

Northampton Township Little League

Constitution

1. League Policy and Official League Information:

- a. **Overview:** Northampton Township Little League (hereinafter “NTLL”) abides and conforms to all of the rules of Little League Baseball, Incorporated (“LLBI”). The following policy, as it relates to NTLL, was approved by NTLL’s Merger Committee and Executive Board for the purpose of further defining how NTLL functions and operates. This document may be changed from year to year as deemed necessary and approved by a vote of 2/3 of the members of the Board of Directors.
- b. **Mission:** At NTLL, we strive to have our kids learn as much off the field as they do on the field. We focus not only on teaching our kids to play baseball, but through baseball we teach our kids larger lessons about life. Our primary goal is to foster, through proper guidance and exemplary leadership, the qualities of citizenship, sportsmanship, discipline and teamwork. We strive to develop players who hold their heads low in victory and high in defeat. Our success relies on our players, coaches, and most importantly, the support of our community, families, and friends.
- c. **Principal place of business:** The name of the corporation shall be “Northampton Township Little League.” The primary place of business for NTLL is 350 St. Leonard’s Road in Holland, Pennsylvania 18966 (the “Clubhouse”), and its mailing address is P.O. Box 461, Richboro, PA 18954.
- d. **Business type:** In accordance with Section 501(c)(3) of the Federal Internal Revenue Code, and regulations thereunder, NTLL shall operate exclusively as a non-profit charitable, educational, and recreational organization providing a supervised program of competitive baseball games. No part of the net earnings shall inure to the benefit of any private shareholder or individual, and no substantial part of the activities of NTLL is carrying on propaganda, or otherwise attempting to influence legislation, and NTLL does not participate in or intervene in any political campaign on behalf of any candidate for public office.

II. Membership:

- a. **Player Members:** A Player Member of NTLL is any individual meeting the requirements of Little League Regulation IV (“REG IV”) that is also an active player within NTLL. All individuals meeting the requirements of REG IV shall be eligible to compete for participation in the programs provided by NTLL, but such Player Member shall not have voting rights, nor any right to participate in the management of NTLL.
- b. **Regular Members:** A Regular Member is all current Managers, Coaches, each member of the Board of Directors (hereinafter the “Board”), and any other adult person living within the NTLL Boundary interested in furthering the objectives of NTLL. For purposes of this Constitution, the “NTLL Boundary” is the geographic territory of NTLL as established by a majority vote of the Board of NTLL and

approved by LLBI. Regular Members and Player Members are hereinafter collectively referred to as “Members.”

c. **Voting Members:**

1. *Regular Members:* Regular Members shall have the right to vote on the approval of Board Members at the Annual Meeting, as referenced in Article IV, but shall have no right to vote on any other matters relating to the management or operation of NTLL. For purposes of voting by Regular Members, each family unit consisting of a Player Member and his parents and/or guardians shall be entitled to one (1) vote.
2. **Board Members:** Voting by Board Members shall be set forth in Article III, paragraph g., unless otherwise provided for herein.

d. **Honorary Board Members:** A person may be elected as an Honorary Board Member for a period of one (1) year by the unanimous vote of all Board Members present at any duly held meeting of the Board. The Honorary Board Member shall have no voting rights, and no right, duty or obligation to participate in the operation or management of NTLL.

e. **Protection of Membership Information:** All phone numbers, demographics, and similar information relating to the Members, Board Members and their families obtained or generated by NTLL at any time is deemed NTLL information and shall only be used for the administration of NTLL by the Board. Documents containing Member names, addresses and telephone numbers are confidential and cannot be used for purposes other than as follows:

1. Creation of a database for tracking all league financial matters;
2. Creation of team rosters;
3. Creation and maintenance of Membership files;
4. Informing Membership of Annual Meeting; and
5. Other communication by NTLL as it pertains to specific matters.

Members violating this policy shall be subject to immediate dismissal from the league or to other disciplinary actions as deemed appropriate by the Board.

III. **Board of Directors:**

a. **Authority:** The governance, management and operation of NTLL shall be solely vested in the Board, which shall act solely within the scope of the authority granted pursuant to this Constitution, and as unanimously approved by the Board.

b. **Board Members:** The Board shall consist of the Executive Board, Operating Board and at Large Board Members.

- i. **Executive Committee:** The Executive Committee shall consist of the following Board positions: President, Immediate Past-President (if applicable), Vice-President, Secretary, Treasurer, Player Agent, Safety Officer and Coaching Coordinator.

1. The Executive Committee shall advise with and assist the Officers of NTLL in all matters concerning its interests and the management of its

affairs, but in no event will the Executive Committee have authority over the Board.

2. At any meeting of the Executive Committee, a majority of the total number of Executive Committee members then in office shall constitute a quorum sufficient to transact business, and the act of a majority present at any meeting at which there is a quorum shall constitute a valid and enforceable act of the Committee.
- ii. **Operating Board:** The Operating Board will consist of the following appointed positions: Director of Communications/Social Media, Safety Director, Equipment Manager, Minors Commissioner, Majors Commissioner, Director of Baseball Skills, Tournament Director, Director of Special Events, Director of Apparel, Director of Food Services, Director of Sponsorships and Fundraising, Umpire-in-Chief, Director of Field Maintenance, Director of Facilities, and any other position determined by the Executive Board.
- c. **Vacancies:** If any vacancy occurs on the Board, by death, resignation or otherwise, it may be filled by a majority vote of the remaining Board Members at any regular Board meeting or any Special Board Meeting called for that purpose. The Board may combine positions, however, the positions of President, Secretary and Treasurer must remain separate and distinct.
- d. **Removal:** By a Supermajority Vote (2/3 vote) the Board may expel a Member for any cause which, in its judgment, is deemed sufficient, provided that said cause is fair and reasonable. No Member shall be expelled until he or she has been notified in writing at least five (5) days prior to the expulsion, and allowed to reply in writing within two (2) days prior to the expulsion. Upon expulsion under this section, all rights and privileges or Membership of the expelled Member are terminated.
- e. **Board Member Obligation:**
 1. Attend meetings, be prompt and stay until the meeting is concluded, unless previously communicated to the President and/or Secretary;
 2. Be knowledgeable of the current matters at hand;
 3. Treat all Members with courtesy and respect;
 4. Obey all rules of NTLL;
 5. Abide by any FINAL decision approved by the appropriate quorum vote;
 6. Participate on committees as requested and/or needed;
 7. Support the Executive Board's rulings and the rulings of the Board and/or its Committees; and
 8. Enhance the reputation of NTLL and promote its growth and influence within the community.
- f. **Board Powers:**
 - i. *Voting:* Except for the President and Immediate Past President, each member of the Board shall be entitled to one (1) vote on each matter before the Board. The President, at his or her sole discretion, may

obtain the vote of the Board by telephone, e-mail and/or any other electronic voting system.

- ii. *Standing Committees:* The Board shall have the power to appoint such standing committees as it shall deem appropriate, and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate.
- iii. *Rules and Regulations:* The Board may adopt such rules and regulations for the conduct of its meetings and the management of NTLL as it may deem proper, provided such rules and regulations do not conflict with this Constitution.
- iv. *Proxies:* Each proxy shall be in writing or electronically given by the Member giving the proxy. The President shall determine all issues relating to the qualification of voters and the validity of proxies.

g. Board Positions and Responsibilities:

All Board Responsibilities shall be those listed in the Constitution of Holland Little League, found on pages 4 through 9 of their Constitution and incorporated herein by reference. Specifically, those duties of the President, Immediate Past-President, Vice-President (listed separately on the prior Constitution as Vice-President of Little League and Senior Little League), Secretary, Treasurer, Player Agent, Director of Safety and Equipment Manager (listed on the prior Constitution as a combined position), League Commissioners, Tournament Director, Director of Baseball Skills, Director of Sponsorships and Fundraising, Director of Special Events, Director of Apparel, Director of Food Service, Umpire-in-Chief, Director of Field Maintenance, and Director of Facilities.

- h. Term Limits:** A Board Member's term shall expire at the conclusion of the Annual Meeting for that year. The term for the newly elected members shall commence at the conclusion of that meeting. No Board Member shall serve more than four (4) consecutive terms in any position, unless approved by the Board. In the event the Board is unable to find a suitable member to hold any position of the Executive Committee, the Board will re-elect the current member; however, their title will be prefaced with "Interim."

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

- a. The Board, by a two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to discipline or terminate the membership of any Member of any class, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of NTLL and/or LLBI. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

- b. The Board shall, in case of a Player Member, give notice to the manager of the team for which the player is a Player Member. Such manager shall serve as an advisor to the player and appear with the player before the Board or a duly appointed committee of the Board. The player's parent(s) or legal guardian(s) may also be present. The Board shall have the 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 meeting (quorum is required).
- c. The Board shall, in case of a Regular Member, have the full power to remove or suspend a Player Member for the actions of any member of that player's family unit which the Board believes is detrimental to the best interests of NTLL or LLBI. Harassment of any manager, coach, Board Member or any other constituent of NTLL through e-mail, text, social media or other electronic form shall be grounds for suspension and/or possible termination of playing rights.

V. Background Screening Process:

- a. All members of NTLL who provide regular service to the league and/or have repetitive access to, or contact with players or teams, must complete all screening requirements of LLBI and any additional local, Commonwealth or Federal requirements.
- b. All members of the Board must submit all required screening documentation prior to November 1 of the current term, or will be placed on administrative leave until such documentation is provided.

VI. Indemnification: Each person who was or is a Board Member shall be indemnified by NTLL to the full extent permitted by the Pennsylvania Nonprofit Corporation Law, as in effect from time to time, or any other applicable law, against and with respect to threatened, pending or completed actions, suits or proceedings arising from or alleged to arise from, his or her actions or omissions as a director, officer, employee or agent of NTLL in which he or she served in such capacity at the request of NTLL of such acts or omissions occurred, or were alleged to have occurred, while she or she was a Board Member.

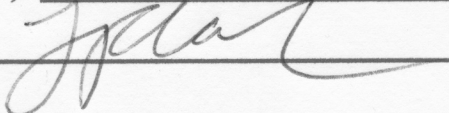
VII. Meetings:

- a. **Notice of Meetings:** The notice shall be delivered personally, electronically, or by mail to each of the Members at their last recorded address at least five (5) days prior to the scheduled date and time, except in extenuating circumstances.
- b. **Rule of Order for Meetings:** Robert's Rules of Order shall govern the proceedings of all NTLL meetings, including Board meetings.
- c. **Meeting minutes:** Detailed and accurate minutes will be taken at all meetings. These minutes will be distributed and voted on by all Board Members present at the next scheduled meeting.
- d. **Annual Meeting:**

1. *Date and Time:* The Annual meeting of the NTLL shall be held on the third Thursday of August, unless the President communicates to the Members that the Annual Meeting will occur on another date. The time of the meeting shall be 8:00 p.m.
2. *Location:* The Annual meeting shall take place at the Holland clubhouse on St. Leonard's Road.
3. *Attendees:* All Members will be invited to the Annual meeting.
4. *Purpose:* The purpose of the Annual Meeting will be to elect new Board Members, receive reports, review the Constitution, appoint committees, review financials, and to transact such business as may properly come before the meeting.
 - a. At the Annual Meeting, the Members shall determine the nominees for: President, Vice-President, Secretary, Treasurer, Coaching Coordinator, and Player Agent. After nominees have been named, a vote will be conducted, and any Member who is in attendance of NTLL's Annual Meeting will be eligible to vote.
 - b. After the Executive Committee has been elected, it shall immediately meet to elect the remaining members of the Board. After the election, the Board Members shall immediately assume the performance of their duties.

This Constitution was approved by the NTLL Board on: May 22, 2025

President's Name (Print): Thomas P. Cashman

President's Signature:  **Date:** 05/23/2025