

The Constitution of Walter “Pop” Smith Little League, Inc.

Preamble

The Articles set forth hereinafter repeal, supersede and replace all previous instruments of governance for Walter “Pop” Smith Little, Inc. The sole purpose of these Articles is to provide current and future Members, Directors and Officers with good governance in managing the affairs of this organization as a responsive community service provider; a nonprofit corporation organized under the Connecticut Revised Nonstock Corporation Act; a designated tax-exempt public charity under the Internal Revenue Code; and a local league annually chartered under the Official Regulations, Playing Rules, and Operating Policies of Little League® Baseball, Incorporated.

Article I – Name

Section 1. This organization shall be known as Walter “Pop” Smith Little League Baseball, Inc., hereinafter referred to as “the League”.

Section 2. The principle business address for the League shall be the home address of the duly elected president of the League until such permanent physical address for the League is established.

Section 3. The principle mailing address for the League shall be P.O. Box 3322, New Haven, CT 06515.

Article II – Objective

Section 1. The objective of the 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 and trustworthy citizens.

Section 2. To achieve this objective, the League will provide a supervised program under the Rules and Regulations of Little League® Baseball, Inc. All Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skills or the winning of games is secondary and the molding of future citizens is the prime importance. Furthermore, in accordance with section 501(c)(3) of the Federal Internal Revenue Code, the League shall operate exclusively as a tax-exempt, non-profit organization providing said supervised program of competitive baseball and softball games. Whereas no part of the League earnings shall inure to the benefit of any private person(s). Whereas no substantial part of the League 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 the 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 or its equivalent update, shall be eligible for participation upon completing the League’s registration process. Player Members shall have no rights, duties or obligations in the management or in the property of the League.
- (b) **Regular Members.** Regular Members shall include all current (calendar year) Directors, Officers, Committee Members, Managers, Coaches, Volunteer Umpires, and other elected or appointed volunteers that have completed a volunteer application and background check in accordance to Little

League® Regulation I(c)9 or its equivalent update. Only Regular Members in good standing are eligible to vote at General and Annual Membership Meetings. The secretary shall maintain the roll of membership to qualify voting members.

- (c) **Legacy Members.** Any person who, over time, has made significant contributions in furtherance to the objective of the League may be elected as a Legacy Member (also referred to as “Honorary” Member) by the unanimous vote of the Board of Directors present at any duly constituted Board meeting. Legacy Members shall have no rights, duties or obligations in the management or in the property of the League.
- (d) **Sustaining Members.** Any person not a Regular Member who makes financial or other contribution to the League may by a majority vote of the Board of Directors become a Sustaining Member, but shall have no rights, duties or obligations in the management or in the property of the League.

As used hereinafter, the words "Member" or “Membership” shall mean and refer to Regular Member unless otherwise stated.

Section 3. Other Affiliations.

- (a) Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as Members of the League.
- (b) Regular Members should not be actively engaged in the promotion and/or operation of any other baseball/softball program that fields the equivalent or a competing interests to the Little League® teams or divisions so chartered by the League.

Section 4. 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 Directors, Officers and Committee Members as defined in Articles VI, VII and VIII, when the conduct, action or inaction of such person is considered detrimental to the best interests of the 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. The decision of the Board of Directors shall be final.
- (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 a two-thirds vote of those present at any duly constituted Board meeting. All decisions by the Board of Directors shall be final.

Article IV – Regular Member Dues and Good Standing

Section 1. Regular Member Dues. Regular Members shall not be required to pay annual dues.

Section 2. Good Standing. Regular Members shall be in good standing if not automatically caused to be dropped from the Membership rolls or having forfeit all rights and privileges of Membership due to:

- (a) Serving a suspension congruent in time of a General or Annual Membership Meeting; or
- (b) Failing to complete the required volunteer application and/or background check in accordance to Little League® Regulation I(c)9 or its equivalent update; or
- (c) Failing to complete any training or certification required by the League.

Article V – General Membership Meetings

Section 1. Definition. A General Membership Meeting is any meeting of the Members of the League. A minimum of one per calendar year (Annual Membership Meeting, see Section 6) is required.

Section 2. Notice of Meeting. Notice of any General Membership Meeting (including the Annual Membership Meeting, see Section 6) shall be delivered personally, electronically or by mail to each Member at the last recorded address at least ten (10) calendar days in advance thereof and setting forth the place, time and purpose of the meeting.

Section 3. Quorum. At any Membership Meeting, the presence in-person of one-quarter (25% percent) of the Regular 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 in good standing shall be entitled to make motions and vote at any Membership Meeting. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during any Membership Meetings.

Section 5. Proxy. Voting by proxy shall not be permitted for any action, vote or election for the League during any Membership Meeting, Board of Directors Meetings (see Article VI) or Committee Meeting (see Article VIII). The Board of Directors may, although not required or compelled to do so, institute electronic voting to allow absentee or advance balloting for a specific period of time and in lieu of presence in person voting.

Section 6. Annual Membership Meeting. The Annual Membership Meeting shall be held on the fourth Thursday of September for the purpose of electing the Board of Directors (also referred to as the “Board”); receiving league reports; reviewing this Constitution of the League; and for the transaction of such business as may properly come before the meeting.

(a) At the Annual Membership Meeting, the Members shall receive league reports that have been reviewed or ratified by a majority of the Board of Directors, showing:

- (1) The condition of the League, to be presented by the President or his/her designate;
- (2) Profit and Loss Financial Statements for the most recent fiscal year plus the two preceding fiscal years, that include but are not limited to league revenue, expenses, funds on deposit (ending account(s) balance), earmarked contributions 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 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 League during such year. This report shall be filed with the records of the League and entered in the minutes of the proceedings of the Annual Meeting. A copy of such report, or roll as referred to herein, shall be forwarded to Little League® International as requested or required.

(b) At the Annual Membership Meeting or any Membership Meeting involving the election of a Director(s), only the Regular Members in good standing shall elect Directors. The total number of Directors serving on the Board shall be at least eight (8) and no more than twenty-one (21); including a minimum of one team manager and one volunteer umpire, if any. Only volunteer umpires may be elected to the Board of Directors.

Section 7. Special Membership Meetings. Special Membership Meetings may be called by the Board of Directors or by the Secretary or President at their discretion. Upon the written request of a minimum of five (5) Members,

the President or Secretary shall call a Special 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 Membership Meeting. Such Special Membership Meetings shall be scheduled to take place not less than five (5) calendar days after the request is received by the President or Secretary.

Section 8. Rules of Order for General and Special Membership Meetings. Robert's Rules of Order shall govern the proceedings of General and Special Membership meetings except where same conflicts with this Constitution of the League or when voting for Directors.

Articles VI – Board of Directors

Section 1. Authority. The management of the property, finances, affairs and governance of the League shall be vested in the Board of Directors.

Section 2. Officer Elections. After the Board of Directors are elected by the Members, the Board shall assume the performance of its duties immediately. The Board shall meet within one calendar week thereafter to elect Officers. The term for all Directors and Officers shall continue for one year and shall be renewable upon re-election or extended upon a Continuing Resolution for a specified period as authorized by a two-thirds affirmative vote of the Members at a duly constituted meeting.

Section 3. Officers. The Officers of the Board of Directors shall include, at a minimum, a President, one or more Vice Presidents, a Treasurer, a Secretary, one or more Player Agents, a Safety Officer, a Coaching Coordinator and one or more Concession Managers. Directors may be elected to more than one officer position.

Section 4. Appointments. The Board of Directors may appoint such other representatives, officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each. Appointed representatives, officers or agents shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board of Directors by an affirmative majority vote of the Members at a duly constituted meeting.

Section 5. Resignation. A Director or Officer of the Board may resign at any time by delivering written notice to the Board of Directors or the President. A resignation is effective when the notice is delivered unless the notice specifies a later effective date.

Section 6. Vacancies. In the event a Director vacancy occurs, by death, resignation or otherwise, it may be filled by a majority vote of the Members at a duly constituted General Membership Meeting or a Special Membership Meeting called for that purpose. Likewise, if an Officer vacancy occurs, the Board of Directors may fill the vacancy by an affirmative majority vote of the Directors at a duly constituted Regular Board meeting or any Special Board meeting called for that purpose.

Section 7. Board Meetings, Notice and Quorum. Regular Board meetings of the Board of Directors shall be held on the first Wednesday of every month, whereas:

- (a) Notice of each Regular Board meeting shall be given by the Secretary personally or electronically to each Director at least ten (10) calendar days before the time appointed for the meeting to the last recorded email or multi-media address of each Director.
- (b) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing from three (3) Directors, issue a call for a Special Board Meeting. In the case of a Special Board Meeting, such notice from the Secretary to Directors shall be least five (5) calendar days before same meeting and include the purpose of the meeting. No matters other than the purpose of the meeting may be acted upon at the meeting.
- (c) A majority of Directors present at any Board or Committee (see Article VIII) meeting shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.

- (d) Only 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 any Board meeting.
- (e) Regular Board meeting agendas shall include but not be limited to (i) Roll Call, (ii) Ratification of Previous Meeting Minutes, (iii) President's Report, (iv) Officers' and Committees' Reports, (v) Other Business, and (vi) Adjournment.
- (f) Any Director that fails to attend three (3) consecutive or five (5) total Regular Board meetings during a fiscal year shall have automatically resigned as a Director and shall be removed from the Board without further action required by the Board. The same shall apply to Committee Members. However, absences may be excused if (i) advance notice of the absence was provided to the President, Secretary or Chairperson; and (ii) by an affirmative majority vote of the Board of Directors at a duly constituted meeting. If no such action is taken, the Secretary shall remove such person(s) from the Board of Directors and/or Committee roll(s) and provide notification of such removal at a duly constituted Board meeting.

Section 8. Other Powers. The Board of Directors shall have the power to appoint 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 League as it may deem proper, provided such rules and regulations do not conflict with this Constitution of the League or any governing rules, regulations and laws. The Board shall also have the power by a two-thirds vote of those present at any Regular or Special Board Meeting to discipline, suspend or remove any Director or Officer or Committee Member of the League in accordance with the procedure set forth in Article III, Section 4 (a, b).

Section 9. Rules of Order for Regular or Special Meetings of the Board of Directors. Robert's Rules of Order shall govern the proceedings of all Board and Committee meetings of the Board of Directors, except where same conflicts with this Constitution of the League.

Article VII – Officer Duties

Section 1. President. The President shall:

- (a) Preside over Membership and Board of Directors meetings; conduct the affairs of the League; and, execute the policies established by the Board of Directors including but not limited to this Constitution of the League;
- (b) Present an annual report on the condition of the League at the Annual Membership Meeting. The annual report shall include but not be limited to the expansion or contraction of players, teams and/or divisions; notable events; inter-league, post season, fall ball, player, team, manager and/or coach successes; significant funding and district activities; regulatory and Little League® compliance; relevant Board and/or Committee actions; operating and facility planning and development, etc.;
- (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 League;
- (d) Be responsible for the conduct of the League in strict conformity to the policies, principles, rules and regulations of Little League® Baseball, Incorporated, as agreed to under the conditions of the charter issued to the League by said organization, including the submission of waiver requests, as necessary;
- (e) Be responsible for the League compliance to all applicable federal, state and municipal laws, regulations and ordinances; as well as completing all required filings and updating the Board of Directors thereof;
- (f) Investigate complaints, irregularities and conditions detrimental to the 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 within 60 days of the start of the fiscal year 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 or school enrollment, and age eligibility before the player may be accepted for tryouts and selection;
- (i) Complete all required background checks per Little League® Regulation I(b) and I(c)8 & 9 or their equivalent update; or delegate this responsibility to the league's Safety Officer or other designated Board member;
- (j) Solicit, appoint, assign and present all eligible manager and returning coach candidates for the upcoming season for Board approval prior to player tryouts (assessments) and eligible new coach candidates after player selection (draft);
- (k) Assume the duties for vacant offices or designate another Director(s) to assist; and
- (l) Perform such duties as are herein specifically set forth, in addition to such other duties set forth by Little League® Baseball, Incorporated and other such duties as are customarily incident to the office of President or as may be assigned by the Board of Directors.

Section 2. Vice President(s). The Vice President(s) 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) Be the ex-official member of all committees notwithstanding Little League® Regulation I(b); and,
- (c) Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

Section 3. Secretary. The Secretary shall:

- (a) Be responsible for recording the activities of the League and maintain appropriate files, mailing lists and necessary League records and as required under C.G.S. § 33-1235 or its equivalent;
- (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 (rolls) of all Regular, Legacy and Sustaining Members, Directors, Officers and committee members and give notice of all meetings of the League, Board of Directors and Committees;
- (d) Issue a quarterly notification to Regular Members. Notification should serve as a reminder of Member volunteerism appreciation; as well as notification of Member rights and responsibilities.
- (e) Keep minutes for all Member, Board of Directors and Committee meetings, 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 meetings 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;
- (h) Chair the Nominating Committee of the League and oversee the Director and Officer nominating and election processes. Ensure compliance with applicable election rules and regulations including but not limited to C.G.S. §33-1061 to 33-1085 or its equivalent, and this Constitution of the League; and
- (i) Be the League's Registered Agent, pursuant to C.G.S. § 33-1000 to 33-1054 or its equivalent update.

Section 4. 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 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, within 60 days of the start of the fiscal year for approval by the Board of Directors; and
- (e) Annually, prepare a 3-year financial report, under the direction of the President, for Board approval, presentation at the Annual Meeting, and submission to Little League® International.

Section 5. Player Agent(s). The Player Agent(s) shall:

- (a) Record all player transactions and maintain an accurate and up-to-date record thereof;
- (b) Receive and review applications for player candidates and assist the President in verifying residence or school enrollment and age eligibility;
- (c) Conduct player assessments (tryouts), player selection methods and all other player transactions;
- (d) Prepare the Player Agent's list or "draft card" which includes but is not limited to the names and ages of all players eligible for the draft and all returning players as well as their respective team, manager and two (2) coaches as appointed by the President and approved by the Board;
- (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; and,
- (g) Oversee invitational, inter-league, post season and tournament selection(s) as approved by the Board of Directors.

Section 6. 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 children and all participants of Little League®;
- (b) Develop and implement an annual ASAP (A Safety Awareness Program) plan, or its equivalence, for increasing safety of activities, equipment and facilities through education, compliance and reporting, including but limited to:
 - (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 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.
 - (4) Background Checks -If the League President so designates, the safety officer will complete the required background checks per Little League® Regulation I(b) and I(c)8 & 9.

Section 7. Coaching Coordinator(s). The Coaching Coordinator(s) shall:

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

Section 8. Concession Managers(s). The Concession Manager(s) shall:

- (a) Maintain the operation of concession facilities;
- (b) Have the authority to purchase concession products;
- (c) Be 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 discounts and bulk-purchasing opportunities; and,
- (f) Organize, tally and keep records of concession sales and purchases; and report results to the Treasurer on a weekly basis.

Section 9. Sponsorship/Fundraising Manager. The Sponsorship/Fundraising Manager shall:

- (a) Solicit and secures local sponsorships to support league operations;
- (b) Collect and reviews sponsorship and fundraising opportunities;
- (c) Organize and implements approved League fundraising activities;
- (d) Coordinate participation in fundraising activities;
- (e) Maintain records of monies secured through sponsorship and fundraising initiatives; and,
- (f) Directly oversee all fundraising efforts, activities and compliance to applicable solicitation and donation laws; and communicate all fundraising proposals (prior to applications) and outcomes to the Board of Directors;

Section 10. League Information Officer. The League Information Officer shall:

- (a) Establish League email and multi-media accounts on behalf of the League where the ID's, passwords and content are the sole intellectual property of the League and can be transferred to a future elected or appointed League Information Officer;
- (b) Set up and manage the league's official website or other multi-media applications and methods as authorized by Little League® International and approved by the Board of Directors;
- (c) Set up and manage online registration and ensure player, manager, and coach data is uploaded to the Little League® Data Center;
- (d) Assign online administrative rights to other local volunteers;
- (e) Encourage creation of team web sites to managers, coaches, and parents;
- (f) Ensure that league news and scores are updated online on a regular basis;

- (g) Collect, post, and distribute important information on league activities including direct dissemination of fundraising and sponsor activities, the district, the public, league members, and the media; and,
- (h) Serves as primary contact person for Little League® regarding optimizing use of the Internet for league administration and for distributing information to league members and to Little League® Baseball, Incorporated.

Section 11. Marketing/Public Relations Manager. The Marketing/Public Relations Manager shall:

- (a) Oversee player retention and new player recruitment efforts;
- (b) Develop and maintain a league marketing plan focused on player recruitment and retention;
- (c) Oversee efforts to market new divisions of play and initiatives offered by the League;
- (d) Work with local media to promote the interests of Little League®; and,
- (e) Coordinate efforts to make the League visible in the community year-round.

Section 12. Umpire Coordinator. The Umpire Coordinator shall:

- (a) Coordinate the scheduling of umpires during regular season and post-season, if applicable;
- (b) Advise the League President on the League umpire program including but limited to training, apprentices, recruiting, contracts and expense reimbursements;
- (c) Recommend umpires to League President to serve the league during the regular season.
- (d) Recruit, review, and retain volunteer umpires;
- (e) Establish and implement an umpire training program for all umpires consistent with Little League® guidelines;
- (f) Communicate rule changes to umpires, managers, and coaches;
- (g) Recommend tournament-worthy volunteer umpires to the District Umpire Consultant; and,
- (h) Attend umpire training programs at the district, state, and region levels.

Article VIII – Executive Committee

Section 1. Appointment. Following the election of Officers, the Board of Directors shall appoint an Executive Committee which shall consist of the President, Vice President(s), Secretary and Treasurer, and additional Directors not to exceed eight (8) total Committee Members. The Executive Committee shall elect a Chairperson, by a majority vote of Committee Members present at a duly constituted meeting, to schedule meetings and establish meeting agendas.

Section 2. Purpose and Duties. The Executive Committee shall advise and assist the President and Board of Directors in all matters concerning its interests; its annual calendar of events and meetings; its planning, meeting agendas and communications; its affiliation and regulatory compliance; its contracts, applications, financial and funding matters; and, management of its affairs. The Executive Committee 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 of Directors.

Article IX – Committees

Section 1. Appointment. The Board of Directors shall appoint Directors and Regular Members to Committee(s) of the League through Robert’s Rule of Order. All Committees of the League shall consist of at least three (3) Directors plus Regular Members provided such appointment(s) does not create a majority. Regular Members shall be

notified of the opportunity to become a Committee Member and each Director shall be required to serve on at least one but no more than three Committees. Each Committee shall be directed by an appointed chairperson to call meetings and conduct specified business for the League. Reports from Committee Chairpersons shall be submitted as agenda items to the Secretary for review at Board meetings.

Section 2. Standing Committees. The Board of Directors shall appoint the following Standing Committees which shall be reconstituted annually upon the election of a new Board of Directors:

- (a) **Marketing and Registration Committee.** The Marketing and Registration Committee shall consist of the League Information Officer, Marketing/Public Relations Manager and additional Directors and/or Regular Members not to exceed eight (8) total Committee Members. The Committee shall forecast player retention and new player recruitment targets; identify marketing tactics and objectives for the upcoming season; and develop a marketing plan to achieve or exceed player registration targets. The Committee shall also be the ground-force (also referred to as “Street Team”) to execute the marketing plan, facilitate in person and online registrations and register players pursuant to Little League® Regulation IV and the disposition of all registration fees.
- (b) **Bylaws Committee.** The Bylaws Committee shall consist of a Vice President, as chairperson, Coaching Coordinator(s), Player Agent(s), Umpire Coordinator and additional Directors and/or Regular Members not to exceed eight (8) total Committee Members. Annually, the Committee shall create and/or revise the Bylaws of the League for ratification by the Board of Directors not less than 30 days prior to the first scheduled game of the spring season. At a minimum, the Bylaws shall include local rules and waivers should such differ from Little League® Rules, Regulations and Operating Policies; outcomes from the Little League® International Congress or Regional Roundtables; player selection methods; and the roles and responsibilities of appointed officials, agents and committees.
- (c) **Property/Fields Committee.** The Board of Directors shall appoint a Property/Fields Committee which shall consist of the Safety Officer, Concession Manager(s) and additional Directors and/or Regular Members not to exceed eight (8) total Committee Members. It shall be responsible for field permits, facility inspections, the care and maintenance of the playing field(s), buildings and grounds, recommendations for improvements and being involved in capital improvement projects. It shall operate within the amount appropriated in the approved budget for this purpose. The Committee Chairperson shall also be the sole contact for the New Haven Parks Department and scheduling/coordinating of field availability, lights and other such game or practice field requirements.
- (d) **Playing Equipment/Uniforms Committee.** The Playing Equipment/Uniforms Committee shall consist of the Coach Coordinator(s) and additional Directors and/or Regular Members not to exceed eight (8) total Committee Members. The Committee shall investigate and secure bids on needed uniforms, supplies, trophies, first aid kits, and playing equipment; and make recommendations for their purchase to the Board. The Committee shall be responsible for the proper issuance of such uniforms, supplies and equipment and for the repair, cleaning and storage thereof at the close of the season.
- (e) **Nominating Committee.** The Nominating Committee shall consist of the Secretary of the League as chairperson, and additional Directors and/or Regular Members not to exceed eight (8) total Committee Members. The Committee shall announce, solicit, track and investigate eligible Director candidates and submit at the Annual Meeting a slate of candidates for the Board of Directors while planning and overseeing all election proceedings as prescribed herein and C.G.S. §33-1061 to 33-1085 or its equivalent.

Section 3. Other Committees. Board of Directors may appoint, as set forth herein, any Committee for the specific purpose of fulfilling a need that is presently not addressed or accounted for by a Standing Committee or Officer.

Article X – Affiliation

Section 1. Charter. The League shall annually apply for a charter from Little League® Baseball, Incorporated, and shall do all things necessary to obtain and maintain said charter. The League shall devote its entire energies to the activities authorized by said 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 Regulations, Playing Rules, and Operating Policies as published by Little League® Baseball, Incorporated, Williamsport, Pennsylvania, shall be binding on the League.

Section 3. Local Rules, Ground Rules and/or Bylaws. The local rules, ground rules and/or bylaws of the 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 of the League. The local rules, ground rules and/or bylaws of the League shall expire at the end of each fiscal year, and are not considered part of this Constitution of the League. (See Article X, Section 8 for fiscal year of the League.)

Article XI – Financial and Accounting

Section 1. Authority. The Board of Directors shall decide all matters pertaining to the finances of the 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 League, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the 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 League treasury.

Section 4. Disbursement of Funds. The Board shall not permit the disbursement of League 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 the League credit or debit card.

Section 5. Financial Transparency. The signatories for negotiable order of withdrawals, credit or debit cards, applications and contracts of any kind, leases and purchase orders shall be vested in the President, Treasurer and such other Officer(s) as the Board of Directors shall determine by a majority vote at a duly constituted meeting. Whereas,

- (a) No Director authorized to disburse funds may be the spouse or family relative of said signatory;
- (b) The use of a league credit or debit card is permitted provided a receipt for all purchases made shall be provided to the Treasurer within three (3) days of the purchase date;
- (c) Notification of all cash payments along with an accompanying receipt of purchase/service shall be provided to the Treasurer within three (3) days of the purchase date. All such transactions shall be identified in the next financial report to the Board of Directors as an exception to Section 4;
- (d) No unbudgeted purchase in excess of \$1000, single or cumulative, shall be made without the approval of the Board of Directors by a majority vote at a duly constituted meeting; and
- (e) Invoices shall be paid no later than a NET30 basis unless otherwise authorized by the Board.

Section 6. Compensation. No Director, Officer or Member of the League shall receive, directly or indirectly, any salary, compensation, or emolument from the League for services rendered as Director, Officer or Member.

Section 7. Deposits. All moneys received, including sponsorship, concession sales and fundraising, shall be deposited to the credit of the League at a financial institution designated by the Board of Directors.

Section 8. Fiscal year. The fiscal year of the League shall begin on **October 1** and shall end on **September 30**.

Article XII – Dissolution

Section 1. Distribution of Property upon Dissolution. Upon dissolution of the League and after all outstanding debts and claims have been satisfied, the Board of Directors shall direct the remaining property of the League to be distributed to another entity organized for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, and for a public purpose.

Article XIII – Amendments

This Constitution of the League may be amended, repealed or altered in whole or in part by at least a two-thirds vote at a duly constituted Membership meeting, provided notice of the proposed change is included in the notice of such meeting. A draft of all proposed amendments or alterations shall be submitted to Little League® Baseball, Incorporated, for approval before implementation.

Article XIV – Ratification

This Constitution of the League was adopted by an affirmative two-thirds vote by the Members of Walter “Pop” Smith Little League, Inc. at a duly constituted meeting on this **11th day of March, 2020**.