

# GEORGETOWN LITTLE LEAGUE CONSTITUTION

LEAGUE I.D. 1220911 and 1220913

## ARTICLE I--NAME

### Section 1.

This organization shall be known as the Georgetown Little League, hereinafter referred to as "The League."

### Section 2.

The League shall annually apply for a charter(s) from Little League Baseball, Inc. and shall do all things necessary to obtain and maintain such charter.

## ARTICLE II--OBJECTIVE

### Section 1.

The objective of The 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.

To achieve this objective, The 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.

### Section 3.

In accordance with Section 501(c)(3) of the Internal Revenue Code, The 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 earnings shall inure to the benefit of any individual. No substantial part of the activities shall be used for carrying on propaganda, or otherwise attempting to influence legislation, or to participate in or intervene in any political campaign on behalf of any candidate for public office.

## ARTICLE III—MEMBERSHIP

### Section 1.

There shall be the following classes of Members.

- a. **PLAYER MEMBERS.** Any player candidate who is currently enrolled with The League who meets the requirements of Little League Regulation IV shall be eligible to compete and participate but shall have no rights, duties or obligations in the management or in the property of The League. The Board of Directors shall maintain the roll of Player Members.

“Currently enrolled” means from the time that the enrollment is received after the Board of Directors begins enrollment for the season until the last team from The League is eliminated from Little League Baseball, Incorporated’s All-Star Tournament.

- b. **REGULAR MEMBERS.** All Board Members, Managers, Coaches or Volunteer Umpires are Regular Members. Any other adult actively interested in furthering the objectives of the League may become a Regular Member upon election by the Board of Directors and payment of dues. Regular Members include the Regular Members from the just completed season. The Board of Directors shall maintain the roll of Regular Members.
- c. **VOTING MEMBERS.** A Voting Member is any Regular Member who is in good standing.

Good standing shall be defined as: Not currently suspended by The League as stated in this Constitution.

- d. The Board of Directors has the authority to create additional classes of members, provided those additional classes of members do not include Player Members, and provided those additional classes of members are not allowed to vote on any business of The League.

### Section 2.

Members, whether Regular or Player, shall not be required to be affiliated with any other organization or group to qualify as members of The League.

### Section 3.

**DISCIPLINE.** Any member of any class may have their membership suspended or terminated by action of the Board of Directors.

- a. The Board of Directors, by two-thirds vote of those present at any duly constituted Board meeting, may discipline or suspend the membership of any Member of any class when the conduct of such person is considered detrimental to the best interests of The League and/or Little League Baseball, Incorporated.

“Suspend” is defined as: The removal of the offending individual from involvement with any of The League’s activities and/or property for a period not to exceed one calendar year.

- b. The Board of Directors, by two-thirds vote of those present at any duly constituted Board meeting, may terminate the membership of any Member of any class when the conduct of such person is considered detrimental to the best interests of The League and/or Little League Baseball, Incorporated.

“Terminate” is defined as: The removal of the offending individual from involvement with any of The League’s activities and/or property for a period of one calendar year or more.

- c. The Member involved shall be:

- i. Advised of the general nature of the charges.
- ii. Notified in advance of any Board meeting referenced above.
- iii. Given an opportunity to appear at the Board meeting to answer such charges.
- iv. Allowed to bring a parent or guardian if the Member involved is a Player Member.

- d. The President, or his/her designate, may remove any Member of any class or any non-member from the grounds and property of the League if the conduct of that person is considered detrimental to the best interests of The League and/or Little League Baseball.

#### Section 4.

The Board of Directors shall, by majority vote of those Directors present at any duly constituted Board or General Membership meeting, have the exclusive authority to determine and ascertain the membership of any member of any class.

#### Section 5

The Board of Directors is exclusively empowered to determine when the conduct of a member of any class is considered detrimental to the best interests of The League and/or Little League Baseball, Incorporated.

### ARTICLE IV—FEES

A reasonable Little League registration fee may be assessed as a parent's or guardian's obligation to assure the operational continuity of The League. Any such fee shall be consistent with Little League Regulation XIII(c).

## ARTICLE V—GENERAL MEMBERSHIP MEETINGS

### Section 1.

DEFINITION. A General Membership Meeting includes the Annual Meeting and is any meeting of the Regular Members of the League.

### Section 2.

NOTICE. The notice of each General Membership Meeting shall be mailed or otherwise delivered to each Regular Member at their last recorded address at least seven (7) days in advance of the meeting setting forth the place, time and purpose of the meeting. The "last recorded address" of any Member includes the last email or electronic address on file with The League. It is incumbent upon all Members to maintain a current address with The League.

The posting of the General Membership meeting on a website maintained by the League at least seven (7) days in advance of the meeting meets this notice requirement.

### Section 3.

QUORUM. Ten or more Regular Members in good standing present at any meeting shall constitute a quorum for the transaction of business at any General Membership Meeting.

### Section 4.

WHO MAY VOTE. Only Regular Members in good standing shall be entitled to make motions and vote at any General Membership Meeting.

### Section 5.

ANNUAL MEETING. The first meeting of The League's fiscal year, hereinafter referred to as "annual meeting" of The League shall be held on the first Monday in October of each year for the purpose of electing the Board of Directors and receiving reports, and for the transaction of such business as may properly come before the annual meeting. Regular Members of the just completed Little League season shall convene and vote on business, including the election of the Board of Directors. The newly elected board members become the current Board of Directors. The Board of Directors shall then elect its officers.

The Regular Members shall receive at the annual meeting a report verified by the President and Treasurer, or by a majority of the Board of Directors, showing:

- The whole amount and location of any assets including any real and personal property owned by The League.
- The amount and nature of the property acquired during the year immediately preceding, the date of the acquisition and the manner of acquisition.
- The amount of funds appropriated or expended during the year immediately preceding such date, and the purposes, objects or persons to or for which such appropriations or expenditures have been made.

#### Section 6

Regular Members may be called on by the Board of Directors for the purpose of advising the Board of Directors on various issues. The Board of Directors may authorize that the Regular Members take action on certain matters.

#### Section 7.

**ABSENTEE OR ELECTRONIC BALLOTS.** For the express purpose of accommodating Regular Members who have been called by the Board of Directors to take action, the Board of Directors may authorize absentee or electronic voting.

Any absentee or electronic ballot shall be properly completed and returned to the Secretary or his/her designate in a manner designated by the Secretary. The Secretary shall provide for the storage of the absentee or electronic ballots or tally in a safe and secure place. At the time set by the Board of Directors, the absentee or electronic ballots, or a tally thereof, shall be presented to the President for an official tabulation.

### ARTICLE VI—BOARD OF DIRECTORS

#### Section 1.

**MANAGEMENT.** The management of the property and affairs of The League vests in the Board of Directors. The Board of Directors has the authority to make or create sub-committees, rules, regulations and decisions regarding all aspects of The League except as limited by this Constitution, Little League Baseball Incorporated, or any authorized vote of the Regular Members.

## Section 2

NUMBER OF DIRECTORS. The number of directors shall not be less than ten (10) nor more than thirty-five (35). The directors shall upon election immediately enter upon the performance of their duties and shall continue in office until their successors have been duly elected and qualified.

## Section 3.

REQUIRED MEMBERS. The Board of Directors shall elect its officers at the annual meeting which shall include the following:

- President of The League
- Vice-President of Baseball
- Vice-President of Softball
- Vice-President of Finances, or Treasurer
- Secretary
- At least one, but no more than two Player Agents
- Safety Officer
- Coaching Coordinator

The Board of Directors must consist of at least one manager and one volunteer umpire. The number of managers as directors may not constitute a majority of the board of directors.

## Section 4.

VACANCIES. Directors joining after the annual meeting will be voted into office by a majority of the Board of Directors. The Board of Directors may elect directors or officers to fill openings arising during the year as the Board of Directors deems fit.

## Section 5.

MEETINGS, NOTICE AND QUORUM. Regular meetings of the Board of Directors shall be held immediately following the annual election and on such days thereafter as shall be determined by the board. Notice of a regular scheduled meeting shall be given by the Secretary or his/her designate to each Director by electronic or regular mail, or by telephone or other communication, at least three (3) days in advance of the meeting.

Emergency or special meetings may be set at any time and in any manner so as to apprise the Board of Directors of the issue(s) and to call for action. Such action may be authorized by electronic or telephonic means.

One-third of the members of the Board of Directors present at any meeting shall constitute a quorum for the transaction of business. If a quorum is not present, those

Directors present may authorize the President to take temporary action for the management of The League.

Section 6.

REMOVAL OF DIRECTORS. The Directors by two-thirds (2/3) vote of the Board of Directors present at any regular or special meeting may remove or suspend a Director or officer of the Board of Directors.

Section 7.

LITTLE LEAGUE BASEBALL, INCORPORATED OPERATIONS MANUAL and WRITTEN RULES. The Board of Directors shall follow, where mandatory, Little League Baseball, Incorporated's Operations Manual and written rules regarding management of The League and any requirements for The League, its Board of Directors and officers.

Should any part of this Constitution be deemed in conflict with any mandatory provision of Little League Baseball Incorporated's Operations Manual or written rules, then that part of the Constitution shall be considered void. All remaining portions of this Constitution not in conflict with the aforementioned shall remain in full force and effect.

The Board of Directors may follow any advisory or discretionary practices or procedures recommended by Little League Baseball, Incorporated should the Board of Directors choose.

Section 8.

VOTING. Only directors in good standing may vote on any action taken by the Board of Directors.

Section 9

Nothing in this Constitution limits the Board from soliciting advice from the parents or guardians of player members. Such solicitation of advice may be made and received by electronic means.

## ARTICLE VII—OFFICERS

Section 1.

POWERS AND DUTIES. The powers and duties of the Officers of the Board of Directors is set forth and defined in the Little League Baseball, Incorporated's Operations Manual.

Section 2.

EXECUTIVE COMMITTEE. The Executive Committee consists of the Officers specifically listed in Article VI, Section 3, and any other directors appointed by the President.

Section 3.

DUTIES OF EXECUTIVE COMMITTEE. The Executive Committee shall advise and assist the Board of Directors on all matters concerning the management of The League. The Executive Committee shall have any such powers as may be delegated to it by the Board of Directors. In no event will the Executive Committee have authority over the Board of Directors.

## ARTICLE VIII—PLAYING RULES

Section 1.

The Official Playing Rules and Regulations as published by Little League Baseball, Inc. shall be binding on The League.

Section 2.

The League may create local rules or ground rules for the playing of the game. But, any local or ground rules must be consistent with the Official Playing Rules and Regulations published by Little League Baseball, Inc.

## ARTICLE IX—FINANCES AND ACCOUNTING

Section 1.

AUTHORITY. The Board of Directors shall decide all matters pertaining to the finances of The League and it shall place all income, including auxiliary funds in a common league treasury directing the expenditure of same 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 teams, but shall solicit same for the common treasury of The League, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of The 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 are placed in The League's treasury.

Section 4.

DISBURSEMENT OF FUNDS. The Board of Directors shall not permit the disbursement of funds for other than the conduct of Little League activities in accordance with the rules and policies of Little League Baseball, Inc. All disbursements shall be made by check or electronic means. All checks shall be signed by The League's Treasurer or such other Officer or person as the Board of Directors shall determine.

Section 5.

COMPENSATION. No Director, Officer, or Member of The League shall receive, directly or indirectly, any salary, compensation or emolument from The League for services rendered as Director, Officer, or Member.

Section 6.

FISCAL YEAR. The fiscal year of The League shall begin on the first day of October and end on the last day of September.

Section 7.

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

## ARTICLE X AMENDMENTS

Section 1.

This Constitution may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the Board of Directors provided such notice of the proposed change is included in the notice of such meeting, subject to Sections 2 and 3.

Section 2

Consistent with Michigan law, any action modifying the voting rights of Regular Members may only be approved by the Regular Members.

### Section 3.

In no event may a Board of Directors or subsequent Board of Directors take any action, including amending this Constitution that would repeal or in any way contravene an authorized vote of the Regular Members. Only an authorized vote of the Regular Members may repeal their prior vote.