

RIVER EDGE LITTLE LEAGUE, INC. CONSTITUTION

ARTICLE 1 –NAME

This organization shall be known as the River Edge Little League, Inc., hereinafter referred to as “Local League

ARTICLE II – OBJECTIVE

SECTION 1

The objective of the Local 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 Local League will provide a supervised program under the Rules and Regulations of Little League Baseball, Incorporated (“Little League Rules”). 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 Local League shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball 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 further the objective of this Local League may apply to become a Member.

SECTION 2

Classes. There shall be the following classes of Members:

(a) **Player Members.** Any player candidate meeting the requirements of Little League Regulation IV, of Little League Rules, shall be eligible to compete for participation. Player Members shall have no right to vote duties or obligations in the management or in the property of the Local League.

(b) **Regular Members.** Any adult person actively interested in furthering the objectives of the Local League may become a Regular Member by signing up and payment of dues, if dues are assessed, 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 or any other vote that is put forth from the Board of Directors. All Officers, Board Members, Committee Members, Managers, Coaches, Volunteer Umpires and other elected or appointed officials must be active Regular Members in good standing. Member in good standing is defined as those Members that have been cleared and approved through the background check and fingerprinting by local law enforcement and has completed all required safety courses.

Note: All Regular Members must be at least 21 years of age

(c) **Sustaining Members (Optional).** Any person not a Regular Member who makes financial or other contribution to the Local League may by a majority vote of the Board of Directors become a Sustaining Member, but such person shall have no right to vote, duties or obligations in the management or in the property of the Local League.

(e) As used hereinafter, the word “Member” shall mean a Regular Member unless otherwise stated.

SECTION 3

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

(a) 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 the Local League and/or Little League Baseball, Incorporated. 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.

(b) 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. The Board of Directors shall have full power to suspend or revoke such player's right to future participation by two-thirds vote of those present at any duly constituted meeting (quorum is required).

(c) Removal of any Board Member, with or without cause, may be done with a two-thirds vote of all Board Members.

ARTICLE IV - GENERAL MEMBERSHIP MEETINGS

SECTION 1

Definition. A General Membership Meeting is any meeting of the membership of the league (including Special General Membership Meetings, Section 7). A minimum of one per month from September - June is required. Meetings will be held on the first Tuesday of every month from September – June, except if the date falls upon a holiday, the meeting shall be held on the next succeeding Tuesday. Any meetings may be adjourned prior to its schedule date if all business necessary to fulfill the purpose of the organization has been accomplished at that particular point in time.

SECTION 2

Notice of Meeting. Notice of each General Membership Meeting shall be delivered personally, electronically by email or by mail to each Member at the last recorded address at least seven (7) days in advance of the meeting, setting forth the place, time and purpose of the meeting.

SECTION 3

Quorum. At any General Membership Meeting, the presence in person or representation by absentee ballot of eleven (11) members (as defined in Article III - Membership) shall be necessary to constitute a quorum. If a quorum is not present, no business shall be conducted.

SECTION 4

Voting. Only Regular Members shall be entitled to make motions and vote at General Membership Meetings and other meetings as determined by the Board. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General Membership Meetings. At every meeting each Member in good standing shall be entitled to one vote, in person or by proxy. All proxies shall be in writing, and shall be filed with the Secretary and entered in the official minutes of the meeting. Any Member may request the vote on any election or any business before the meeting to be by ballot. The motion must be endorsed and supported by at least eleven (11) members in total. Only approved motions will then be addressed and voted upon by the Board of Directors (Those eligible to take part at meetings of the Board of Directors are described in Article V, Section 4.) Actions are authorized by a majority of votes cast in person and by proxy.

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 members will be elected, 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, or via direct email communication from the Member 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 6

Annual Meeting of the Members. The Annual Meeting of the Members of the Local League shall be held the second Tuesday of the month in November each year for the purpose of 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 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:

(1) The condition of the Local League, to be presented by the President or his/her designate;

(2) A general summary of funds received and expended by the local league for the previous year, the amount of funds currently in possession of the local league, and the name of the financial institution in which such funds are maintained;

(3) The whole amount of real and personal property owned by the Local League, where located, and where and how invested;

(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;

(5) The names of the persons who have been admitted to regular membership in the Local League during such year. This report shall be filed with the records of the Local League and entered in the minutes of the proceedings of the Annual Meeting. A copy of such report shall be forwarded to Little League International.

(b) At the Annual Meeting, the Members shall vote on the 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 and coordinators. After the election, the Board of Directors shall assume the performance of its duties on January 1st. The Board's term of office shall continue until its successors are elected and qualified under this section. The term for the officers shall be 2 years and all other Board positions shall be 2 years.

(d) The Officers of the Board of Directors shall include, at a minimum, the President, one or more Vice Presidents, Treasurer, and Secretary.

SECTION 7

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 eleven (11) 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 fourteen (14) days after the request is received by the President or Secretary.

SECTION 8

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 the Local League.

ARTICLE V - BOARD OF DIRECTORS

SECTION 1

Authority. The management of the property and affairs of the Local League shall be vested in the Board of Directors.

SECTION 2

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. Electronically submitted votes will be accepted only if it is delivered directly from the absentee Member to the Secretary via email.

SECTION 3

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. Before such appointment, Regular Members must be notified at least 7 days in advance of such vote and if the Regular Members object to having the Board of Directors fill any vacancies by majority vote of the Directors, they may call for a Regular Member vote to fill any vacancies. This must be done in advance of the Board vote.

SECTION 4

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, currently established as being held on the first Tuesday of the month from September – June.

(a) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of the majority of 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.

(b) Notice of each Board meeting shall be given by the Secretary personally, electronically or by mail to each Director at least 7day(s) before the time appointed for the meeting to the last recorded address of each Director.

(c) The majority of 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. Board action shall be approved by majority of directors.

(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 5

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, provided such rules and regulations do not conflict with this Constitution.

The Board shall have the power by a majority 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 the Local League in accordance with the procedure set forth in Article III, Section 3 (a, b, c).

SECTION 6

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 Constitution of the Local League.

ARTICLE VI - DUTIES AND POWERS OF THE BOARD

SECTION 1

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 2

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 to the Local League by that 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 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.

SECTION 3

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 4

Secretary. The Secretary shall:

- (a) Be responsible for recording the activities of the Local League and maintain appropriate files, mailing lists and necessary records.
- (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, Sustaining and Honorary Members, Directors and committee members and give notice of all meetings of the Local League, the Board of Directors and Committees.
- (d) Issue membership cards to Regular Members, if approved by the Board of Directors.
- (e) 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.
- (f) 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.
- (g) Notify Members, Directors, Officers and committee members of their election or appointment.

SECTION 5

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 moneys and securities, and deposit same in a depository approved by the Board of Directors.
- (c) Keep records for the receipt and disbursement of all moneys 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. 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 direction of the President, for submission to the Membership and Board of Directors at the Annual Meeting.

SECTION 6

Field and Maintenance Administrator. The Field and Maintenance Administrator shall:

- (a) Be responsible for the care and maintenance of the playing field(s), buildings, grounds and equipment. It shall operate within the amount appropriated in the approved budget for that purpose for the management, coordination and implementation of all field maintenance for all RELL fields.

SECTION 7

Player Information Officer. The Player Information Officer shall:

- (a) Record all player transactions and maintain an accurate and up-to-date record thereof.
- (b) Prepare the Player Agent's list.
- (c) Set up online registration and ensure the league rosters are uploaded to Little League;
- (d) Prepare for the President's signature and submission to Little League International, team rosters, including players claimed, and the tournament team eligibility affidavit.

Section 8

Junior League Officer(s). The League Information Officer shall be responsible for the following:

- (a) Set up online registration and ensure the league rosters are uploaded to Little League;

- (b) Assign online administrative rights to other local volunteers;
- (c) Ensure that league news and scores are updated online on a regular basis;
- (d) Collect, post, and distribute important information on league activities including direct dissemination of fund-raising and sponsor activities to Little League Baseball, Incorporated, the district, the public, league members, and the media;
- (e) Serves as primary contact person and administrator for , Junior, Senior, and Big League ages

SECTION 9

Other Volunteer Positions that will be required and appointed by the Directors are as follows:

Sponsorship/Fundraising Manager. The Sponsorship/Fundraising Manager shall:

- (a) Solicits and secures local sponsorships to support league operations
- (b) Collects and reviews sponsorship and fundraising opportunities
- (c) Organizes and implements approved league fundraising activities
- (d) Coordinates participation in fundraising activities
- (e) Maintains records of monies secured through sponsorship and fundraising initiatives.

Concession Manager. The Concession Manager shall:

- (a) Maintains the operation of concession facilities
- (b) Organizes the purchase of concession products
- (c) Responsible for the management of the concession sales at league events
- (d) Schedules volunteers to work the concession booth during league events
- (e) Collects and reviews concession related offers including coupons, discounts and bulk-purchasing opportunities
- (f) Organizes, tallies and keeps records of concession sales and purchases.

Safety Officer

Umpire in Chief

Web Site Coordinator

Picture Day Coordinator

Schedule Coordinator

Spring Baseball Coordinator

Summer Baseball Coordinator

Fall Baseball Coordinator

Instructional Commissioner

Pew Wee Commissioner

A Commissioner

AA Commissioner

Northwest Commissioner

Minor League Commissioner

Major League Commissioner

Opening Day Coordinator

ARTICLE VII - OTHER COMMITTEES

SECTION I

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, or other designated meeting, a slate of candidates for the Board of Directors. The Committee shall also submit for consideration by the Board of Directors a slate of Officers and Committee Members.

SECTION 2

Membership Committee. The Board of Directors may appoint a Membership Committee consisting of three (3) Directors and other appointed Regular Members. The Committee shall receive the names of prospective Honorary, Sustaining and Regular Members, investigate for eligibility and recommend those qualified for election at the annual, regular or any special meeting of the Members or the Board of Directors as the case may be.

SECTION 3

Finance Committee. The Board of Directors may appoint a Finance 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 turnover said collections to the Treasurer immediately after each game.

SECTION 4

Grounds Committee. The Board of Directors may appoint a Grounds Committee which shall be responsible for the care and maintenance of the playing field(s), buildings and grounds. It shall operate within the amount appropriated in the approved budget for that purpose.

SECTION 5

Playing Equipment Committee. The Board of Directors may appoint a Playing Equipment Committee which shall secure bids on needed supplies and equipment and make recommendations for their purchase to the Board. The Committee shall be responsible for the proper issuance of such supplies and equipment and for the repair, cleaning and storage thereof at the close of the season.

SECTION 6

Umpire Committee. The Board of Directors may appoint an Umpire Committee consisting of three (3) Directors and other appointed Regular Members. The Local League President 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 of the Local League President, assisted by the Chief Umpire who shall train, observe and schedule the staff.

SECTION 7

District Committee. The Board of Directors may appoint a District Committee consisting of the Local League President as chairman and two (2) other Directors. The Committee shall assist the District Administrator in interleague 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 8

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 9

Auditing Committee. The Board of Directors may 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 its 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.

ARTICLE VIII - 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 Rules, Ground Rules and/or Bylaws. The local rules, ground rules and/or bylaws of this 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 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 this Local League shall expire at the end of each fiscal year, and are not considered part of this Constitution. (See Article XI, Section 7 for fiscal year of this league.)

ARTICLE IX - FINANCIAL AND ACCOUNTING

SECTION 1

Authority. 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 funds in such manner as will give no individual or team an advantage over those in competition with such individual or team.

SECTION 2

Contributions. The Board shall not permit the contribution of funds or property to individual teams but shall solicit funds 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

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 Local League treasury.

SECTION 4

Disbursement of Funds. The Board shall not permit the disbursement of Local League funds for other than the conduct of Local League activities in accordance with the rules, regulations and policies of River Edge Little League, Inc. All disbursements shall be made by check. All checks shall be signed by the Local League Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine.

SECTION 5

Compensation. 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, Officer or Member.

SECTION 6

Deposits. All moneys received, including Auxiliary Funds, shall be deposited to the credit of the Local League at local bank.

SECTION 7

Fiscal year. The fiscal year of the Local League shall begin on (Check one):

X_ October 1 and shall end on September 30.

(Note: The above fiscal year must be chosen if the Local League intends to qualify under the Little League Baseball, Incorporated, Group Tax ID Number.)

January 1 and shall end on December 31. _____ (Other date)

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 in Article II of this Constitution, which are or may be entitled to exemption under Section 501-(c)-(3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE X- AMENDMENTS

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 Directors provided notice of the proposed change is included in the notice of such meeting.

This Constitution was approved by the _____ River Edge _____
Little League Membership on _____ October 14, 2012 _____ (date).

President's Name (Print) _____ Rob Berninger _____

President's Signature _____ 10/15/12 _____ (date).

Little League ID No. _____ 02300409 _____

Federal ID No. (if available) _____ 23-7003981 _____

State ID No. (if available) _____ 0900052893 _____

Make one copy for the District Administrator and copies for the Local League. Send original to Regional Headquarters. This Local League's Constitution on file at Regional Headquarters (most recently-approved copy) is the official Constitution of this Local League.

Little League Baseball, Incorporated does not limit participation in its activities on the basis of disability, race, creed, color, national origin, gender, sexual preference or religious preference.