall have the power to appoint such 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 League as it may deem proper. The Board shall have the power, by the majority of the board at any regular or special meeting to discipline, suspend or remove any Director, Officer or Committee Member in accordance with the procedure set for in ARTICLE IV, Section 3. Notice of this intended action shall be given at the previous regular meeting.
 - At the annual registration, a financial report verified by the League President and Treasurer, or by a majority of the Directors, shall be made available to the League Membership.
- Section 5 Meetings: Regular meetings of the Board of Directors shall be held monthly on a day to be determined by the Board. These regular meetings shall be open to the League Membership, and the dates of such meetings shall be made known to the League Membership by appropriate means. Only duly elected Directors may vote at such meetings. The President may call special Board Meetings when deemed necessary, and a special Board Meeting may be called by the Secretary at the request in writing of five (5) Directors. Notice of each meeting shall be given by the Secretary to each Director by mail at least three (3) days prior to the meeting or by telephone or other personal notice twenty-four hours preceding this meeting. In the case of special meetings, such notice shall include the purpose of the meeting.
- Section 6 Quorum: A quorum for the transactions of business shall require the attendance of a majority of the current Board Membership, i.e. one more than half of the Directors. If less than the required Board Members are present at a regularly scheduled meeting, the President may set aside this requirement and conduct business by the affirmative majority vote of the Board Members.
- Section 7 Motions: Any business brought to the floor at any League Board of Directors meeting, must be made by a Director in the form of a motion, and must be seconded by another Director, before discussion can continue.
- Section 8 Absence: Absence from three (3) consecutive board meetings without notice to the President or League Secretary is cause for removal from the League Board of Directors.
- Section 9 Minutes: Minutes from the preceding meeting shall be mailed out to the League Board of Directors by the League Secretary, ten (10) calendar days prior to the subsequent meeting, but do not become official until accepted at the subsequent meeting and as such are not for publication to the League Membership prior to that meeting.
- Section 10 Agenda: An agenda for each League Board of Directors meeting shall be provided by the President, to ensure that the order of business at each meeting proceed in the most orderly and efficient manner possible.
- Section 11 Procedure: All questions of parliamentary procedure arising at any meeting of the League or its Committees shall
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be decided in accordance with the procedure outlined in "Robert's Rules of Order".

ARTICLE VIII

OFFICERS

Section 1 Election: Election of Officers of the Board of Directors shall be held at the September meeting of the Board of Directors. At least one month prior to the annual election, the President shall appoint a nominating committee consisting of at least three Board Members who will solicit candidates from among the Membership for the offices to be filled. Potential nominees need not be Board Members at the time of selection. The Nominating Committee shall attempt to obtain at least two candidates for each office and will obtain the approval of said candidates. Additional nominations may be made from the floor by any League member at the meeting. All such elections shall be by secret written ballot of the Board Members, and the candidate receiving the highest number of votes shall be deemed elected. In the event of a tie, the Board will again vote to elect one of the tied candidates. If the tie cannot be resolved, the other elected Officers shall select one of the candidates.

Section 2 Terms of Office: All elected officers shall be elected to serve for a one year term, and they may be reelected.

Section 3 Officers: The Officers of the Mel Ott Little League, Inc. shall consist of a President, Vice President of Operations, Player Agent, Vice President of Senior Baseball, Vice President of Little League, Vice President of Softball, Vice President of Teeball, a Secretary and a Treasurer who shall hold office for one year. The President of the term prior to the elections will hold the office of "Past President." All Officers shall assume duties immediately upon election.

Section 4 Vacancies: Candidates for the remainder of the term of an elected Officer who vacates the position shall be nominated by the Executive Board and the succeeding Officer elected by majority vote of the Board of Directors present at the next regular meeting.

Section 5 Duties and Powers:

A. PRESIDENT The President shall:

- (1) Conduct the affairs of the League and execute the policies established by the Executive Board of Directors.
- (2) Preside at meetings of the Membership and of the Board of Directors. In the absence of the President, this role shall be filled by the Vice-President of Operations. If both are unable to preside then the role will be filled by one of the other Executive Board members to be designated by the President.
- (3) Report to the League Membership, by appropriate means, the condition of the League, including any changes in League policy or structure that have been approved by the Board of Directors.
- (4) Communicate to the Board of Directors, such matters as deemed appropriate, and make sure suggestions as may promote the welfare of Mel Ott Little League, Inc.
- (5) Be responsible for the conduct of Mel Ott Little League, Inc. in accordance with the policies, principles, Rules and Regulations of Little League Baseball, Inc. as agreed to under the conditions of the charter.
- (6) Designate such powers as are necessary, to other officers, to make and sign contracts and agreements which have had the prior approval of the Board of Directors.
- (7) Investigate complaints, irregularities and conditions detrimental to the League and report thereon to the Board of Directors or Executive Board, as circumstances warrant.
- (8) In concert with the Treasurer, prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.
- (9) With the assistance of the Player Agent, certify the eligibility of all Player candidates with respect to age and residency requirements.
- (10) Assume responsibility for the selection and appointment of all managers and coaches for teams in the League.
- (11) With the advice of the Board of Directors, appoint members to such committees as may be deemed necessary to the operation of the League.

B. VICE-PRESIDENT OF OPERATIONS The Vice President of Operations shall:

- (1) Serve as the Director of League Operations, being responsible for the activities of all groups involved in League Operations.
- (2) Serve as a Liaison with community groups, such as the local Governments and School Board

(3) Serve as meeting Chairperson in the President's absence.

C. PLAYER AGENT The Player Agent shall:

- (1) Record all player transactions and maintain an accurate and up-to-date record thereof.
- (2) Receive and review applications for player candidates and assist the President in verifying residence and age eligibility.
- (3) Conduct the tryouts, maintaining the waiting list of players not yet on a roster, and placing players onto rosters.
- (4) Prepare the Player Agent's draft list.
- (5) Is also the interface between any parents/players and the Board of Directors.
- (6) Is responsible to insure fairness within the league.
- (7) Prepare for the President's signature and submission to Little League Headquarters, team rosters, and the tournament team eligibility affidavits.
- (8) Check scorebooks to ensure all players are getting required playing time.
- (9) Notify the League President of any subsequent player replacements and/or trades.

D. VICE-PRESIDENT FOR DIVISIONS (Senior Baseball, Little League Baseball, Softball and Tee Ball). These four Vice-Presidents shall be responsible for the conduct of all activities associated with the smooth operation of the respective Divisions.

E. SECRETARY The Secretary shall:

- (1) Be responsible for recording all activities of the League Board of Directors, including Minutes of Meetings, and other League records.
- (2) Notify Members and Directors of the time and location of meetings.
- (3) Be responsible for mailing of the minutes of meetings to Board Members.
- (4) Maintain lists of all Regular, Honorary and Sustaining Members, Directors and Committee Members and give notice of all meetings.
- (5) Conduct all correspondence otherwise specifically delegated to another Director, and is responsible for carrying out all orders, votes, and resolutions not otherwise committed.
- (6) Notify Board Members and Committee Members of their election or appointment, and notify Directors who have missed three consecutive meetings without excuse of their delinquency.

F. TREASURER The Treasurer shall:

- (1) Perform such duties as are customarily incident to the office of Treasurer or may be assigned by the Board of Directors.
- (2) Oversee the receipt of all monies and securities, which are deposited in a depository approved by the Board of Directors.
- (3) Keep records for the receipt and disbursement of all monies and securities of the League, including the Auxiliary, approve all payments from the allotted funds and draw checks in agreement with policies established by the Board of Directors. All disbursements for checks in excess of Two Thousand Five Hundred Dollars (\$2,500.00) must also be signed by the President and Vice President of Operations.
- (4) Prepare an annual budget, under the guidance of the President, for submission to the Board of Directors.
- (5) Prepare an annual financial report, under the guidance of the President, to be presented to the Board of Directors, and to be made available to the League Membership at the annual registration.

ARTICLE IX

EXECUTIVE BOARD

Section 1 The Mel Ott Little League, Inc. Executive Board of Directors shall consist of the League Officers as described in ARTICLE VIII, Section 3. Nominees to the Executive Board are required to be active board members in good standing at the time of selection

Section 2 The Executive Board shall advise the President in all matters concerning the interests and management of League affairs, and shall have such decision making powers as delegated to it by the Board of Directors.

Section 3 The Mel Ott Little League Executive Board shall meet when deemed necessary by a majority of the League Officers with a minimum of four (4) meetings per season.

ARTICLE X

STANDING COMMITTEES

Section 1 The President with the advice of the Board of Directors shall identify and appoint members to the following standing committees and shall immediately advise the Secretary of the League Board of Directors of such appointments. The President may appoint the Chairpersons of these committees, and any additional standing committees recommended by the Board of Directors that maybe deemed necessary or desirable.

A. AUXILIARY COMMITTEE Shall be responsible for those activities that the League Board of Directors shall delegate, such as assisting in raising money for publicity, special events and organizing Team Representatives. The Committee Chairperson shall bring all recommendations of the Committee to the League Board of Directors for vote.

? B. BUILDINGS AND GROUNDS COMMITTEE Shall oversee and manage the maintenance of the existing buildings and grounds, plan improvements to the existing facilities, and recommend and oversee additions to the facilities. Any recommended improvements or additions, and expenditures for that purpose, shall be brought before the Board of Directors for approval, by the Committee Chairperson

C. BY-LAWS COMMITTEE Shall be charged with the review and recommendations of the League Constitution and By-Laws. The Committee Chairperson shall bring all recommendations of the Committee to the League Board of Directors for vote.

D. CODE OF CONDUCT COMMITTEE Shall be responsible for the conduct and discipline of all members of the League. This Committee will be charged with making fair play and sportsmanship the hallmarks of this League. The Committee Chairperson shall bring all recommendations of the Committee to the League Board of Directors.

✓ E. FINANCE COMMITTEE Shall work with the President and Treasurer in managing the finances of the League. This Committee shall also be responsible for review of the books and reports of the League Treasurer. The Committee members of this committee will be all the officers of the Executive Board.

F. FUND-RAISING COMMITTEE Shall be charged with the direction and development of fund-raising activities for the League. The Committee Chairperson shall bring all recommendations of the Committee to the League Board of Directors for vote.

G. NOMINATING COMMITTEE Shall name at least two candidates for each office to be filled, if possible. The Committee shall consider carefully the qualifications and eligibility of candidates and shall not nominate any candidate without the candidate's consent.

H. RULES COMMITTEE Shall be charged with the review and of the League Rules and will recommend changes to the League Supplementary Rules. The Committee Chairperson shall bring all recommendations of the Committee to the League Board of Directors for vote.

Chair? I. TOURNAMENT COMMITTEE Shall be responsible for interviewing prospective managers for tournament teams. At the conclusion of the interview process, committee members will select managers by a majority vote of committee members present for all Manager Interviews.

Temp. Comm.

ARTICLE XI

AFFILIATION

- Section 1 Charter: Mel Ott Little League, Inc. shall annually apply for a Charter from Little League Baseball, Inc. and shall do all that is necessary to obtain and maintain such order.
- Section 2 Rules and Regulations: The Official Playing Rules and Regulations as published by Little League Baseball, Inc., Williamsport, PA, shall be binding on this League.
- Section 3 League Rules: The Board of Directors may adopt local rules as deemed necessary. The local rules shall not conflict with the Official Playing Rules and Regulations of Little League Baseball, Inc. These League rules, as well as Little League Official Playing Rules and Regulations, in need of emphasis or clarification shall be published annually in the "Supplementary Rule Book of Mel Ott Little League, Inc."

ARTICLE XII

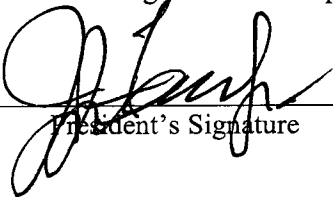
FINANCES AND ACCOUNTING

- Section 1 Funds for the financing of the League activities shall be obtained by assessment of a fee (registration fee) for players, by income from investments, deposits, fund-raising activities, contributions or subscriptions or any additional fees as may be approved by the Board of Directors, and by such as may be received from any individual or corporation.
- Section 2 All fees shall be made payable to "Mel Ott Little League, Inc." and submitted to the League Treasurer for deposit in the League Treasury.
- Section 3 Membership fees shall not be refunded except for a player who has not participated in League activities to be determined by the League President, Player Agent, or Treasurer.
- Section 4 The Treasurer shall disburse general funds of the League for bills which have been authorized in the annual budget by the League Board of Directors and submitted and approved by the President of the League Board of Directors. The President or Treasurer may withhold payment of any invoice that they determine is questionable, but may not withhold payment unjustly.
- Section 5 All League expenditures require approval by submission of a Purchase Authorization / Reimbursement Request Form.
- Section 6 No League funds over \$2,500.00 shall be disbursed without first being authorized by the Board of Directors. Upon recommendation of the various committees, the Board of Directors may authorize purchases in advance, but payment shall not be made there under by the Treasurer without written approval of the purchaser. The funds of the League now on deposit or hereafter deposited with any bank or trust company may be paid out or withdrawn by check or draft signed by the Treasurer, when authorized by the Board of Directors. In the event the check or draft is in excess of \$2,500.00, the signatures of both the Treasurer and President shall be required.
- Section 7 Bid systems: The purchase of any single item of \$2,500.00 or more shall require three (3) bids. These bids shall be presented to the League Board of Directors for approval. No Board Member may participate in voting to approve expenses and bids, where the Board Member and/or any of their relatives, may personally benefit financially from the result of the Board of Directors vote, or where a Board Member is employed by, affiliated with, or a representative of a company in consideration to perform services for the League.
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ARTICLE XIII
AMENDMENTS

Section 1 This Constitution and By-Laws may be amended, repealed or altered in whole or in part upon an affirmative majority vote of the League Executive Board, provided that one month's written notice of the proposed changes have been published by the League Secretary to all Members of the Board of Directors, and provided that no amendments shall be adopted that will conflict with the spirit or letter of the Constitution and By-Laws, and subject to the approval of the Board of Directors

This Constitution was approved by the Mel Ott Little League Membership on January 10, 2007

Joseph J. Fenush, Jr.		1-10-2007
_____ President Name	_____ President's Signature	_____ Date
232-01-05	16-1244291	
_____ Little League ID No.	_____ Federal ID No.	

This Local league's Constitution on file at Regional Headquarters is the official Constitution of this Local league.

Mel Ott Little League Inc. does not limit participation in its activities on the basis of disability, race, creed, color, national origin, gender or religious preference.