

Randolph Youth Softball and Baseball Association By-Laws

Preamble

These By-Laws and Operating Rules should be considered the guidelines by which the Local League and its Board of Directors ("Board") operates on a day-to-day basis. Specifically, it establishes roles and responsibilities for the various Local League, committees, and it establishes organizational structures for its various baseball and softball programs. Practically speaking, nothing in the following sections should be considered immutable, as specific circumstances may dictate variance from these By-Laws from time to time, however the spirit and intent of these By-Laws should be such that they promote clarity and order in all dealings of all members of the Local League.

Article 1: Name of Organization

The name of this organization shall be **RANDOLPH YOUTH SOFTBALL AND BASEBALL ASSOCIATION** (RYSBA), hereinafter referred to as "Local League"

Article 2: Mission Statement

It shall be the mission of this organization:

- To provide a supervised program of competitive and instructional baseball and softball, under the Rules and Regulations of Babe Ruth Baseball, Cal Ripken Division, and Babe Ruth Softball, (hereinafter referred to, in total, as "National Organization") in service to and for the children of the Town of Randolph, Massachusetts, and the surrounding communities engendering a healthy and safe outlet for all player participants to achieve their own athletic goals.
- To instill in all player participants the ideals of sportsmanship, honesty, loyalty, courage, and respect, so that they may grow to become good and decent citizens of the community.
- To understand at all times that attainment of exceptional athletic skill or winning of games is secondary, and the molding of future adults is of prime importance.
- To promote volunteerism and community spirit among the parents of player participants and all interested and concerned adults.

Article 3: Governance

The Local League shall be governed by Randolph Youth Softball and Baseball Association By-Laws, and the rules and regulations of the National Organization, by the RYSBA Board of Directors.

Article 4: Board of Directors

Section 1: Duties and Powers. Management of the property and affairs of the Local League shall be vested in the Board of Directors of the Local League.

The Board of Directors shall have the power to appoint such committees, as it shall deem appropriate and to delegate such powers to them as shall be deemed advisable and which it may properly delegate.

The Board of Directors may establish such rules, regulations, and policies for the conduct of its meetings and the management of the Local League as it may deem appropriate. Such rules and regulations shall be published in the Local League By-Laws.

The Board of Directors shall have the power to discipline, suspend, or remove any Board or Committee Member for cause by a two-thirds vote of those Board Members in attendance and voting at any duly constituted meeting.

Section 2: Qualifications. Any Regular Member or Lifetime Member may serve on the Board of Directors.

Section 3: Election and Appointment. The Board of Directors shall consist of members elected to specific positions, appointed by the Board of Directors to specific positions, or granted membership by rule. Elected positions on the Board of Directors shall be filled either by vote at the Annual Meeting of the Membership or by appointment by the Board of Directors in the event such position is not filled by vote. Appointed positions on the Board of Directors shall be filled by appointment by a majority vote of the Board of Directors. Newly elected or appointed Board Members shall immediately enter into the performance of their duties upon election/appointment and shall continue in office until their successors shall have been duly elected.

For an elected Board Member, the candidate receiving a majority vote shall be deemed elected. If no candidate receives a majority, then all candidates not receiving the two highest total votes shall be eliminated and a subsequent vote shall be taken, in a similar manner, until one candidate receives a majority. If continued balloting does not produce a clear winner then the incoming Board of Directors shall appoint an individual to hold the vacant position.

Section 4: Term of Office. The term of office for all Board Members shall be two years. Individuals may be elected to serve for an unlimited number of consecutive terms provided they are duly elected or appointed.

Section 5: Resignation. A Board Member may resign from office by submitting a written(or email) letter of resignation to the President.

Section 6: Termination of Office.

A member of the Board of Directors may have his/her office terminated for cause as follows:

- Failure to attend a minimum of fifty (50) percent of all regularly-scheduled meetings of the Board of Directors.
- Failure to carry out the duties and responsibilities of the individual's office.
- Conduct detrimental to the mission and operation of the Local League.

A motion to terminate the office of a member of the Board of Directors may be made and seconded at any duly-convened meeting of the Board of Directors. However, such motion shall immediately be tabled for a period of one week. A special meeting of the Board of Directors shall be convened one week after said motion, the sole agenda item being to vote on the motion to terminate office. The individual in question shall be notified in writing of the Board's intent to terminate said office and the reasons for such termination. The individual shall be afforded the opportunity to attend the special meeting. A majority vote of those Board members present and voting in favor of termination shall be required to affect the termination.

Termination of office shall not affect that member's status as an Active Member.

Section 7: Vacancies. If any permanent vacancy occurs on the Board of Directors for any reason, it may be filled by a majority vote of the remaining Directors at any regular meeting or at any special meeting called for that purpose. If a candidate cannot be elected because of a failure to obtain a majority Board vote, the President may appoint a member in good standing to serve in the vacated office.

Section 8: Officers and Directors.

A. *Number and Composition.* The Board of Directors shall be composed of the following members.

<u>Position</u>	<u>Number</u>	<u>How Chosen</u>
President	1	By election
Vice President	1	By election
Chief Financial Officer	1	By election
Secretary	1	By election
Player Agent	1	By election
Director of Competitive Baseball	1	By election
Director of Instructional Programs	1	By election
Director of Softball	1	By election
Umpire-in-Chief	1	By appointment
Director of Safety and Insurance	1	By appointment
Director of Equipment	1	By appointment
Director of Facilities	1 ¹	By appointment
Director of Concessions	1 ²	By appointment
Directors-at-Large	1 ³	By appointment
Immediate Past President	1 ⁴	By rule

¹ The Board of Directors of the Local League shall set the specific number of Directors of Facilities to be appointed at its first regularly-scheduled meeting following election of the Board. There must be at least one (1) Director of Facilities appointed.

² The Board of Directors of the Local League shall set the specific number of Directors of Concessions to be appointed at its first regularly-scheduled meeting following election of the Board. There must be at least one (1) Director of Concessions appointed.

³ The Board of Directors of the Local League shall set the specific number of Directors-at-Large to be appointed at its first regularly-scheduled meeting following election of the Board. There must be at least one (1) Director-at-Large appointed. Directors-at-Large shall be given responsibilities to assist the elected officers or directors in the execution and fulfillment of their responsibilities.

B. *Duties and Responsibilities.*

1. *President.* The President shall be responsible for conducting and managing all affairs of the Local League and executing the policies established by the Board of Directors and the National Organization.

The President shall represent the Local League to all external organizations and business and may appoint other members to represent the Local League on his/her behalf.

The President shall present a report of the condition of the League at the Annual Meeting and at such other times as he/she or the Board shall deem appropriate. He/she shall communicate to the Board of Directors such matters and make such suggestions as may, in his/her opinion, promote the welfare of the League.

The President shall be responsible for the conduct of the Local League in strict conformity to the policies, principles, rules, and regulations of the National Organization, as agreed to under the conditions of the charter issued to the Local League by the organization.

The President shall be responsible for applying for the National Organization charter(s).

The President or such other officers as he/she may designate in writing shall have the power to make and execute for and in the name of the Local League such contracts and leases as may have received the prior approval of the Board of Directors.

The President shall be responsible for the proper execution of the Local League's annual budget thereof.

The President shall, with the assistance of the Player Agent, examine the application and supporting proof of age document of every player candidate and certify to his/her residence and age eligibility before the player may be accepted for participation in the Local League in any capacity.

The President shall investigate complaints, irregularities, and conditions detrimental to the Local League and report thereon to the Board of Directors as circumstances warrant.

The President shall be a signatory on all Local League bank accounts.

The President shall be authorized to approve expenditures without board approval not to exceed \$1,000 per calendar year but not more than \$500 per single expenditure.

The President shall chair all meetings of the Board of Directors and shall chair the Annual Meeting of the Membership in the absence of the Immediate Past President.

The President shall be an *ex-officio* member of all Local League committees.

The President shall have such other duties as from time to time may be assigned by the Board of Directors.

2. *Vice President.* The Vice President shall be responsible for all membership matters for the Local League including serving as chairperson of the Membership and Discipline Committee.

The Vice President, with the advice of other officers and directors as appropriate, shall make recommendation of appointment of all League members and volunteers to the Board of Directors.

The Vice President shall be vetted for access to obtain, review, and manage all criminal background checks (e.g. CORI reports) on all League members and volunteers and shall ensure the confidentiality of same.

The Vice President shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

⁴ The Immediate Past President is, by definition and rule, the individual who served as President of the Local League immediately prior to the current President. If said individual declines to take the position, the position shall remain vacant.

3. *Chief Financial Officer (CFO).* The CFO shall be responsible for the day-to-day financial management of the Local League.

The CFO shall be a signatory on all Local League bank accounts and shall collect and dispense Local League funds as approved by the Board of Directors.

The CFO shall maintain a complete and accurate set of accounting books for all Local League funds.

The CFO shall prepare written income and expense statements for each regularly scheduled Board meeting and the Annual Meeting of the Membership.

The CFO shall assist in bringing and maintaining financial responsibility within the Local League.

The CFO shall ensure that all funds received are deposited to the appropriate Local League account in a timely fashion.

The CFO shall pay all bills approved by the Board of Directors.

The CFO shall be responsible for the preparation and submission of state, federal, and local tax forms.

The CFO shall work with the President in establishing accounting procedures and make the books available to the Board of Directors upon request.

The CFO shall prepare the annual budget for the Local League and submit same to the Board of Directors for approval.

The CFO shall review, twice a year, all accounting functions, checkbooks and accounts, and provide a written report to the Board.

The CFO shall be responsible for soliciting all manners of sponsorship for the Local League and shall recommend to the Board of Directors the types and pricing of sponsorship opportunities that the Local League shall offer.

The CFO shall oversee all fundraising activities and shall recommend to the Board of Directors the types of fundraising activities in which the Local League shall participate.

The CFO shall serve as a member of the Operations Committee.

The CFO shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

4. *Secretary.* The Secretary shall be responsible for recording the activities of the Local League and maintaining appropriate files, mailing lists, and necessary records.

The Secretary shall maintain a list of all Regular Members, Directors, and Committee Members, and give notice of all meetings of the Local League, Board of Directors, and Committees.

The Secretary shall maintain a Seniority Roster of Members of the Local League in order to fill managerial and coaching vacancies. The Secretary shall further maintain seniority of managers and coaches from date of appointment to position held.

The Secretary shall keep the minutes of the meetings of the Members and the Board of Directors and cause them to be recorded in a book kept for that purpose.

The Secretary shall notify Members, Directors, Officers, and Committee Members of their elections or appointments.

The Secretary shall be responsible for receiving all correspondence to the Local League and shall be responsible for authoring and delivery of official Local League communications where so directed by the President and/or the Board of Directors.

The Secretary shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

5. *Player Agent.* The Player Agent shall represent the interests and welfare of all Player Members.

The Player Agent shall record all player transactions and maintain an up-to-date record for the spring playing season.

The Player Agent shall review applications for player candidates and assist the President in validating residence and age eligibility.

The Player Agent shall chair the player draft and all other player transaction or selection meetings.

The Player Agent shall prepare for the President's signature and submission to the National Organization Headquarters (hereinafter referred to as "Headquarters"), team rosters, including players claimed, and the tournament team eligibility affidavit. The Player Agent shall notify Headquarters of any subsequent player replacements or trades.

The Player Agent shall manage all game scheduling and maintain game records and divisional standings.

The Player Agent shall serve as a member of the Competition Committee.

The Player Agent shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

6. *Director of Competitive Baseball.* The Director of Competitive Baseball shall be responsible for the operation and affairs of the Competitive Baseball Divisions.

The Director of Competitive Baseball shall be responsible for the appointment of all managers and coaches for the all competitive baseball divisions and shall work with the Vice President in ensuring that all managers and coaches have been interviewed, and that all appropriate background checks have been conducted.

The Director of Competitive Baseball shall report all disciplinary issues to the discipline committee.

The Director of Competitive Baseball shall be responsible for the establishment of Local League rules and regulations for all competitive baseball divisions.

The Director of Competitive Baseball shall serve as Summer Baseball Director⁵ for the Local League and shall be responsible for managing all aspects of the Local League's participation in games, tournaments, and organized leagues outside of the Local League's regular in-season programs, and shall engage all members of the Competition Committee in this regard.

The Director of Competitive Baseball shall serve as a member of the Competition Committee.

The Director of Competitive Baseball shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

7. *Director of Softball.* The Director of Softball shall be responsible for the operation and affairs of the all girls' softball programs.

⁵ Summer Director: The Summer Director shall:

- Evaluate all tournaments and summer leagues and recommend to the Board those that the Local League should participate in.
- Enroll the Local League in tournaments and summer leagues as instructed by the Board and attend all necessary meetings to acquire information and materials needed to participate and ensure compliance with each tournament's or league's rules and regulations.
- Oversee the selection of tournament and summer league teams to represent the Local League in tournament play.
- Recommend managers and coaches for tournament and summer league teams to the Board.
- Attend as many tournament and summer league games as possible and report on them to the Board.

The Director of Softball shall be responsible for the appointment of all managers and coaches for the division and shall work with the Vice President that all managers and coaches have been interviewed, and that all appropriate background checks have been conducted.

The Director of Softball shall report all disciplinary issues to the Discipline Committee.

The Director of Softball shall be responsible for the establishment of Local League rules and regulations for the division.

The Director of Softball shall serve as Summer and Fall Softball Director⁶ for the Local League and shall be responsible for managing all aspects of the Local League's participation in games, tournaments, and organized leagues outside of the Local League's regular in-season programs, and shall engage all members of the Competition Committee in this regard.

The Director of Softball shall serve as a member of the Competition Committee.

The Director of Softball shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

8. *Director of Instructional Programs.* The Director of Instructional Programs shall be responsible for the operation and affairs of all non-competitive and instructional baseball programs.

The Director of Instructional Programs shall be responsible for the appointment of all managers and coaches for these divisions and shall work with the Vice President in ensuring that all managers and coaches have been interviewed, and that all appropriate background checks have been conducted.

The Director of Instructional Programs shall report all disciplinary issues to the discipline committee.

The Director of Instructional Programs shall be responsible for the establishment of Local League rules and regulations for these divisions.

The Director of Instructional Programs shall serve as a member of the Competition Committee.

The Director of Instructional Programs shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

9. *Umpire-in-Chief.* The Umpire-in-Chief shall be responsible for the appointment of all umpires and shall work with the Vice President in ensuring that all umpires have been interviewed, and that all appropriate background checks and training have been conducted.

The Umpire-in-Chief shall report all disciplinary issues, complaints, irregularities, or conditions detrimental to the Local League to the Discipline Committee.

The Umpire-in-Chief shall be responsible for the scheduling of all umpires for all Local League games.

The Umpire-in-Chief shall be responsible for maintaining appropriate records of umpire participation in the Local League for the purpose of determining seniority.

The Umpire-in-Chief shall be responsible for all umpire training.

The Umpire-in-Chief shall serve as a member of the Competition Committee.

⁶ Summer Director: The Summer Softball Director shall:

- Evaluate all tournaments summer, and fall leagues and recommend to the Board those that the Local League should participate in.
- Enroll the Local League in tournaments, summer, and fall leagues as instructed by the Board and attend all necessary meetings to acquire information and materials needed to participate and ensure compliance with each tournament's or league's rules and regulations.
- Oversee the selection of tournament, summer, and fall league teams to represent the Local League in tournament play and travel leagues.
- Recommend managers and coaches for tournament, summer, and fall league teams to the Board.
- Attend as many tournament, summer and fall league games as possible and report on them to the Board.

The Umpire-in-Chief shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

10. *Director of Facilities.* The Director of Facilities shall be responsible for the maintenance of fields, facilities, capital equipment, and other real estate owned or managed by the Local League.

With the approval of the Board of Directors, the Director of Facilities shall be responsible for contracting and/or procuring services, supplies, and equipment as may be necessary for the ongoing good maintenance of the Local League complex or as may be requested by the Board of Directors from time to time.

The Director of Facilities shall be responsible for scheduling such regular in- and off-season maintenance of the facilities and its equipment as may be required.

The Director of Facilities shall prepare a facilities maintenance budget to be presented to the Board of Directors prior to the beginning of the playing season.

The Director of Facilities shall be responsible for recruiting a ground crew for the in-season daily preparation of the fields for game play.

The Director of Facilities shall serve as a member of the Operations Committee.

The Director of Facilities shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

11. *Directors of Concessions.* The Director of Concessions shall be responsible for the operation and management of all Local League concession facilities.

With the approval of the Board of Directors, the Director of Concessions shall be responsible for contracting and/or procuring services, supplies, and equipment as may be necessary for the ongoing good maintenance and operation of the concession facilities or as may be requested by the Board of Directors from time to time.

The Director of Concessions shall maintain and be a signatory of any bank accounts established separately for the operation of the Local League concession facilities, and, in conjunction with the Treasurer, shall be responsible for the daily receipts.

The Director of Concessions shall serve as a member of the Operations Committee.

The Director of Concessions shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

12. *Director of Equipment.* The Director of Equipment shall be responsible for all Local League playing equipment and apparel.

With the approval of the Board of Directors, the Director of Equipment shall be responsible for procuring equipment and apparel necessary for the play of baseball and softball, or as may be requested by the Board of Directors from time to time. He/she shall ensure that all equipment meets Local League and National Organization standards for safe game play in coordination with the Director of Safety and Insurance..

The Director of Equipment shall serve as a member of the Operations Committee.

The Director of Equipment shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

13. *Director of Safety and Insurance.* The Director of Safety and Insurance shall be responsible for the establishment of policies and procedures designed for the protection and safety of all league members.

The Director of Safety and Insurance shall work with the Director of Equipment to ensure that all playing equipment meets Local League safety standards.

The Director of Safety and Insurance shall be responsible for managing the Local League's insurance relationships including ensuring the Local League has adequate coverage, filing of accident claims, and managing conflict resolution.

The Director of Safety and Insurance shall serve as a member of both the Operations Committee and the Discipline Committee.

The Director of Safety and Insurance shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

14. *Directors-at-Large.* Directors-at-Large shall serve in such roles and on such committees at the discretion of the President and the Board of Directors.

15. *Immediate Past President.* The Immediate Past President shall serve as a consultant to the President on such matters as each may deem appropriate and may represent the Local League in such capacities as the President and/or the Board of Directors deem appropriate.

The Immediate Past President shall chair the Annual Meeting of the Membership and shall chair all meetings of the Board of Directors in the absence of the President.

The Immediate Past President shall have such other duties as from time to time may be assigned by the Board of Directors or the President.

Article 5: Committees

1. All officers and directors are expected to serve on a minimum of two committees.
2. *Standing Committees.* Standing committees must be appointed by the Board at the first regularly-scheduled meeting following the Annual Meeting of the Membership.

A. Awards Committee.

- 1) *Composition.* The President, with the approval of Board, shall appoint one or more Awards Committees at the first regular meeting of the Board following the Annual Meeting of the Membership.

Currently, the Local League presents four (4) annual player awards as follows:

- The R. Michael Cartwright: Presented to a current-year, league-age 12-year-old Major Baseball Division player.
- The Rod Hultzen Award: Presented to a current-year, graduating major girls softball player.
- The William "Billy" Pasquantonio Award: Presented to a current-year, league-age 12-year-old Minor Baseball Division player.
- The Scott Whynot Award: Presented to a current-year major girls softball player, this is to be awarded to the MVP of major soft.ball.

Each awards committee should consist of:

- The Director of the division specific to the award.
- The Umpire-in-Chief or a representative, appointed by the Umpire-in-Chief, who has officiated in games in the specific division.
- Any other Voting Member of the League.

Individuals whose own child or children are eligible for any award shall not be eligible for appointment.

The President will also be a non-voting (except to dissolve a tie vote) member of each committee.

In lieu of separate committees, one Awards Committee may be formed for both baseball and softball. In such instance, the President shall ensure that a representative (a team manager or coach) from each of a baseball program and a softball program is appointed.

- 2) *Duties and Responsibilities.* It shall be the responsibility of these committees to recommend to the Board recipients of any awards that the Local League may choose to bestow during the year.

Each committee shall accept recommendations for their respective award(s) and ensure each candidate meets the qualifications for the appropriate award. It shall then, using their sole judgment, select from the list of candidates one individual to receive such award for the current playing season.

The Committee may also, from time to time, recommend special awards to be presented to any individual worthy of recognition by the Local League.

- 3) *Chairman.* The President shall appoint a chairman for each committee from among the members appointed to each respective committee.

B. *Competition Committee.*

- 1) *Composition.* The Competition Committee shall be composed of the Director of Competitive Baseball, Director of Softball, Director of Instructional Programs, Umpire-in-Chief, and Player Agent.

- 2) *Duties and Responsibilities.* The Competition Committee shall be responsible for maintaining and improving the quality of game play in the Local League so to enhance the positive experience of playing baseball and softball .

The Competition Committee may recommend changes to Local League programs and their playing rules to meet this objective.

The Competition Committee shall publish Local League playing rules for each division if these divisions are run in house by RYSBA.

- 3) *Chairman.* The President shall appoint a chairman for each committee from among the members appointed to each respective committee.

C. *Membership and Discipline Committee.*

- 1) *Composition.* The President, with the approval of Board, shall appoint a Membership and Discipline Committee at the first regular meeting of the Board following the Annual Meeting of the Membership.

There shall be a minimum of three (3) members of this committee appointed from all eligible Voting Members, one of who must be the Vice President.

- 2) *Duties and Responsibilities.* During the playing season, it shall observe the conduct of the managers, coaches, and members, and report its findings to the President of the Local League.

At the request of the President or the Board, it shall investigate complaints concerning managers, coaches, or members and make a report thereof to the Board.

The Committee shall meet after the ejection of any player, manager, coach, volunteer, etc., to consider further action. The committee shall make recommendation for actions to be taken to the Board for approval.

- 3) *Chairman.* The Vice President shall chair the Membership and Discipline Committee.

D. *Nominating Committee.*

- 1) *Composition.* The President, with the approval of Board, shall appoint a Nominating Committee at the first regular meeting of the Board following the Annual Meeting of the Membership.

There shall be a minimum of three (3) members of this committee appointed from all eligible Voting Members.

- 2) *Duties and Responsibilities.* This committee, using their sole judgment, shall survey and interview those Voting Members who, in the Committee's opinion, have the capabilities to perform and are willing to accept positions as members of the Board.
- 3) *Chairman.* The President shall appoint a chairman from among the members appointed to this committee.

E. *Operations Committee.*

- 1) *Composition.* The Operations Committee shall be composed of the Director of Facilities, Director of Concessions, Director of Safety and Insurance, Director of Equipment, and the CFO.
- 2) *Duties and Responsibilities.* The Operations Committee shall be responsible for managing the day-to-day operation of the Local League, maintaining, and improving the physical aspects of the Local League, specifically, its field complex, its maintenance equipment, its buildings, its kitchens and concessions, and its playing equipment, and other "hard assets".
- 3) *Chairman.* The President shall appoint a chairman for each committee from among the members appointed to each respective committee. The CFO may not hold this position.

F. *Scholarship Committee.*

- 4) *Composition.* The President, with the approval of Board, shall appoint a Scholarship Committee at the first regular meeting of the Board following the Annual Meeting of the Membership. The committee shall be responsible for selecting recipients for any and all scholarships offered by the Local League. Currently, these consist of the William Strong Memorial and Walter Oberlander Memorial Scholarships.

The committee shall consist of four (4) Voting Members selected by the President. The President shall also be a non-voting member except to dissolve a tie vote.

No person with a family member eligible to apply for such scholarships shall serve on this committee. Should the President find himself in such a conflict, the Board shall appoint another Board member to serve in place of the President on this committee.

- 5) *Duties and Responsibilities.* This committee shall be responsible for awarding all Local League sponsored scholarships. It shall review all applications and ensure each applicant meets the qualifications for each scholarship for which the applicant has applied. It shall then, using their sole judgment, select from the list of applicants as many individuals to receive scholarships as there are to be awarded.
- 6) *Chairman.* The President shall appoint a chairman from among the members appointed to this committee.

3. Non-Standing Committees. Non-standing committees may be appointed by the President and/or the Board when desired or warranted.

A. *Auditing Committee.*

- 1) *Composition.* The President, with the approval of Board, may appoint an Auditing Committee consisting of three (3) members of the Board. The President, CFO, and any signatories of checks may not sit on this committee.
- 2) *Duties and Responsibilities.* The Committee will review the Local League's books and records at such times as may be required or as may be requested by the Board. Such audits shall become an official part of League records and shall be maintained by the Secretary. If directed by the Board, the committee shall secure the services of a Certified Public Accountant to accomplish such review.
- 3) *Chairman.* The President shall appoint a chairman from among the members appointed to this committee.

B. *Capital Improvements Committee.*

- 1) *Composition.* The President, with the approval of Board, may appoint a Capital Improvements Committee consisting of the CFO, the Director of Facilities, the Director of Equipment, the Director of Concessions, and one additional member.
- 2) *Duties and Responsibilities.* The Committee will be responsible for creating and presenting a long-term capital plan for the Local League for the addition or replacement of high-cost assets, including buildings, fields, heavy landscaping equipment, kitchen/concessions equipment, and the like. The Committee shall be given three months from the date of appointment to prepare and present the long-term capital plan to the Board for consideration.
- 3) *Chairman.* The President shall appoint a chairman from among the members appointed to this committee.

C. *By-Laws Committee.*

- 1) *Composition.* The President, with the approval of Board, may appoint a By-Laws Committee consisting of a minimum of three (3) members selected from all eligible Voting Members.
- 2) *Duties and Responsibilities.* The By-Laws Committee shall be responsible for reviewing the By-Laws, and any other rules, regulations, policies or procedures established by the Local League and recommending to the Board amendments to be considered for adoption by the appropriate approving body.
- 3) *Chairman.* The President shall appoint a chairman from among the members appointed to this committee.

D. *Fundraising Committee.*

- 1) *Composition.* The President, with the approval of Board, may appoint a Fundraising Committee consisting of three (3) members selected from all eligible Voting Members.
- 2) *Duties and Responsibilities.* The Committee will develop and recommend to the Board opportunities for fundraising.
- 3) *Chairman.* The CFO shall chair this committee.

- E. *Protest Committee.* Upon receipt of a formal game protest, the Protest Committee shall be authorized to review and affirm or deny game protests and, in the event that a game protest is affirmed, to ensure that the appropriate actions are taken to satisfy the remediation of the protest. The Umpire-in-Chief shall chair the Protest Committee, and the President, with the approval of Board, shall appoint two additional members from among all active members, whose term on the Protest Committee shall expire upon the resolution of each formal protest.

- 1) *Composition.* The Protest Committee shall be comprised of the Umpire-in-Chief and two additional members from the Board for a total of three (3) members. The members' terms on the Protest Committee shall expire upon the resolution of each formal protest, that is, a new Protest Committee must be appointed for each protested incident.

No member of the Protest Committee may be related to anyone involved directly or indirectly in the protest or shall have a vested interest in the outcome of protest.

- 2) *Duties and Responsibilities.* Upon receipt of a formal protest of a game, the Protest Committee shall be authorized to review and affirm or deny such protests and, in the event that a protest is affirmed, to ensure that the appropriate actions are taken to satisfy the remediation of the protest.
- 3) *Chairman.* The Umpire-in-Chief shall chair the Protest Committee. In the event that the Umpire-in-Chief is recused from serving on the Protest Committee, the President shall appoint a chairman from among the members appointed to this committee.

F. *Program Committee.*

- 1) *Composition.* The President, with the approval of Board, may appoint a Program Committee consisting of a minimum of three (3) members selected from all eligible Voting Members.
- 2) *Duties and Responsibilities.* The Program Committee shall be responsible for planning all special Local League events that may be considered social or ceremonial in nature, at the specific direction of the Board, including, but not limited to, Opening Day Ceremonies, dinners and banquets, and Family Days.
- 3) *Chairman.* The President shall appoint a chairman from among the committee members.

Section 6: Organizational Structure of the Local League

1. *General.* The Board shall establish the playing structure of the Local League no later than February 15th of each year. This includes:
 - Establishing the number of divisions
 - Establishing the number of teams in each division
 - Establishing the number of players on each team

It shall be the responsibility of the Player Agent to present playing structure recommendations to the Board.

The Competition Committee, with Board approval, shall establish the Rules and Regulations for game play for each division, if games are played exclusively in Randolph, for each division.

The Competition Committee shall present to the Board its managing and coaching assignments for each team in their respective divisions prior to the beginning of the regular playing season. The Board shall be responsible for approving the assignment of managers and coaches to all teams, subject to the approval of the Membership and Discipline Committee. There shall be one manager and no more than two officially recognized coaches per team.

The Local League playing season shall not start before April 1 of each year and must conclude no later than June 30 of each year unless otherwise approved by the Board. The Player Agent shall be responsible for establishing and publishing a playing schedule for each division.

2. *Definitions.*

Selective and Open Programs. A selective program is one in which the players for each team are chosen by its manager and coaches at a player draft held following an open tryout. An open program is one in which any individual may play provided the individual meets the age criteria for playing in that division.

Competitive, Non-competitive, and Instructional Programs. A competitive program is one in which game scores are recorded, team standings are maintained and published, and regular-season and/or playoff champions are recognized. A non-competitive program is one in which game scores are not recorded, team standings are not maintained nor published, and no divisional champions are recognized. An instructional program is one in which game scores are not recorded, team standings are not maintained nor published, and no divisional champions are recognized.

3. *Playing Divisions.*

A. *The Major Baseball Division.* The Local League shall, at all times, maintain a Major Baseball Division of at least four (4) teams. If unable to do so, the competitive baseball director shall with input from the president and player agent approach other towns to set up inter league play so that each team plays a minimum of 12-15 games.

Eligible player-candidates for the Major Baseball Division shall:

- Have attained a minimum age of nine (9) years before May 1 of the year in which they play. Special consideration may be given to exceptional 8 year old players as a last resort. This must be approved by the Competitive baseball Director, the Player Agent, **and** the President.
- Have not attained an age of thirteen (13) years before May 1 of the year in which they play.
- Must have participated in a minimum of one year of competitive Minor Division Baseball unless age 12.

The Major Baseball Division shall be a selective program. The players for this program shall be chosen from candidates who have participated in the Major Baseball Division tryouts and have been selected in the Major Baseball Division Player Draft. Once on a team a player is on that team for the rest of their career.

Special Draft Guidelines and Rules

If a player is drafted age 9 or above and decides then to play minors they will be the 3rd round pick of the team that drafted them the following year, if the player does not play that year they will then be eligible for the draft again.

If brothers are eligible to be drafted, once one brother is drafted the second brother is drafted on that same teams last draft spot.

Children of Coaches on a team will be drafted in the third and subsequent rounds of the draft, Unless there is a situation of a player reentering the draft. Then the coaches child will be drafted in the fourth round.

The major league draft shall be held directly after the major league tryouts/minor league assessments. The order of the draft for each round shall be the reverse order of each teams finish the previous year. The draft is not serpentine. The draft will continue until each team has filled out its roster to a mandatory 11 players. Each team may draft up to 12 eligible players, or they may wait to fill their last spot during the first week of the regular playing season. Players being added to major rosters after the draft must be selected from players that attended the assessments first, then from players on AAA teams and finally from AA teams, pending players meet the age requirements set above.

Players will be scored based on hitting, fielding, and pitching, and will be given number grades ranging from 1-5. All Managers will be provided with player's name, age and draft score before the draft. It is up to each manager if they want to include their assistant coaches in the draft.

The Major Baseball Division shall be a competitive program. At the completion of the Major Baseball Division regular playing season, the first-place team in the Major Baseball Division shall be declared the Major

Baseball Division Champion. The members of this team and its coaching staff shall each be presented "The Robert Patrick Trophy".

Replacement of Major Baseball Managers. Major Baseball Managers are tenured Managers. When a Major Baseball Manager notifies the Competitive Baseball Director that they are not coming back for the next season, The following rules will be used in selecting a new manager for the team in this specific order.

1. Current Assistant coaches on the team, based on league seniority first.
2. Current minor league managers based on league seniority.
3. Parent of player on team in good standing.
4. Member in good standing.

- B. *The Minor Baseball Divisions.* The Local League shall maintain a Minor Baseball Divisions totaling no less than the same amount of teams as there are in the Major Baseball Division.

The Minor Baseball Divisions shall be established so to provide a competitive playing environment for those players who are not members of the Major Baseball Division. It shall be the goal of all Minor Baseball Divisions to develop its players to become Major Baseball Division players.

If Numbers dictate the local league may maintain two Minor Baseball Division programs and they shall be known as "AA baseball" and "AAA baseball".

The AA Baseball program shall be designed as (1) a first competitive program for younger players and (2) a recreational program for those older players who do not seek higher competition.

Eligible player-candidates for the Recreational Minor division shall:

- Have attained a minimum age of seven (7) years before May 1 of the year in which they play.
- Have not attained an age of thirteen (13) years before May 1 of the year in which they play.
- Must have participated in a minimum of one year in a non-competitive program to be eligible to play as a 6 year old.

The AAA Baseball program shall be designed as a "stepping stone" toward having its players attain a position as a Major Baseball Division player. Its competitive aspects shall mirror those of the Major Baseball Division inasmuch as practical.

Eligible player-candidates for the Farm League shall:

- Have attained a minimum age of eight (8) years before May 1 of the year in which they play.
- Have not attained an age of thirteen (13) years before May 1 of the year in which they play.
- Must have participated in a minimum of two years in a non-competitive program or one year in Minor Baseball.

All Minor Baseball Divisions shall be open programs in which all boys and girls of the appropriate ages may participate.

All Minor Baseball Divisions shall be competitive programs. At the completion of each Minor Baseball Division regular playing season, the first-place team in each division shall be declared the Champion of that division.

The members of the championship AA Baseball Minors Division team and its coaching staff shall each be presented "The Joseph 'Buddy' Hurley Trophy". The members of the championship AAA Baseball League team and its coaching staff shall each be presented "The Frank Gallagher Trophy".

- C. *The Junior Girls' Softball Division.* The Local League may maintain a Junior Girls' Softball Division subject to sufficient enrollment.

Eligible player-candidates for the Junior Girls' Softball Division shall:

- Be female.
- Be enrolled in the second grade or younger in the year that they play.

The Junior Girls' Softball Division shall be an open program in which all girls of the appropriate ages may participate.

The Junior Girls' Softball Division shall be a non-competitive program.

D. *The Minor Girls' Softball Division.* The Local League may maintain a minor girls' Softball Division.

Eligible player-candidates for the minor girls' Softball Division shall:

- Be female.
- Be enrolled in the fifth grade or younger in the year in which they play.

The minor Girls' Softball Division shall be an open program in which all girls of the appropriate grades may participate.

The minor girls' Softball Division shall be a competitive program. At the completion of the minor Girls' Softball Division regular playing season, the first-place team in the division shall be declared the minor Girls' Softball Division Champion. The members of this team and its coaching staff shall each be presented "The Ken Carter Trophy".

E. *The major Girls' Softball Division.* The Board may establish and maintain a major Girls' Softball Division.

Eligible player-candidates for the major girls' Softball Division shall:

- Be female.
- Be enrolled in the eighth grade or younger in the year in which they play.
- Special consideration will be given to freshmen in high school that have not played softball before, or who do not play high school softball.

The Major Girls' Softball Division shall be a selective and also open program. The players for this program shall be chosen from candidates who have participated in the Major Softball Division Assessments. Once a player is drafted onto a team, that player stays on that team until they graduate. If a player is drafted and decides to go back and play in the minors, that player will be placed on the major team that drafted them the following year using the fourth round pick of that team. If a player resigns from a team, they will go back into the draft the following year provided they did not play a game. Children of coaches and managers of teams will be drafted in the third or subsequent rounds of the draft.

Special Draft Guidelines and Rules for Softball

If a player is drafted age 9 or above and decides then to play minors they will be the 3rd round pick of the team that drafted them the following year, if the player does not play that year they will then be eligible for the draft again.

If sisters are eligible to be drafted, once one sister is drafted the second sister is drafted on that same teams last draft spot.

Children of Coaches on a team will be drafted in the third and subsequent rounds of the draft, Unless there is a situation of a player reentering the draft. Then the coache's child will be drafted in the fourth round.

The major league draft shall be held directly after the softball assessments. The order of the draft for each round shall be the reverse order of each teams finish the previous year. The draft is not serpentine. The draft will continue until each team has filled out its roster to a mandatory 11 players. Each team may draft up to 12 eligible players, or they may wait to fill their last spots during the first week of the regular playing season. Players being added to major rosters after the draft must be selected from players that attended the assessments first, then from players that signed up late. The order of the draft will determine placement of players that sign up late, pending players meet the grade requirements set above.

Players will be scored based on hitting, fielding, and pitching, and will be given number grades ranging from 1-5. All Managers will be provided with player's name, age and draft score before the draft. It is up to each manager if they want to include their assistant coaches in the draft.

The major Girls' Softball Division shall also be an open program in which all girls of the appropriate ages may participate.

Replacement of Major Softball Managers. Major Softball Managers are tenured Managers. When a Major Softball Manager notifies the Softball Director that they are not coming back for the next season, The following rules will be used in selecting a new manager for the team in this specific order.

1. Current Assistant coaches on the team, based on league seniority first.
2. Current minor league managers based on league seniority.
3. Parent of player on team in good standing.
4. Member in good standing.

Local League Rules will govern play in Major softball, then followed by Babe Ruth Softball Official Rules, and then ASA Softball official rules if not listed in either Local League or Babe Ruth League Softball Rule Books. Local League Rules will be published and posted on the website at least 1 week before the season starts, as well as emailed out to each manager before the season starts. A Babe Ruth Softball Rule book will also be distributed to each manager.

The major Girls' Softball Division shall be a competitive program. At the completion of the major Girls' Softball Division regular playing season, the first-place team in the division shall be declared the 16-and-under Girls' Softball Division Champion. The members of this team and its coaching staff shall each be presented "The Arthur Rubin Trophy".

- F. *Instructional Programs.* Recognizing that the future of its competitive programs lies in the players it develops during a child's formative years, it shall be Local League policy to provide instructional programs for as many children of appropriate age who wish to participate in them.

The Local League shall maintain at least two instructional programs: a learn to play division and a Tee-Ball/Coach Pitch Division. subject to sufficient registration of players to support such programs. The Board may establish additional instructional programs in both baseball and girls' softball, as it may deem appropriate.

Eligible player-candidates for all instructional baseball programs shall:

- Have attained a minimum age of four (4) years before May 1 of the year in which they play.
- Have not attained an age of seven (7) years before May 1 of the year in which they play unless approved by the Player Agent.

Section 7: Meetings

Section 1: Regular Meetings of the Board of Directors. Regular meetings of the Board of Directors shall be held at least monthly. The Board of Directors may vote to hold regular meetings at a greater frequency, as it deems appropriate. Except when the Board of Directors votes to enter "Executive Session", all regular meetings of the Board of Directors shall be open to the public.

The Board of Directors may meet in "Executive Session" by a majority vote of members in attendance and voting, for any reason. While in "Executive Session", only Board members may participate; those who are not Board members may not be in the meeting room.

Section 2: Committee Meetings. Meetings of standing, special, or appointed committees of the Local League shall be held at the call of the President or the Chairman of the Committee.

Section 3: Special Meetings.

- A. The President of the Local League may call for special meetings of the Board of Directors at any time.
- B. Special meetings of the Members of the Local League shall be held upon the written request of at least three Active Members. The written request must state the reason for conducting the special meeting.

Section 4: Annual Meeting. The Annual Meeting of the Members of the Local League shall be held the last Thursday in September of each year. The agenda for this meeting shall include, but not be limited to, the following items:

- Election of Officers and Directors for the following term of office if applicable.
- Receiving reports.
- The transaction of such other business as may properly come before the meeting.
- Per the Articles of Organization duly adopted and approved by the secretary of state of the commonwealth of Massachusetts on October 16th 2003, "at any general membership meeting, the presence of those regular members in person or representation by an absentee ballot shall constitute a quorum."

Section 5: Notification. The Secretary or his/her appointed representative shall give notice of meetings to all members concerned except for Committee meetings where the Chairman of the specific committee shall give notice. Said notice shall be given by posting a notice of the meeting at all field complexes, by direct mail, and on the league's web site. Time of notice of all meetings, unless the Secretary or his/her appointed representative receives waiver of such notice from the individual concerned, shall be made as follows:

- Notice of the Annual Meeting and Special Meetings of the Members shall be given at least seven (7) days in advance thereof.
- Notice of meetings of the Board of Directors and Committee meetings shall be given at least three (3) days in advance thereof except regularly scheduled meetings.

Section 6: Voting. A majority vote of those in attendance and voting shall govern all meetings.

Section 7: Robert's Rules of Order shall govern the proceedings of all meetings except where they conflict with the Local League By-Laws.

Article 8: Affiliations

Section 1: Charter. The Local League shall annually apply for a charter from the National Organization 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.

Section 2: Rules and Regulations. The Official Playing Rules and Regulations, as published by the National Organization, shall be binding on the Local League. The Board of Directors may adopt such Local League rules and regulations, as it may deem appropriate.

Section 3: Local League Rules. The Board of Directors shall adopt supplemental Local League rules at a meeting to be held not less than one month prior to the first scheduled game of the playing season. In general, Local League rules should not conflict with the rules and regulations of the National Organization.

Section 4: Disassociation. The Board of Directors of the Local League, by a majority vote of those in attendance and voting, may terminate its affiliation with the National Organization for the purpose of affiliating with a different youth baseball/softball program, for the purpose of restructuring itself as an independent youth baseball/softball program, or for the purpose of merging with another youth baseball/softball program.

In such event, the Board of Directors shall specify a specific date for termination of the affiliation. Further, the President, with the approval of the Board of Directors, shall appoint a Restructuring Committee, its size and membership to be determined by the President and Board of Directors. The Board of Directors shall determine the specific duties, responsibilities, and length of term of the Restructuring Committee.

Article 9: Financial, Accounting, and Auditing

Section 1: The Board of Directors shall decide all matters pertaining to the finances of the Local League. It shall place all income 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 any other individual or team.

Section 2: The Board shall not permit the contribution of funds or property to individual teams but shall solicit same 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: The Board shall not permit the solicitation of funds on behalf of the Local League unless all of the funds so raised are placed in the Local League treasury.

Section 4: In general, the Board shall not permit disbursement of Local League funds for other than the conduct of Local League activities. The Board, by a majority vote, may authorize disbursement of Local League funds for any charitable or benevolent purpose not to exceed \$250 per disbursement. The Board, by a majority vote, may also authorize the disbursement of Local League funds for scholarships, as may be established from time to time, to be awarded to current or former players in the Local League.

Section 5: No Officer, Director, or Member of the Local League shall receive, directly or indirectly, any salary, compensation, or emolument from the Local League for services rendered as Officer, Director, or Member except as explicitly approved by the Board of Directors by a two-thirds vote of those Directors present and voting at any legally convened meeting. Whenever possible, Board votes should be taken before compensated services are rendered.

Section 6: All monies received shall be deposited to the credit of the Local League in the approved depository, and all disbursements shall be made by check. The Local League Treasurer and/or other signatories approved by the Board of Directors shall sign all checks.

Section 7: The fiscal year for the Local League shall begin on the first day of October and shall end on the last day of September.

Section 8: Upon dissolution of the Local League and after all outstanding debts and claims have been satisfied, the Membership of the Local League shall distribute the property of the Local League to such other organization or organizations maintaining an objective similar to that set forth herein which are or may be entitled to exemption under Section 501(c) of the Internal Revenue Code or any future corresponding provision.

Article 10: Amendments

These by laws 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 notification that there is a proposed change is included in the notice of such meeting.