## 2023

## Constitution Of

## Three Rivers Little League League ID \# 4060106



## ARTICLE I. NAME

Section 1.01 This organization shall be known as the Three Rivers Little League, hereinafter referred to as "TRLL".

## ARTICLE II. OBJECTIVE

Section 2.01 The objective of TRLL 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 2.02 To achieve this objective, TRLL will provide a supervised program under the Rules and Regulation of Little League Baseball, Incorporated. All Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skill of 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, TRLL 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 3.01 Eligibility - Any person sincerely interested in active participation to further the objective of TRLL may apply to become a Member.

Section 3.02 Classes - There shall be the following classes of Members:
(a) Player Members: Any player candidate meeting the requirements of Little League Regulation IV shall be eligible to compete for participation. Player Members shall have no rights, duties or obligation in the management or in the property of TRLL.
(b) Regular Members: Any adult person actively interested in furthering the objectives of TRLL may become a Regular Member upon election and payment of dues as hereinafter provided. Regular Members may be issued a card numbered in sequential order annually. The secretary shall maintain the roll of membership to qualify voting members.

Only Regular Members in good standing are eligible to vote at General Membership Meetings. All Officers, Board Members, Committee Members, Managers, Coaches, Volunteer Umpires and other elected or appointed officials must be active Regular Members in good standing.
(i) Note: Regular Members of the league automatically include all current Managers, Coaches, Volunteer Umpires, Board Members, Officers of the Board and any other person who is recognized by the Board as a volunteer in TRLL, including those volunteers with the following titles, Rules Specialist, Team Parent, Umpire Scheduler, Equipment Manager, Coaching Manager and Town Representative.
(c) Honorary Members: Any person may be elected as Honorary Member by the unanimous vote of all Directors present at any duly held meeting of the Board of Directors but shall have no rights, duties or obligations in the management or in the property of TRLL.
(d) Sustaining Members: Any person not a Regular Member who makes financial or other contributions to TRLL may, by a majority vote, of the Board of Directors become a Sustaining Member. Such person shall have no rights, duties or obligations in the management or in the property of TRLL.
(e) As used hereinafter, the word "Member" shall mean a Regular Member unless otherwise stated.

## Section 3.03 Other Affiliations

(a) Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as member of TRLL.
(b) Regular Members should not be actively engaged in the promotion and/or operation of any other baseball/softball program detrimental to TRLL.

Section 3.04 Suspension or Termination: Membership may be terminated by resignation or action of the Board of Directors as follows.
(a) The Board of Directors, shall create a discipline committee of no less than 3 Board Members.
(b) (b) In the event there is a discipline issue, any Member shall bring such issue to the area representative's attention for resolution. The area representative should inform the President of the discipline issue and the resolution of such issue.
(c) If the discipline issue cannot be resolved by the Member(s) and area representative, the area representative and President shall present the issue to the discipline committee. The discipline committee shall determine whether such issue shall be considered by the Board of Directors at a Board meeting. If the discipline committee does not choose to have the Board consider the issue, it shall draft a brief description of the issue to be included in the next regular Board meeting packet. Any Board Member may call the issue up for a meeting in front of the Board.
(d) If the discipline issue goes to the Board of Directors, the president shall set a Board meeting to consider the discipline issue or include it in a regular Board meeting, whichever is sooner.
(i) The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.
(ii) The Board of Directors shall, in case of a Player Member, give notice to the manager of the team for which the player is a Player Member. Said manager shall appear, in the capacity of an adviser, with the player before the Board of Directors or a duly appointed committee of the Board of Directors. The player's parent(s) or legal guardian(s) may also be present.
(e) The Board of Directors, by a two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of TRLL and/or Little League Baseball, Incorporated..
(f) The Board of Directors shall have full power to suspend or revoke a Player Member's right to future participation by two-thirds vote of those present at any duly constituted meeting (quorum is required).

## ARTICLE IV. DUES FOR REGULAR MEMBERS (NOT PLAYERS)

Section 4.01 TRLL does not require dues for Regular Members.

## ARTICLE V. GENERAL MEMBERSHIP MEETINGS

Section 5.01 Definition: A General Membership Meeting is any meeting of the membership of TRLL (including Special General Membership Meetings, Section 7). A minimum of one meeting per year (Annual Meeting, see Section 6) is required.

Section 5.02 Notice of Meeting: Notice of each General Membership Meeting shall be delivered by mail to each Member at the last recorded email address at least seven (7) days in advance of the meeting, setting forth the place, time and purpose of the meeting. In lieu of the above methods, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened General Membership Meeting.

Section 5.03 Quorum: At any General Membership Meeting, the presence in person or representation by absentee ballot of one fifth ( 20 percent) of the members (as defined in Article III - Membership) shall constitute a quorum. If one fifth is not present, fifteen minutes shall be allotted to allow additional members to arrive and all members in attendance shall constitute a quorum.

Section 5.04 Voting: Only Regular Members 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. (Those eligible to take part at meetings of the Board of Directors are described in Article VI, Section 6.04).

Section 5.05 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 members will be elected, an absentee ballot may be requested and obtained from the Secretary of TRLL by any individual who is a member, as defined in Article III - Membership. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary 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 5.06 Annual Meeting of the Members. The Annual Meeting of the Members of the TRLL shall be held the Second Wednesday of September, this year September 14, 2022, each year at a location to be determined for the purpose of electing new Members, electing the Board of Directors, receiving reports, reviewing the Constitution, appointing committees, and for the transaction of such business as may properly come before the meeting.
(a) The Membership shall receive the Annual Meeting of the Members of TRLL report, verified by the President and Treasurer, or by a majority of the Directors, showing:

1) The condition of TRLL, to be presented by the President or his/her designate;
2) A general summary of funds received and expended by TRLL for previous year, the amount of funds currently in possession of TRLL, and the name of the financial institution in which such funds are maintained;
3) The whole amount of real and personal property owned by TRLL, where located, and where and how invested; and
4) For the year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated or expended, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made.
(b) At the 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 number of Directors elected shall be not less than seven (7).
(c) After the Board of Directors is elected, the Board shall meet to elect the officers. After the election, the Board of Directors shall assume the performance of its duties on October 1. The Board's term of office shall continue until its successors are elected and qualified under this section.
(d) The officers of the Board of Directors shall include, at a minimum, President, one or more Vice Presidents, Treasurer, Secretary, one or more Town Representatives, and one or more Town Player Agents.

Section 5.07 Special General Membership Meetings: Special General Membership 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 at a minimum of seven (7) Members, the President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such special General Membership Meeting shall be scheduled to take place not less than ten (10) days after the request is received by the President or Secretary.

Section 5.08 Rules of Order for General Membership Meetings: Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except where same conflicts with this Constitution of TRLL.

## ARTICLE VI. BOARD OF DIRECTORS

Section 6.01 Authority: The management of the property and affairs of TRLL shall be vested in the Board of Directors.

Section 6.02 Increase in number: The number of Board of Directors so fixed at the Annual Meeting may be increased at any General Membership Meeting or Special Meeting of the Members. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Directors shall be by majority vote of all Regular Members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

Section 6.03 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 Board meeting or at any Special Board Meeting called for that purpose.

Section 6.04 Board Meetings, Notice and Quorum: Regular meetings of the Board of Directors shall be held immediately following the Annual Meeting and on such days thereafter as shall be determined by the Board.
(a) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of four (4) Directors, issue a call for a Special Board Meeting. In the case of Special Board Meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.
(i) In the event the President or Secretary is unable to schedule such Special Meeting in a timely manner, and there is a pending issue that the Board must resolve prior to the next regularly scheduled Board meeting, the Board may vote on a single issue by email and approval of such issue must be unanimous in favor in order to pass. The issue must be provided to the Board Members by email at least 48 hours prior to the conclusion of the vote.
(b) Notice of each Board meeting shall be given by the Secretary personally, electronically to each Director at least forty-eight (48) hours before the time appointed for the meeting to the last recorded address of each Director.
(c) Forty percent (40\%) of the members of the Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.
(d) Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during Board meetings.

Section 6.05 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 TRLL as it may deem proper, provided such rules and regulations do not conflict with this Constitution.

The Board shall have the power by a two-thirds vote of those present at any regular Board or Special Board meeting to discipline, suspend or remove any Director or Officer or Committee Member of TRLL in accordance with the procedure set forth in Article III, Section 3.04 ( $a, b$ ).

## Section 6.06 Rules of Order for Board Meetings: Robert's Rules of Order shall govern the proceedings of all Board of Directors meetings, except where same conflicts with this Constitutions of TRLL.

## ARTICLE VII. DUTIES AND POWERS OF THE BOARD

Section 7.01 Appointments: 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. Appointed officers or agents shall have no vote on actions taken by the Board 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 7.02 President - The President shall:

(a) Conduct the affairs of TRLL and execute the policies established by the Board of Directors.
(b) Present a report of the condition of TRLL 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 TRLL.
(d) Be responsible for the conduct of TRLL in strict conformity to the policies, principles, Rules and Regulations of Little League Baseball, Incorporated, as agreed to under the conditions of charter issued to TRLL by that organization.
(e) Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of TRLL such contracts and leases they may receive and which have had prior approval of the Board.
(f) Investigate complaints, irregularities and conditions detrimental to TRLL and report thereon to the Board or Executive Committee as circumstances warrant.
(g) Prepare and submit and annual budget to the Board of Directors and be responsible for the proper execution 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) Complete the required background checks per Little League Regulation I (b) and I (c) 8\&9 through JDP, or delegate this responsibility to another Board Member.

## Section 7.03 Vice President - The Vice President shall:

(a) Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President shall have all the powers of that office.
(b) Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

## Section 7.04 Secretary - The Secretary shall:

(a) Be responsible for recording the activities of TRLL and maintain appropriate files, mailing lists and necessary records.
(b) Perform such duties as are herein specially 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, Sustaining and Honorary Members, Directors and committee members and file notice of all meetings of TRLL, the Board of Directors and Committees.
(d) Keep the minutes of the meeting of the Members, the Board of Directors and Executive Committee, and cause them to be recorded in a book kept for that purpose.
(e) Conduct all correspondence not otherwise specifically delegated in connection with said meeting 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.

## Section 7.05 Treasurer - The Treasurer shall:

(a) Perform such duties as are herein 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 TRLL, 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. All disbursements by check must have dual signatures.
(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 directions of the president, for submission to the Membership and Board or Directors at the Annual Meeting, and to Little League International.

## Section 7.06 Town Representative - The Town Representative shall:

(a) Provides support and resolves matters for Managers, Coaches, Players/Parents, and Umpires for the duration of the season. Presents any unresolved issues to the Board of Directors.
(b) Coordinates the distribution and collection of all TRLL property for the use of each season. Also, is responsible for presenting to the Treasurer a TRLL asset list following each season.
(c) Conducts the tryouts, the player draft and all other player transactions and/or selection meetings.
(d) Shall recruit and screen coaches.

## Section 7.07 Player Agent - The Player Agent shall:

(a) Record all player transactions and maintain an accurate and up-to-date record thereof.
(b) Receive and review application for player candidates and assist the President in verifying residence and age eligibility.
(c) Assists the Town Representative in conducting the tryouts, the player draft and all other player transactions or selection meetings.
(d) Prepare the Player Agent's List.
(e) Prepare for the President's signature and submission to Little League International, team rosters, including players' claimed, and the tournament team eligibility affidavit.
(f) Notify Little League International of any subsequent player replacements or trades.

## Section 7.08 Safety Officer - The Safety Officer shall:

(a) Be responsible to create awareness, through education and information, of the opportunities to provide a safer environment for youngsters and all participants of Little League.
(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 meeting 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 these 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 7.09 League Information Officer - The League Information Officer shall:

(a) Manage the League's home page (site authorized by Little League International);
(b) Manage the online registration process and endure that league rosters are maintained on the site;
(c) Assign administrative rights to league volunteers and teams;
(d) Ensure that TRLL news and scores are updated on a regular basis;
(e) Collect, post and distribute important information on League activities including direct dissemination of fund-raising and sponsor activities to the district, league members and media;
(f) Serve as primary contact person for Little League regarding optimizing use of the internet for league administration and for distributing information to league member and to Little League Baseball, Incorporated.

## Section 7.10 Coaching Coordinator - The Coaching Coordinator shall:

(a) Represent coaches/manager in the league;
(b) Present a coach/manager training budget to the board;
(c) Gain the support and funds necessary to implement a league-wide training program;
(d) Order and distribute training materials to players, coaches and manager;
(e) Coordinate mini-clinics as necessary;
(f) Serve as the contact person for Little League International.

## ARTICLE VIII. AFFILIATION

Section 8.01 Charter: TRLL shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. TRLL 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 8.02 Rules and Regulations: The Official Playing Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, Pennsylvania, shall be binding on TRLL.

## Section 8.03 Local Rules, Ground Rules and/or Bylaws: The local rules, ground rules

 and/or bylaws of TRLL 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 the Rules, Regulations and Policies of Little League Baseball, Incorporated, nor shall they conflict with this Constitution.The local rules, ground rules and/or bylaws of TRLL shall expire at the end of each fiscal year, and are not considered part of this Constitution. (See Article XI, Section 11.07 for fiscal year of TRLL.)

## ARTICLE IX. FINANCIAL AND ACCOUNTING

Section 9.01 Authority: The Board of Directors shall decide all matters pertaining to the finances of TRLL and it shall place all income including Auxiliary funds, in a common league treasury, directing the expenditure of funds in such manner as will give no individual or team an advantage over those in competition with such individual or team.

Section 9.02 Contributions: The Board shall not permit the contribution of funds or property to individual teams but shall solicit funds for the common treasury of TRLL, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of TRLL.

Section 9.03 Solicitations: The Board shall not permit the solicitation of funds in the name of Little League Baseball, Incorporated unless all of the funds so raised be placed in the TRLL treasury.

Section 9.04 Disbursement of Funds: The Board shall not permit the disbursement of TRLL funds for other than the conduct of Little League activities in accordance with the rules, regulations and policies of Little League Baseball, Incorporated. All disbursements shall be made by check or league credit or debit card. All checks shall be signed by the TRLL Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine.

Section 9.05 Compensation: No Director, Officer or Member of TRLL shall receive, directly or indirectly, any salary or compensation or emolument from TRLL for services rendered as Director, Officer or Member.

Section 9.06 Deposits: All monies received, including sponsorship and fundraising, shall be deposited to the credit of TRLL in/at Alpine Bank.

Section 9.07 Fiscal year: The fiscal year of TRLL shall begin on October $1^{\text {st }}$ and shall end on September $30^{\text {th }}$.

Section 9.08 Distribution of Property upon Dissolution: Upon the dissolution of TRLL and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of TRLL to another Federally Incorporated entity which maintains the same objectives as set forth in Article II of this Constitution, which are or may be entitled to exemption under 501 (c)(3) of the Internal Revenue Code or any future corresponding provision.

## ARTICLE X. AMENDMENTS

Section 10.01 This Constitution 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 before implementation.

This Constitution was approved by the Three Rivers Little League on March 8, 2023.
___/s/ Holly Strablizky $\qquad$ March 8, 2023
Holly Strablizky
President of Three Rivers Little League
Little League ID No. 4060106
Federal Tax ID No. 84-1492611
Little League Baseball, Incorporated does not limit participation in its activities based on disability, race, creed, color, national origin, gender, sexual preference or religious preference.

