League ID Number: 04050303

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Date Submitted: _____
Approved: _____
Not Approved: _____

ROSS VALLEY LITTLE LEAGUE CONSTITUTION

ARTICLE I - NAME

This organization shall be known as Ross Valley Little League, hereinafter referred to as "RVLL."

ARTICLE II - OBJECTIVE

The objective of RVLL 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. In this regard, RVLL does not limit participation in its activities on the basis of disability, race, color, national origin, gender, sexual preference or religious orientation.

To achieve this objective, RVLL will provide a supervised program under the rules and regulations of Little League Baseball, Incorporated. All RVLL directors, managers, officers, agents and other volunteers 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, RVLL shall operate exclusively as a non-profit educational organization providing a supervised program of baseball instruction and 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 RVLL involve carrying on propaganda or otherwise attempting to influence legislation; RVLL 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 objectives of RVLL may apply to become a member of RVLL.

SECTION 2
Classes. There shall be the following classes of members:
(a) **Player Members.** Any RVLL player candidate meeting the requirements of Little League Regulation IV shall be a Player Member. Player Members shall have no rights, duties or obligations related to the management or property of RVLL.
(b) **Regular Members.** Any adult person actively interested in furthering the objectives of RVLL may apply to become a Regular Member. The Secretary of the Board of Directors (hereinafter referred to as the "Board of Directors" or "the Board") shall maintain the roll of membership to qualify voting members. Only Regular Members in good standing are eligible to vote at General Membership Meetings. Regular Members of RVLL automatically include all current managers, coaches, board members and designated team parents.
(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. Honorary members shall have no rights, duties or obligations related to the management or the property of the RVLL.
(d) **Sustaining Members**. Any person who is not a Regular Member who makes a 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 rights, duties or obligations related to the management or property of RVLL.
(e) As used hereinafter, the word "Member" shall mean a Regular Member unless otherwise stated.

SECTION 3
Other Affiliations and Conflicts of Interest.
(a) Members, whether Regular, Player, Honorary or Sustaining, shall not be required to be affiliated with another organization or group to qualify as members of RVLL.
(b) Regular Members should not be actively engaged in the promotion and/or operation of any other baseball program.
(c) With the exception of RVLL sponsorship, Regular Members may not have any relationship with RVLL by which the Members benefit financially or commercially; Regular Members may be sponsors of RVLL.

SECTION 4
Suspension or Termination. Membership may be terminated by resignation or pursuant to the Board-approved disciplinary procedure defined in the RVLL Bylaws.

ARTICLE IV - DUES FOR REGULAR MEMBERS

SECTION 1
Dues for Regular Members may be fixed at such amounts as the Board of Directors shall determine for a particular fiscal year. (See Article IX, Section 7 for the fiscal year of this league.) *Note: Dues for Regular Members are separate from registration fees for Player Members, which are determined annually by the Board of Directors. If no dues for Regular Membership are collected, Article IV, Section 2 does not apply.*

SECTION 2
Regular Members who fail to pay their fixed dues, if any, within thirty (30) days of application to become a member may, by majority vote of the Board members present at a Board meeting, be dropped from the rolls and shall forfeit all rights and privileges of membership.

ARTICLE V - GENERAL MEMBERSHIP MEETINGS

SECTION 1
Definition. A General Membership Meeting is any meeting of the membership of the league (including Special General Membership Meetings, see Article V, Section 7). A minimum of one General Membership Meeting per year (i.e. Annual Meeting, see Article V, Section 6) is required.

SECTION 2
Notice of Meeting. Notice of each General Membership Meeting shall be delivered personally, electronically 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. In lieu of the above methods, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened General Membership Meeting.

SECTION 3
Quorum. At any General Membership Meeting, the presence in person or representation by absentee ballot of one-fifth (20 percent) of the General Members (as defined in Article III) 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. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General Membership Meetings. (Those eligible to take part at meetings of the Board of Directors are described in Article VI, Section 5(d).)

SECTION 5
Absentee Ballot. For the express purpose of accommodating a Regular Member in good standing who cannot be in attendance at the Annual Meeting, or at any General Membership Meeting at which new Board members will be elected, an absentee ballot may be requested and obtained from the Secretary of RVLL by any individual who is a General Member, as defined in Article III. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Election Chairman (appointed at the meeting) on the date of the meeting, prior to the voting portion of the election process.

SECTION 6
Annual Meeting of the Members. The Annual Meeting of the Members of RVLL shall generally be held at 7 pm on the first Wednesday of September each year for the purpose of electing new Members, electing the Board of Directors, receiving reports, reviewing the Constitution, appointing committees, and for the transaction of such business as may properly come before the meeting.

(a) The Membership shall receive at the Annual Meeting a report, verified by the President and Treasurer, or by a majority of the directors, showing:
(1) The condition of RVLL, to be presented by the President or his/her designate;
(2) A general summary of funds received and expended by RVLL for the previous year, the amount of funds currently in possession of RVLL, and the name of the financial institution in which such funds are maintained;
(3) The whole amount of real and personal property owned by RVLL, including where the property is located and where and how it is invested;
(4) For the year immediately preceding, the amount and nature of the property acquired 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. This report shall be filed with the records of RVLL and entered into 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 determine the number of directors to be elected for the ensuing year and shall elect such number of directors. The number of directors elected shall not be less than seven (7).

(c) After the Board of Directors is elected, the Board shall meet to elect the officers, if any. The new Board of Directors shall assume the performance of its duties on October 1. Each director's term of office shall continue until said director resigns, his or her successor is elected and qualified under this section, his or her board position is eliminated by the Members or Board of Directors and/or the Board has removed the director pursuant to Article VI, Section 8 of this Constitution.

SECTION 7
Special General Membership Meetings. Special General Membership Meetings may be called by the Board of Directors or by the Secretary or President at their/his/her discretion. Upon the written request of twenty (20) 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 seven (7) days or more than thirty (30) 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 the rules conflict with this Constitution.

ARTICLE VI – THE BOARD OF DIRECTORS

SECTION 1

Authority. The management of the property and affairs of RVLL shall be vested in the Board of Directors. The Board may adopt such rules and regulations for the management of RVLL and for the conduct of its meetings as it deems proper, provided such rules and regulations do not conflict with this Constitution or with any Little League rule, regulation or policy.

SECTION 2

Election of the Board of Directors and Terms of Office. The Board of Directors shall be elected by majority vote of the General Members at the Annual Meeting pursuant to Article V, Section 6 of this Constitution. Prior to the Annual Meeting, the Executive Committee or Board of Directors shall recommend a slate for consideration by the Members. Once elected, each director's term of office shall continue until said director resigns, his or her successor is elected, his or her Board position is eliminated by the Board or the Members and/or the Board has removed the director pursuant to Article VI, Section 8 of this Constitution.

SECTION 3

Composition of the Board and Duties and Powers of Individual Directors. The Board shall include, but shall not be limited to, the following director positions: President, Secretary, Treasurer, Player Agent, Safety Officer, League Commissioners and Sponsorship/Fundraising Coordinator. Additional directors may be added by majority vote of the General Members or by majority vote of the directors present at any regular Board meeting or at any special Board meeting called for that purpose.

(a) President. The President shall:
(1) Conduct the affairs of RVLL and execute the policies established by the Board of Directors.
(2) Communicate to the Board of Directors such matters as deemed appropriate and make such suggestions as may tend to promote the welfare of RVLL.
(3) Be responsible for the conduct of RVLL in strict conformity with the policies, principles, rules and regulations of Little League Baseball, Incorporated, as agreed to under the conditions of the charter issued to RVLL by that organization.
(4) Delegate to other directors or officers the power to make, and execute for and in the name of RVLL, contracts and leases as are approved by the Board and/or deemed necessary by the President in accordance with the policies, principles, rules and regulations of Little League Baseball.
(5) Investigate complaints, irregularities and conditions detrimental to RVLL and report thereon to the Board or Executive Committee as circumstances warrant.
(6) With the assistance of the Treasurer, prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.

(7) With the assistance of the Player Agent, examine the application and 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.

(b) Vice President. If a Vice President is appointed by the Board of Directors, the Vice President shall:
(1) 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.
(2) Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

(c) **Secretary.** The Secretary shall:
(1) 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.
(2) Be responsible for recording the activities of RVLL and maintaining appropriate files, mailing lists and necessary records.
(3) Keep and maintain the minutes of the meetings of the Board of Directors and the Executive Committee.
(4) Conduct all RVLL correspondence not otherwise delegated by the President or the Board.

(d) Treasurer. The Treasurer shall:
(1) 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.
(2) Receive all monies and securities, and deposit same in a depository approved by the Board of Directors.
(3) Keep records for the receipt and disbursement of all monies and securities of RVLL, 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.
(4) Prepare an annual budget, under the direction of the President, for submission to the Board of Directors.
(5) Prepare an annual financial report, under the direction of the President, for submission to the Board of Directors.

(e) Player Agent. The Player Agent shall:
(1) Record all player transactions and maintain an accurate and up-to-date record thereof.
(2) Receive and review applications for player candidates and assist the President in verifying residence and age eligibility.
(3) Conduct the tryouts, the player draft and all other player transaction or selection meetings.
(4) Prepare the Player Agent's list.
(5) Prepare for the President's signature and submission to Little League International, team rosters, including players claimed, and the tournament team eligibility affidavit.
(6) Notify Little League International of any subsequent player replacements or trades.

(f) Safety Officer. The Safety Officer shall:
(1) Be responsible for creating awareness, through education and information, of the opportunities to provide a safer environment for youngsters and all participants of Little League Baseball.
(2) Develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance and reporting.

(g) League Commissioners. Each League Commissioner shall, with regard to his or her respective league:
(1) In concert with the Player Agent and President, oversee all league operations and personnel and uphold and communicate the expressed desires of the Board of Directors with regard to the administration of the league.
(2) Recommend a slate of qualified league managers and coaches to be approved by the Board.
(3) Ensure that league managers conduct proper instruction, practices and game decorum.
(4) Advise the Player Agent regarding any potential trades between teams and any potential elevation of a player to a higher league.
(5) Advise the Player Agent of any injury claims.
(6) Keep league standings and administer league playoffs.
(7) Assist the Player Agent with tryouts, player draft and other player transactions.
(8) Endeavor to ensure that league managers, players, coaches and parents adhere to behavioral standards that are consistent with the objectives and ideals of RVLL and of Little League Baseball, Incorporated.
(9) Be responsible for addressing league-specific issues and conflicts.

(h) Sponsorships/Fundraising Coordinator. The Sponsorships/Fundraising Coordinator shall:
(1) Be responsible for obtaining parent and community sponsors for RVLL.
(2) Schedule and coordinate RVLL fundraisers.

SECTION 4
Vacancies on the Board. If any vacancy occurs in the Board, by resignation or otherwise, the vacancy may be filled by a majority vote of the remaining directors present at any regular Board meeting or at any special Board meeting called for that purpose.

SECTION 5
Board Meetings, Notice and Quorum. Regular meetings of the Board shall be held on such days as shall be determined by the Board.

(a) Special Board Meetings. The Board President or the Board Secretary may, whenever he or she deems it advisable, or the Secretary shall at the request in writing of three (3) directors, issue a call for a special Board meeting. In the case of special Board meetings, notice shall include the purpose of the meeting and only the matter(s) included in said notice may be acted upon at the meeting.

(b) Notice. Notice of each Board meeting shall be given by the Board President or the Board Secretary personally, electronically or by mail to each director at least five (5) days before the time appointed for the meeting.

(c) Quorum. 50% of the members of the Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, the Board shall not conduct business.

(d) Voting Power, Motions and Board Guests. Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during Board meetings.

SECTION 6
Rules of Order for Board Meetings. Robert's Rules of Order shall govern the proceedings of all Board of Directors' meetings, except where Robert's Rules of Order conflict with this Constitution.

SECTION 7
Appointments. The Board of Directors may appoint such other officers or agents as it deems 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.

The Board of Directors may appoint such standing committees as it deems necessary or desirable and may prescribe the powers and duties of each such committee. Members of such standing committees shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board.

SECTION 8
Disciplinary Power. The Board shall have the power to discipline, suspend or remove any director, officer, manager, coach or player pursuant to the Board-approved disciplinary procedure defined in the RVLL Bylaws.

ARTICLE VII - EXECUTIVE COMMITTEE

SECTION 1
Composition. The Board of Directors may appoint an Executive Committee which, at minimum, shall include the RVLL President, Vice President (if a Vice President is appointed by the Board), Secretary, Treasurer and Player Agent.

SECTION 2
Powers. The Executive Committee shall advise and assist the Board of Directors and have such 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.

SECTION 3
Quorum. 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.

ARTICLE VIII - AFFILIATION

SECTION 1
Charter. RVLL shall apply annually for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. RVLL 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 RVLL.

SECTION 3
Local Rules, Ground Rules and/or Bylaws. The Board of Directors may adopt local rules, ground rules and/or bylaws by majority vote. Such local rules 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 RVLL are not considered part of this Constitution and may be amended by majority vote of the Board of Directors.

ARTICLE IX - FINANCIAL AND ACCOUNTING

SECTION 1
Authority. The Board of Directors shall decide all matters pertaining to the finances of RVLL and it shall place all income 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 RVLL, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of RVLL.

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 RVLL treasury.

SECTION 4
Disbursement of Funds. The Board shall not permit the disbursement of RVLL funds

for other than the conduct of Little League activities in accordance with the rules, regulations and policies of Little League Baseball, Incorporated. All financial disbursements, whether by check or debit card, shall be reviewed by the President and all checks shall be signed by the RVLL Treasurer.

SECTION 5
Compensation. No director, manager, coach, officer, agent or other volunteer of RVLL shall receive, directly or indirectly, any salary, compensation or emolument from RVLL for services rendered in his or her RVLL role.

SECTION 6
Deposits. All monies received shall be deposited to the credit of RVLL in a federally insured financial institution.

SECTION 7
Fiscal year. The fiscal year of RVLL shall begin on December 1.

SECTION 8
Distribution of Property upon Dissolution. Upon dissolution of RVLL and after all outstanding debts and claims have been satisfied, the directors shall direct the remaining property of RVLL to another federally incorporated entity which maintains the same objectives as set forth in Article II of this Constitution and which is entitled to exemption under Section 501-(c)-(3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE X - AMENDMENTS

This Constitution may be amended, repealed or altered in whole or in part by a two-thirds vote of the Board of Directors or a two-thirds vote of the General Members, provided notice of the proposed change is included in the notice of such meeting. Draft of all proposed amendments shall be submitted to Little League Baseball, Incorporated, for approval before implementation.

This Constitution was approved by the RVLL Board on June 1, 2011.

_____ _____ _____

President's Name (Print) President's Signature Date

Little League ID Number: 04050303
Federal ID Number - 46102259

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