



**The Commonwealth of Massachusetts  
William Francis Galvin**

Secretary of the Commonwealth  
One Ashburton Place, Boston, Massachusetts 02108-1512  
Telephone: (617) 727-9640

Special Instructions

**Articles of Organization**  
(General Laws, Chapter 180)

**Federal Identification Number:** 000852098

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**ARTICLE I**

The name of the corporation is:  
RANDOLPH YOUTH SOFTBALL/BASEBALL ASSOCIATION INC.

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**ARTICLE II**

The purpose of the corporation is to engage in the following business activities:

**ARTICLE II - OBJECTIVE**

THE OBJECTIVE OF THE RANDOLPH YOUTH SOFTBALL/BASEBALL ASSOCIATION, OTHERWISE KNOWN AS NORTH RANDOLPH LITTLE LEAGUE (NRLL) SHALL BE TO IMPLANT FIRMLY IN THE CHILDREN OF THE COMMUNITY THE IDEALS OF GOOD SPORTSMANSHIP, HONESTY, LOYALTY, COURAGE AND RESPECT FOR OTHERS SO THAT THEY MAY BE FINER, STRONGER AND HAPPIER CHILDREN AND WILL GROW TO BE GOOD, DECENT, HEALTHY AND TRUSTWORTHY MEN AND WOMEN.

THE OBJECTIVE WILL BE ACHIEVED BY PROVIDING A SUPERVISED BASEBALL AND SOFTBALL PROGRAMS UNDER THE RULES AND REGULATIONS OF LITTLE LEAGUE BASEBALL, INC.

THE LEADERS OF THE NRLL SHALL BEAR IN MIND THAT THE ATTAINMENT OF EXCEPTIONAL ATHLETIC SKILL OR THE WINNING OF GAMES IS SECONDARY, AND THE MOLDING OF FUTURE MEN AND WOMEN IS OF PRIME IMPORTANCE.

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**ARTICLE III**

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

## ARTICLE III - MEMBERSHIP

### SECTION 1 - ELIGIBILITY

ANY PERSON SINCERELY INTERESTED IN ACTIVE PARTICIPATION TO EFFECT THE OBJECTIVE OF THE NRLL MAY APPLY TO BECOME A MEMBER.

### SECTION 2 - MEMBER CLASSES

#### (A) PLAYER MEMBER

ANY BOY OR GIRL SATISFYING THE REQUIREMENTS AS TO AGE AND RESIDENCE AS SET FORTH IN THE RULES AND REGULATIONS OF LITTLE LEAGUE BASEBALL, INC. SHALL BE ELIGIBLE TO PARTICIPATE IN THE NRLL. SUCH MEMBERS IN GOOD STANDING SHALL HAVE NO RIGHTS, DUTIES OR OBLIGATIONS IN THE MANAGEMENT OF THE PROPERTY OF THE NRLL.

#### (B) REGULAR MEMBER

ANY ADULT PERSON ACTIVELY INTERESTED IN FURTHERING THE OBJECTIVES OF THE NRLL MAY BECOME A MEMBER UPON ELECTION AS HEREINAFTER PROVIDED. SUCH MEMBERS IN GOOD STANDING ARE ELIGIBLE TO VOTE AT GENERAL MEMBERSHIP MEETINGS.

(1) ANY PARENT/GUARDIAN OF A REGISTERED PLAYER MEMBER IN GOOD STANDING SHALL BE CONSIDERED A REGULAR MEMBER.

(2) ANY ADULT VOLUNTEER IN GOOD STANDING, AS RECOGNIZED BY THE BOARD OF DIRECTORS, SHALL BE CONSIDERED A REGULAR MEMBER.

(3) REGULAR MEMBERS SHALL NOT BE ACTIVELY ENGAGED IN THE PROMOTION AND/OR OPERATION OF ANY OTHER BASEBALL/SOFTBALL PROGRAM.

#### (C) LEAGUE MEMBER

AS USED HEREINAFTER, THE TERM LEAGUE MEMBER SHALL MEAN THE TOTAL GROUP OF ALL PLAYER MEMBERS AND REGULAR MEMBERS.

## ARTICLE V – GENERAL MEMBERSHIP MEETINGS

### SECTION 1 – DEFINITION

A GENERAL MEMBERSHIP MEETING IS ANY MEETING OF REGULAR MEMBERS OF THE NRLL. A MINIMUM OF ONE PER YEAR (ANNUAL MEETING, SEE SECTION 6) SHALL BE REQUIRED.

### SECTION 2 – NOTICE OF MEETINGS

NOTICE OF EACH GENERAL MEMBERSHIP MEETING SHALL BE ADVERTISED AT LEAST SEVEN (7) DAYS IN ADVANCE OF THE MEETING IN AT LEAST TWO (2) OF THE LOCAL MEDIA OR BY POSTING OF THE MEETING ON THE NRLL BULLETIN BOARD DURING THE PLAYING SEASON.

### SECTION 3 – QUORUM

AT ANY GENERAL MEMBERSHIP MEETING, THE PRESENCE OF THOSE REGULAR MEMBERS IN PERSON OR REPRESENTATION BY AN ABSENTEE BALLOT SHALL CONSTITUTE A QUORUM.

### SECTION 4 – VOTING

ONLY REGULAR MEMBERS IN GOOD STANDING SHALL BE ENTITLED TO MAKE MOTIONS AND VOTE AT GENERAL MEMBERSHIP MEETINGS. HOWEVER, THE BOARD OF DIRECTORS MAY INVITE, ADMIT AND RECOGNIZE GUESTS FOR PRESENTATIONS OR COMMENTS DURING GENERAL MEMBERSHIP MEETINGS.

**SECTION 5 – ABSENTEE BALLOT**

FOR THE EXPRESSED PURPOSE OF ACCOMMODATING A REGULAR MEMBER IN GOOD STANDING WHO CANNOT BE IN ATTENDANCE AT THE ANNUAL MEETING, OR ANY GENERAL MEMBERSHIP MEETING AT WHICH NEW BOARD OF DIRECTOR MEMBERS WILL BE ELECTED, AN ABSENTEE BALLOT MAY BE OBTAINED FROM THE SECRETARY OF THE LEAGUE. THE ABSENTEE BALLOT SHALL BE PROPERLY COMPLETED, SIGNED AND RETURNED IN A SEALED ENVELOPE TO THE SECRETARY OF THE LEAGUE PRIOR TO THE DATE OF THE ELECTION. THE SECRETARY SHALL PRESENT ALL ABSENTEE BALLOTS TO THE ELECTION CHAIRMAN (APPOINTED AT THE MEETING) ON THE DATE OF THE MEETING, PRIOR TO THE VOTING PORTION OF THE ELECTION PROCESS.

**SECTION 6 – ANNUAL MEETING**

THE ANNUAL MEETING OF THE NRLL SHALL BE HELD ON THE LAST THURSDAY OF SEPTEMBER AT 7:30 PM AT A LOCATION TO BE ADVERTISED EACH YEAR FOR THE PURPOSE OF ELECTING THE BOARD OF DIRECTORS, RECEIVING REPORTS FROM BOARD OF DIRECTOR MEMBERS, REVIEWING THE CONSTITUTION, AND FOR THE TRANSACTION OF SUCH BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING.

**SECTION 7 – RULES OF ORDER**

ROBERT'S RULES OF ORDER SHALL GOVERN THE PROCEEDINGS OF ALL GENERAL MEMBERSHIP MEETINGS, EXCEPT WHERE SAME CONFLICTS WITH THIS CONSTITUTION OF THE NRLL.

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**ARTICLE IV**

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows: *(If there are no provisions state "NONE")*

NONE

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**Note: The preceding four (4) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.**

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**ARTICLE V**

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

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**ARTICLE VI**

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

**Later Effective Date:**

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**ARTICLE VII**

The information contained in Article VII is not a permanent part of the Articles of Organization

**a. The street address (*post office boxes are not acceptable*) of the principal office of the corporation *in Massachusetts* is:**

**No. and Street:** 8 WALDO STREET

**City or Town:** RANDOLPH

**State:** MA

**Zip:** 02368

**Country:** USA

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**b. The name, residential address and post office address of each director and officer is as follows:**

(A president, treasurer, clerk, and at least one director are required.)

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**Title:** TREASURER **Expiration of Term:** 09/31/2004

**First Name:** STEPHEN **Middle Name:** **Last Name:** NEWTON

**Residential Address:** 8 WALDO STREET

**City:** RANDOLPH **State:** MA **Zip:** 02368

**Country:** USA

**Post Office Address:** 8 WALDO STREET

**City:** RANDOLPH **State:** MA **Zip:** 02368

**Country:** USA

**Title:** PRESIDENT **Expiration of Term:** 09/31/2004

**First Name:** STEPHEN **Middle Name:** **Last Name:** NEWTON

**Residential Address:** 8 WALDO STREET

**City:** RANDOLPH **State:** MA **Zip:** 02368

**Country:** USA

**Post Office Address:** 8 WALDO STREET

**City:** RANDOLPH **State:** MA **Zip:** 02368

**Country:** USA

**Title:** CLERK **Expiration of Term:** 09/31/2004

**First Name:** STEPHEN **Middle Name:** **Last Name:** NEWTON

**Residential Address:** 8 WALDO STREET

**City:** RANDOLPH **State:** MA **Zip:** 02368

**Country:** USA

**Post Office Address:** 8 WALDO STREET

**City:** RANDOLPH **State:** MA **Zip:** 02368

**Country:** USA

**Title:** DIRECTOR **Expiration of Term:** 09/31/2004

**First Name:** JOHN **Middle Name:** **Last Name:** FITZGERALD

**Residential Address:** 66 EMILY JEFFERS ROAD

**City:** RANDOLPH **State:** MA **Zip:** 02368

**Country:** USA

**Post Office Address:** 66 EMILY JEFFERS ROAD

**City:** RANDOLPH **State:** MA **Zip:** 02368

**Country:** USA

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c. The fiscal year (i.e., tax year) of the corporation shall end on the last day of the month: September

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d. The name and business address of the resident agent, if any, of the corporation is:

Name:

No. and Street:

City or Town:

State:

Zip:

Country:

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I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain:

**IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Law, Chapter 156B and do hereby sign these Articles of Organization as incorporator(s) this [field]**

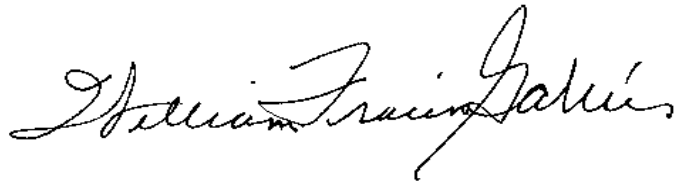
*(If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state of other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.)*

STEPHEN NEWTON

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THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, prominent initial "W".

WILLIAM FRANCIS GALVIN

*Secretary of the Commonwealth*