

WEST SUGAR LAND LITTLE LEAGUE CONSTITUTION AND BY LAWS

League ID No. 3431814

ARTICLE I – NAME

The organization shall be known as the West Sugar Land Little League, hereinafter referred to as "Local League."

ARTICLE II – OBJECTIVE

SECTION 1

The objective of the West Sugar Land Little 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 West Sugar Land Little 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. In accordance with Section 501-(c)-(3) of the Federal Internal Revenue Code, the West Sugar Land Little 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 private shareholder or individual; no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE III – MEMBERSHIP

SECTION 1

Eligibility. Any person sincerely interested in active participation to effect the objective of this Local League may apply to become a member.

SECTION 2

Classes. There shall be the following classes of Members:

Player Members. Any player candidate meeting the requirements of Little League Regulation IV and who resides within the authorized boundaries of the Local League shall be eligible to compete for participation but shall have no rights, duties or obligation in the management or in the property of the Local League.

Regular Members. Any person actively interested in furthering the objective of the Local League may become a regular member as hereinafter provided. Only regular members in good standing are eligible to vote at the annual meeting.

All parents and legal guardians of players, Officers, Board Members, Committee Members, Managers, Volunteer Umpires and other elected or appointed officials shall be active Regular Members.

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SECTION 3

Other Affiliations. Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as member of the Local League.

Regular Members should not be actively engaged in the promotion and/or operation of any other baseball program.

SECTION 4

Suspension or Termination. Membership may be terminated by resignation or action of the Board of Directors.

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

B. The Member involved shall be notified at least 10 days prior to such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

C. The Board of Directors shall, in case of a Player Member, give notice to the manager of the team of which the player is a member. Said manager shall appear, in the capacity of an adviser, with the player before a duly appointed committee of the Board of Directors, which shall have full power to suspend or revoke such a player's right to future participation.

ARTICLE IV – FEES

SECTION 1

A reasonable Little League participation fee may be assessed as a parents' obligation to assure the operational continuity of the Local Little League. **AT NO TIME SHOULD PAYMENT OF ANY FEE BE A PREREQUISITE FOR PARTICIPATION IN THE LITTLE LEAGUE BASEBALL PROGRAM.**

ARTICLE V – MEETINGS

SECTION 1

Annual Meeting. The annual meeting of the Members of the Local League should, due to facility availability, be held no earlier than June 10th and no later than June 20th at 7:00 p.m. each year for the purpose of electing a Board of Directors and Members, receiving reports and for the transaction of such business as may properly come before the meeting. After the Board of Directors is elected, the board shall meet to elect the officers. The new board will take office July 1.

SECTION 2

Notice of Meeting. Notice of each meeting of the Members shall be mailed or otherwise delivered to each Member at the last recorded address or e-mail address at least ten (10) days in

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advance thereof setting forth the place, time and purpose of the meeting; or in lieu thereof, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened meeting.

SECTION 3

Special Meetings. Special meetings of the Members may be called by the Board of Directors or by the Secretary or President at their discretion. Upon the written request of ten (10) Members, the President shall call a special meeting to consider a specific subject. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the Members.

SECTION 4

Quorum. The presence in person or representation by absentee ballot of a number of members equal to two times plus one the size of the current membership of the Board of Directors shall be necessary to constitute a quorum. No proxy voting shall be allowed at the annual Membership meeting.

SECTION 5

Voting. Only Regular Members shall be entitled to vote at any meeting of the Local League. A valid identification is required to be shown at the meeting to verify eligibility to vote.

SECTION 6

Absentee Ballot. For the expressed purpose of accommodating a regular member in good standing who cannot be in attendance at the annual meeting, an absentee ballot may be requested and obtained from the Secretary of the League. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the annual meeting and the election of members to the Board of Directors. The Secretary shall present all absentee ballots to the Election Chairman on the date of the annual meeting prior to the conduct of the election process.

SECTION 7

Rules of Order. Roberts Rules of Order shall govern the proceedings of all meetings, except where same conflicts with the Constitution or By-Laws of the Local League.

ARTICLE VI – BOARD OF DIRECTORS

SECTION 1

Board and Number. The management of the property and affairs of the Local League shall be vested in the Board of Directors. The number of Directors shall be not less than seven (7) nor more than fifteen (15).

SECTION 2

Required Members. The Board membership shall include the Officers, including the Player Agent, and a minimum of one manager. The number of managers including minor league representation elected to the Board shall not exceed a minority of the total board members.

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SECTION 3

Annual Election and Term of Office. At each annual meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect such number of Directors. The fixed number of Directors may, within the limits prescribed by the foregoing Section 1, be increased at any regular or special meeting of the Members, and if the number is increased, the additional Directors may be elected at the meeting at which the increase is approved by Member vote, or at any subsequent meeting. All elections of Directors shall be by majority vote of all Members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting. In the event of a tie for the last Director's position, the President will call for an immediate special runoff election to be held at the annual meeting and votes to decide the last Director's position will be obtained from the Members in attendance at the annual meeting and present at the time the special runoff election is called.

SECTION 4

Vacancies. If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, 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.

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. The President or the Secretary may, whenever they deem it advisable or the Secretary shall at the request in writing of five (5) Directors issue a call for a special meeting of the Board. Notice of each meeting shall be given by the Secretary to each Director either by mail at least (3) days before the time appointed for the meeting to the last recorded address of each Director, or by telephone or telegraphic or personal notice twenty-four hours preceding the meeting.

In the case of special meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting. $\frac{1}{2}$ of the members of the Board of Directors shall constitute a quorum for the transaction of business.

A Director shall notify the President or the Secretary of any absence prior to a called Board meeting. A Director with 3 unnotified absences from the Board meetings shall be subject to termination from the Board of Directors in accordance with Article III, Section 4(a).

SECTION 6

Duties and Powers. The Board of Directors 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 Local League as it may deem proper.

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The Board shall have the power by a two-thirds vote of those present at any regular or special meeting to discipline, suspend or remove any Director or Officer or Committee Member of the Local League in accordance with procedure set forth in Article III, Section 4(a).

The Membership shall receive at the annual meeting of the Members of the Local League a report verified by the President and Treasurer, or by a majority of the Directors, showing the whole amount of real and personal property owned by the Local League, where located, and where and how invested, the amount and nature of the property acquired during the year immediately preceding, the date of the report and the manner of the acquisition; the amount applied, appropriated or expended during the year immediately preceding such date, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made; and the names and places of residence of the persons who have been admitted to membership in the Local League during such year, which report shall be filed with the records of the Local League and an abstract thereof entered into the minutes of the proceedings of the annual meeting.

A copy of such report shall be forwarded to Little League Headquarters.

ARTICLE VII – EXECUTIVE COMMITTEE

SECTION 1

The Board of Directors may appoint an Executive committee which shall consist of not less than three (3) nor more than five (5) Directors, one of whom shall be the President of the Local League.

SECTION 2

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

SECTION 3

At any meeting of the Executive Committee a majority of the total number of members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is quorum shall be the act of the committee.

ARTICLE VIII – OTHER COMMITTEES

SECTION 1

Nominating Committee. The Board of Directors may appoint a Nominating Committee consisting of three (3) Directors and other appointed Regular Members.

The Committee shall investigate and consider eligible candidates and submit at the annual meeting a slate of candidates for the Board of Directors.

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The Committee shall also submit for consideration by the Board of Directors a slate of Officers and Committee Members.

SECTION 2

Finance Committee. The Board of Directors may appoint a Finance/(Capital Improvement)A committee consisting of not less than three (3) nor more than five (5) Directors.

The Treasurer shall be an ex-officio member of the Committee.

The Committee shall investigate ways and means of financing the Local League including team sponsorships and submit recommendations.

It shall be responsible for taking up collections at games, if such collections are authorized by the Local League and shall turn over said collections to the Treasurer immediately after each game.

SECTION 3

Managers Committee. The Board of Directors may appoint a Managers Committee consisting of the Divisional Vice Presidents.

The Committee shall interview and investigate prospective managers and coaches, including those for the Minor League teams and recommend acceptable candidates to the President, for appointment and subsequent approval by the Board of Directors.

It shall, during the playing season, observe the conduct of the managers and coaches and report its findings in writing to the President of the Local League.

It shall, at request of the President or Board of Directors, investigate complaints, concerning managers and coaches and make a report thereof to the President or Board of Directors as the case may be.

SECTION 4

Umpire Committee. The Board of Directors may appoint an Umpire Committee consisting of three (3) Directors and other appointed Regular Members.

The Local League Umpire-In-Charge (UIC) shall be chairman of any such Committee. The Committee shall recruit, interview and recommend to the President for appointment a staff of umpires, including a chief umpire and replacements.

When appointed, the staff of umpires shall be under the personal direction and responsibility of the Local League UIC, assisted by the Chief Umpire who shall train, observe and schedule the staff.

SECTION 5

District Committee. The Board of Directors may appoint a District Committee consisting of the Local League President as chairman and two (2) other Directors.

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The Committee shall assist the District Administrator in inter-league district functions including the selection of members of the District Administrator's Advisory Committee and the selection of tournament sites and area tournament directors.

SECTION 6

Auxiliary Committee. The Board of Directors may appoint an Auxiliary Committee consisting of the Local League Treasurer and two (2) other Directors and other appointed Regular Members.

The Committee shall coordinate the activities of the Auxiliary.

It shall review and evaluate auxiliary projects for raising money and disposition of profits, and make recommendations to the Board.

The Board of Directors shall approve in advance all projects and actions of the Auxiliary.

SECTION 7

Auditing Committee. The Board of Directors shall appoint an Auditing Committee consisting of three (3) Directors. The President, Treasurer or signatories of checks are not eligible.

The Committee will review the Local League's books and records annually prior to the Annual Meeting and attach a statement of their findings to the annual financial statement of the President and Treasurer; or may, if directed by the Board of Directors or Membership, secure the services of a Certified Public Accountant to accomplish such review.

SECTION 8

Rules Committee. The Board of Directors may appoint a Rules Committee consisting of the UIC, The President, Secretary, Divisional Vice Presidents/Commissioners.

The Committee shall review and make recommendations to the Board of Directors for all ground rules affecting the West Sugar Land Little League.

ARTICLE IX – OFFICERS, DUTIES AND POWERS

SECTION 1

Election. Immediately following the annual meeting, the Directors present, provided there be a quorum, shall meet for the purpose of electing Officers and appointing committees for the ensuing year.

SECTION 2

Officers. The Officers of the Local League shall consist of a President, one or more Vice-Presidents or Commissioners, a Secretary, a Treasurer, and a Player Agent or Agents, all of whom shall hold office for the ensuing year or until their successors are duly elected.

The Board of Directors may appoint such other Officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each and may fill any vacancy which may occur in any office. Appointed Officers or agents shall have no vote actions taken by the Board

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of Directors unless such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board.

SECTION 3

President. The President shall:

- (a) Conduct the affairs of the Local League and execute the policies established by the Board of Directors.
- (b) Present a report of the condition of the Local League at the annual meeting.
- (c) Communicate to the Board of Directors, such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Local League.
- (d) Be responsible for the conduct of the Local League in strict conformity to the policies, principles, Rules and Regulations of Little League Baseball, Incorporated, as agreed to under the conditions of charter issued by the Local League by the organization.
- (e) Designate in writing, other officers if necessary, to have power to make and execute for/and in the name of the Local League such contracts and leases they may receive and which have had prior approval of the Board.
- (f) Investigate complaints, irregularities and conditions detrimental to the Local League and report thereon to the Board or Executive Committee as circumstances warrant.
- (g) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper executive thereof.
- (h) With the assistance of the Player Agent, examine the application and support proof-of-age documents of every player candidate and certify to residence and age eligibility before the player may be accepted for tryouts and selection.
- (i) Appoint the Vice-President in Charge from the Board of Directors.
- (j) Appoint a member to be responsible for updating the Rain Out line.

SECTION 4

Vice-President in Charge. In case of the absence or disability of the President, and provided he is authorized by the President or Board so to act, the Vice-President in Charge shall perform the duties of the President, and when so acting, shall have the powers of that office, and shall have such other duties as from time to time may be assigned by the Board of Directors or by the President.

SECTION 5

Vice-President or Commissioner. The Vice-President or Commissioner shall work with other officers and committee members and shall carry out such duties and assignments as may be assigned by the Board of Directors or by the President.

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SECTION 5

Secretary. The Secretary shall:

- (a) Be responsible for recording the activities of the Local League and maintain appropriate files, mailing lists and necessary records, (applications, and notification of annual meeting)A.
- (b) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.
- (c) Maintain a list of all Regular, , Directors and committee members and give notice of all meetings of the Local League, the Board of Directors and Committees.
- (d) Keep the minutes of the meetings of the Members, the Board of Directors and the Executive Committee, and cause them to be recorded in a book kept for that purpose.
- (e) Shall conduct all correspondence not otherwise specifically delegated in connection with said meetings and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed.
- (f) Notify Members, Directors, Officers and committee Members of their election or appointment.
- (f) To arrange communications with association newsletters, via signage, fliers to announce upcoming registration. Secretary may form a member committee to assist.

SECTION 6

Treasurer. The Treasurer shall:

- (a) Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the Office of Treasurer or may be assigned by the Board of Directors.
- (b) Receive all monies and securities, and deposit same in a depository approved by the Board of Directors.
- (c) Keep records for the receipt and disbursement of all monies and securities of the Local League including the Auxiliary, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Board of Directors.
- (d) Prepare an annual budget, under the direction of the President, for submission to the Board of Directors at the annual meeting.
- (e) Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the annual meeting.

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SECTION 7

Player Agent. The Player Agent shall:

- (a) Record all player transactions and maintain an accurate and up-to-date record there of.
- (b) Receive and review applications for player candidates and (assist the President)D in check residence and age eligibility.
- (c) Conduct the player auction or draft and all other player transaction or selection meetings.
- (d) Prepare the Player Agent's list.
- (e) Prepare for the President's signature and submission to Little League Headquarters, team rosters, including players' claimed, and the tournament team eligibility affidavit.
- (f) Notify Little League Headquarters of any subsequent Player replacements or trades.

SECTION 8

Safety Officer. The Safety Officer shall:

- (a) be responsible for creating awareness, through education and information of the opportunities to provide a safer environment for youngsters and all the participants of Little League Baseball
- (b) Develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance and reporting.

Note: In order to implement a safety plan using education, compliance and reporting, the following suggestions may be utilized by the Safety Officer:

- (1) Education – Should facilitate meetings and distribute information among participants including players, managers, coaches, umpires, league officials, parents, guardians and other volunteers.
- (2) Compliance – Should promote safety compliance leadership by increasing awareness of the safety opportunities that arise from the responsibilities.
- (3) Reporting – Define a process to assure that incidents are recorded, information is sent to league/district and national offices, and follow-up information on medical and other data is forwarded as available.

SECTION 9

League Information Officer. The League Information Officer shall:

- (a) Manage the league's official home page.
- (b) Assign administrative rights to league volunteers and teams.
- (c) Ensure that league news and scores are updated on a regular basis.

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(d) Collect, post and distribute important information on League activities including dissemination of fund raising and sponsor activities to Little League Baseball, district, public, league members and media.

(e) Serve as primary contact person for Little League Baseball regarding optimizing use of the internet for league administration and for distributing information to league members and to Little League baseball.

ARTICLE X – MANAGERS, COACHES AND UMPIRES

SECTION 1

Team Managers and Coaches shall be appointed annually by the President, and be approved by the Board of Directors, Managers shall be responsible for the selection of their teams and for their actions on the field. Regulation 1(b).

SECTION 2

Umpires shall be appointed annually by the President, with the approval of the Board of Directors, who shall be responsible for their assignments and for their actions on the field. Regulation 1(b).

SECTION 3

While holding such office, the President can coach but not manage and the Player Agents shall not manage or coach. The President should not umpire. Regulation 1(b). Vice-Presidents or Commissioners shall not manage, coach and should not umpire in their respective divisions.

ARTICLE XI - AFFILIATION

SECTION 1

Charter. The Local League shall annually apply for a charter from Little League Baseball, Incorporated, 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 and it shall not be affiliated with any other program or organization or operate any other program.

SECTION 2

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

SECTION 3

Local League Rules. The local rules of the Local League shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season, but shall in no way conflict with Rules and Regulations of Little League Baseball, Incorporated.

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The local rules and ground rules of West Sugar Land Little League shall expire at the end of each fiscal year and are not considered part of this constitution.

ARTICLE XII – FINANCIAL AND ACCOUNTING

SECTION 1

The Board of Directors shall decide all matters pertaining to the finances of the Local 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

The Board shall not permit the contribution of funds or property to individual teams but shall solicit some for the common treasury of the Local League, thereby to discourage favoritism among teams and endeavor to equalize the benefits of the Local League.

SECTION 3

The board shall not permit the solicitation of funds in the name of Little League Baseball unless all of the funds so raised be place in the Local League treasury.

SECTION 4

The Board shall not permit the disbursement of Local League funds for other than the conduct of Little League activities in accordance with the rules and policies of Little League Baseball, Incorporated.

SECTION 5

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

SECTION 6

All monies received, including Auxiliary Funds, shall be deposited to the credit of the Local League in a federally insured bank selected by the Board of Directors. LL funds of the Local League, including Auxiliary Funds, must be insured by a federal agency. All disbursements shall be made by check. All checks shall be signed by a person designated by the Board.

SECTION 7

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

SECTION 8

Distribution of Property upon Dissolution. Upon dissolution of the Local League and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of the Local 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 ©(3) of the Internal Revenue Code or any future corresponding provision.

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ARTICLE XIII – AMENDMENTS

This Constitution and By-Laws may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the Members provided notice of the proposed change is included in the notice of such meeting.

Draft of all proposed amendments shall be submitted to Little League Baseball, Incorporated, for approval.

END

Last Revised June 15, 2011 at the Annual Meeting (Article-III, Section-2)