

TAYLOR AREA BASEBALL & SOFTBALL BY-LAWS

(As adopted January 2020)

ARTICLE I – NAME

The organization shall be known as the Taylor Area Baseball & Softball, here-by referred to as “Local League.”

ARTICLE II – OBJECTIVE

SECTION 1

The objective of the Taylor Area Baseball & Softball is to assure that the children of the community understand the ideas of good sportsmanship, honesty, loyalty, courage, and respect for authority. This will allow them to become well adjusted, happy children and could possibly lead them to become upstanding and trustworthy citizen of the community.

SECTION 2

To achieve this objective, the Local League will provide a supervised program under the rules and regulations of PONY International. 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 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. The mission is to provide a supervised program of competitive Baseball and Softball games. No part of the net earnings shall inure to the benefits of any private shareholder, individual or board member; 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 affect 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 Member. Any player candidate meeting the requirements of Local League Regulation IV and who reside within the authorized boundaries of the Local League shall be eligible to compete for participation but shall have no rights duties or obligation in the management or property of the Local League.

(b) Regular Members. Any person actively interested in furthering the objectives of the Local League may become a regular member upon election as hereinafter provided. The

secretary shall maintain the role of membership to qualified voters. Only members in good standing are eligible at the annual meeting.

All Officers, Board Members, Committee Members Managers, Volunteer Umpires and other elected or appointed officials must be Regular Members in good standing.

(c) Honorary Members. Any person may be elected as an 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 obligation in the management or property of the Local League.

(d) Sustaining Members. Any person not a Regular Member who makes a financial or other contribution to the Local League may be by majority vote of the Board of Directors become a Sustaining Member but shall have no rights duties or obligation in the management or property of the Local League.

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

(f) Middle/High School Volunteer Opportunities

Local League offers opportunities for middle and high school students to earn community service hours through volunteer contributions. These opportunities are designed to benefit students seeking service hours for organizations such as the National Honor Society.

Eligible Volunteer Activities: Concession stand operation, field maintenance and preparation, cleanup days, Umpiring/scorekeeping for games and other approved volunteer roles as needed. Hour Verification: Local League will track and verify the hours completed by each student volunteer. Upon completion of their service, students will receive official documentation acknowledging their contribution.

SECTION 3

Other Affiliations

(a) Member whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as a member of the Local League.

(b) Regular members should not be actively engaged in the promotion and/or operation of any other Baseball/Softball program.

SECTION 4

Board of Directors.

Suspension or Termination - Membership may be terminated by resignation or by action of the

(a) The Board of Directors, by a two-thirds (2/3) vote of those present at any duly consisted meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class, when the conduct of such person is considered detrimental to the best interest of the Local League.

The Member involved shall be notified of such a meeting, informed of any 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 of which the player is on. Said manager shall appear, in the capacity of an advisor, with the player before a duly appointed committee of the Board of Directors, which shall have full power to suspend or revoke such players' rights to future participation.

ARTICLE IV – PARTICIPATION FEE

A reasonable Taylor Area Baseball & Softball participation fee may be assessed as a parents' obligation to assure the operational continuity of the Local League. Although it is recommended that no fee be collected, a minimum of \$135.00 per player may be assessed. This will include shirts and matching caps/visors (for all leagues without standings).

ARTICLE V – MEETINGS

SECTION 1

Annual Meeting – The following meetings will be held annually:

The Board of Directors election meeting: This meeting will be conducted by the third Saturday of June. The purpose of this meeting will be to elect officers for the upcoming season and to bring the prior season to a close. It will be conducted by the Local League president.

The Members Meeting: This meeting will be held by the third Friday in January. The purpose of the meeting is to allow the Members to bring topics before the Board of Directors to consider for the upcoming year, as well as for the Board of Directors to give reports concerning the State of the Local League. Changes to Constitution and By Laws by be presented at this meeting for member vote. Member/s requesting change must present changes and respond to any question while at the meeting. If vote moves forward, 50% +1 rule will prevail.

SECTION 2

Notice of Meetings – Notice of each Members Meeting will be given at least 10 days in advance. This notice will set for the time, place, and purpose of the meeting, or in lieu thereof, notice may be given in such form as deemed acceptable by the Members, from time to time at regularly convened meetings.

SECTION 3

Special Meetings – Special Meetings of the Members may be called by the Board of Directors or by the Secretary or President at their discretion. The President shall call a special meeting to consider the specific subject. No business other than that specified should be transacted.

SECTION 4

Quorum – The presence in person or representation by absentee ballot of two-third (2/3) of the members, or a number or percentage acceptable to the Local League membership in advance of the annual meeting, shall be necessary to constitute a quorum.

SECTION 5

Voting – Only Members shall be entitled to vote at any meeting of the Local League. Once agenda items are voted on, they shall be considered finalized. If future review is warranted a board member can request item be placed on a future agenda with two-third (2/3) of the members voting for reconsideration.

SECTION 6

Rules of Order – Rule of Order shall govern the proceedings of all meetings, except where some conflicts with the Constitution and by-laws of the Local League. Then two-third (2/3) of the members, or a number or percentage acceptable to the Local League membership in advance of the annual meeting, shall be necessary to constitute a quorum.

ARTICLE IV – BOARD OF DIRECTORS

SECTION 1

Board and Number – The management of the property and affairs of the Local League shall be vested in the Board of Directors and not personally be involved in another baseball or softball organization (select, travel or rec). The number of Directors shall not be less than five (5) or more than fifteen (20). The Directors will begin their service for the Year effective August 1st, and will continue their duties until July 31st of the coming year.

SECTION 2

Required Members – The Board membership shall include the Officers including the Player Agent, and a minimum of one Manager and one Volunteer Umpire (only Volunteer Umpires can be elected to the Board). The number of Managers including minor league representation elected to the Board shall not exceed a minority of the total Board of Directors.

SECTION 3

Annual Election and Term of Office – Local League will solicit nominees to determine who will be elected for what position. It is the Local League's desire to have at least 20 positions elected. Election will take place by nominating individuals for each office, then a vote by all

“Members”, Parents, Community Members. Voting will be conducted either by in person voting or electronic means. **The person with the majority of the vote will be elected.** All ties will be broken by votes of the existing Board of Directors. The term of the office is as described in Section 1.

SECTION 4

Vacancies – If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, it may be filled temporary by a majority vote of the remaining Directors at any regular meeting or special meeting called for that purpose, until a vote can be conducted by all members, within 60 days.

SECTION 5

Meetings, Notice and Quorum – Regular meetings of the Board of Directors shall be held after the election on such days as decided by the Board of Directors. The President or Secretary may, whenever they deem advisable or the Secretary at the request in writing from five (5) Board of Directors issue a call for a meeting. Notice of each meeting should be given to each Board of Directors by the Secretary no later than seven (7) days prior to the meeting. Agenda items shall be set no later than 24 hours prior to the meeting. In the case of a special meeting, such notice shall include the purpose of the meeting, and no other matter should be discussed. A simple majority of the Board of Directors shall constitute a quorum for the transaction of business. Attendance for all meetings is expected. Members shall maintain attendance of 75% or be removed from role (8 or 12 meetings)

SECTION 6

Duties and Powers – The Board of Directors shall have the power to appoint such standing committees as it shall determine appropriate and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate. The Board of Directors may adopt such rules and regulations for the conduct of its meetings and the management of the Local League as it may deem proper. The Board of Directors shall have the power by two-thirds (2/3) vote of those present at any regular or special meeting to discipline, suspend or remove any Director or Officer or Committee Member of the Local League in accordance with the procedure outlined in Article III Section

ARTICLE VII – EXECUTE COMMITTEE (OPTIONAL)

SECTION 1

The Board of Directors may appoint and Executive Committee which shall consist of not less than three (3) nor more than five (5) Directors, one of whom shall be the President of the Local League. This executive committee usually consists of the 3-5 longest serving members.

SECTION 2

The Executive Committee shall advise and assist the Officers of the Local League in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by the Board.

SECTION 3

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

ARTICLE VIII – OTHER COMMITTEES

SECTION 1

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

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

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 of the Board of Directors as the case may be.

SECTION 3

Building and Property Committee – (May be combined with Grounds Committee)

The Board of Directors may appoint a Building and Property committee consisting of three (3) Directors and other appointed Regular Members.

The Committee shall investigate and recommend available, suitable sites and plans for development, including ways and means, the latter in cooperation with the Finance Committee. It shall be responsible for repair and improvement recommendations, other than normal maintenance, and supervise the performance of approved projects.

SECTION 4

Grounds Committee – (May be combined with Building and Property 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 each season.

SECTION 6

Managers Committee – The Board of Directors may appoint a Managers Committee consisting of three (3) Directors. The Committee shall interview and investigate prospective managers and coaches, including those for the Minor League teams and recommend acceptable candidates for the President, for appointment and subsequent approval by the Board of Directors.

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

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

SECTION 7

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 and responsibilities of the Local League President, assisted by the Chief Umpire who shall train, observe and schedule the staff.

SECTION 8

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 9

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 10

Minor League Committee – The Board of Directors may appoint a Minor League Committee consisting of three (3) Directors.

ARTICLE IX – OFFICERS, DUTIES AND POWERS

SECTION 1

Election – Immediately following the annual meeting, the Directors present, provided there be a quorum, shall meet for the purpose of approving the Officers and appointing committees for the ensuing year. The Committee shall also submit for consideration by the Board of Directors a slate of Officers and Committee Members.

SECTION 2

Officers – The Officers of the Local League shall consist of a President, one or more vice-presidents, a Secretary, a Treasurer and a Player Agent or Agents, all of whom shall hold office

for the ensuing year or until their successors are duly elected. Regulation 1(b).

The Board of Directors may appoint such other Officers or agents as it may deem necessary. Appointed Officers or agents that were not voted on by members, shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board of Directors by the membership or have been elected to fill a vacancy on the Board. Board members must treat colleagues, staff, and external stakeholders with unwavering respect, dignity, and fairness. Members are expected to foster a culture of open, constructive dialogue and ensure that all debates remain focused on the best interests of the youth athletes. Professional composure must be maintained at all times, especially during disagreements. Any form of hostility, intimidation, or direct or indirect threats toward fellow board members or staff is strictly prohibited. Furthermore, once a collective board decision has been reached, members must respect the democratic process and support the finalized consensus

SECTION 3

President – The President shall:

- (a) Conduct the affairs of the Local League and execute the policies established by the Board of Directors
- (b) Present and report 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, principals, Rules and Regulations of PONY, 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 of 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 play may be accepted for tryouts and selection.

SECTION 4

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

SECTION 5

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) Keep the minutes of the meetings of the Members, the Board of Directors and the Executive Committee, and cause them to be recorded in the book kept for that purpose.
- (e) Shall 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 6

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.
- (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.
- (f) Coordinate all bid request for items, uniforms, equipment, etc. All bids shall be received by the treasurer no later than 24 hours before vote to populate information for the board vote.

SECTION 7

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 applications for player candidates and assist the President in checking residence and age eligibility.
- (c) Conduct the player draft and all other player transaction or selection meetings.
- (d) Prepare the Player Agent's list.
- (e) Prepare for the President's signature and submission to the Little League Headquarters, team rosters, including players claimed, and the tournament team eligibility affidavit.
- (f) Notify Little League Headquarters of any subsequent player replacements and trades.

ARTICLE X – MANAGERS, COACHES AND UMPIRES

SECTION 1

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

SECTION 2

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

SECTION 3

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

ARTICLE XI – AFFILIATION

SECTION 1

Charter – The Local League shall annually apply for a charter from PONY and shall do all things necessary to obtain and maintain such charter.

¹ Please note that in the event of shortage of volunteers, the board members may need to coach and/or umpire.

¹²The 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 under any other program.

SECTION 2

Rules and Regulations – The Official Playing Rules and Regulations as published by PONY shall be binding on this Local League.

SECTION 3

Local League Rules – The local rules 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 and Regulations of PONY.

ARTICLE XII – FINANCIAL AND ACCOUNTING

SECTION 1

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 expenditures of the same in such manner as will give no individual or team an advantage over those in competition with such individual or team.

SECTION 2

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

SECTION 3

The Board of Directors shall not permit the solicitation of funds in the name of PONY unless all of the funds so raised be placed in the Local League treasury.

SECTION 4

The Board of Directors shall not permit the disbursement of Local League funds for other than the conduct of the Local League activities in accordance with the rules and policies of PONY.

SECTION 5

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

13 Conflict of Interest

A conflict of interest is defined as an actual or perceived interest by a staff or Board member in

an action that results in, or has the appearance of resulting in, personal, organizational, or professional gain. Officers and members are obligated to always act in the best interest of the organization. This obligation requires that any officer or member, in the performance of organization duties, seek only the furtherance of the organization mission. At all times, officers and board members are prohibited from using their job title or the organization's name or property, for private profit or benefit.

A. The officers and members of the organization should neither solicit nor accept gratuities, favors, or anything of monetary value from contractors/vendors. This is not intended to preclude bona-fide organization fund raising-activities.

No officer, or member of the organization shall participate in the selection, award, or administration of a purchase or contract with a vendor where, to his knowledge, any of the following has a financial interest in that purchase or contract:

1. The officer or member;
2. Any member of their family;
3. Their partner;
4. An organization in which any of the above is an officer, director or employee;
5. A person or organization with whom any of the above individuals is negotiating or has an arrangement concerning prospective employment.

Disclosure--Any possible conflict of interest shall be disclosed by the person or persons concerned.

Board Action--When a conflict of interest is relevant to a matter requiring action by the Board, the interested person(s) shall call it to the attention of the Board and said person(s) shall not vote on the matter. In addition, the person(s) shall not participate in the final decision or related deliberation regarding the matter under consideration. When there is a doubt as to whether a conflict exists, the matter shall be resolved by vote of the Board of Trustees, excluding the person(s) concerning whose situation the doubt has arisen.

Record of Conflict--The official minutes of the Board shall reflect that the conflict of interest was disclosed and the interested person(s) did not participate in the final discussion or vote and did not vote on the matter.

SECTION 6

All money received, including Auxiliary funds, shall be deposited to the credit of the Local League in City National Bank. All checks shall be signed by the League Treasurer.

League operations shall maintain quality products and vendors at the best price possible, whether local or not. Local league shall remain financial solvent at all times.

SECTION 8

Distribution of Property Upon Dissolution – Upon dissolution of the Local League and after all outstanding debits 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 for the herein, which are or may be entitled to exemption under Section

501(c)(3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE XIII – AMENDMENTS

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

There were no changes made for 2020.
