

# ***Auburn Little League Association Constitution And By-Laws***

## ***ARTICLE I – NAME***

This organization shall be known as the Auburn Little League Association hereinafter referred to as “Auburn Little League or Local League”.

## ***ARTICLE II – OBJECTIVE***

**Section 1** The objective of the Auburn Little League shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority, so that they may be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

**Section 2** To achieve this objective the Auburn Little League will provide a supervised program under the Rules and Regulations of Little League Baseball, Incorporated. All Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. In accordance with Section 501 (c) (30) of the Federal Internal Revenue Code, the Auburn Little League shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball games. No part of the net earnings shall inure to the benefit of any private shareholder or individual; no substantial part of the activities of which 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 Members – Any player candidate meeting the requirements of Little League Regulation IV and who resides within the authorized boundaries of the Local League shall be eligible to compete for participation but shall have no rights, duties or obligations in the management or in the 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 qualify voting Members. Only Regular Members in good standing are eligible to vote at the annual meeting.

Regular Members are defined as all Officers, Board Members, Committee Members, Managers, Volunteer Umpires, parents of Player Members involved in the Local League and other elected officials.

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

- e) As used hereinafter, the word "Member" shall mean a Regular Member unless otherwise stated. In good standing refers to Article V, Section 5.

**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 Local League.
- (b) Regular Members should not be actively engaged in the promotion and/or operation of any other baseball program.

**Section 4** Suspension or Termination – Membership may be terminated by resignation or action of the Board of Directors.

- (a) The Board of Directors, by majority vote of those present at any duly constituted 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 and/or Little League Baseball.
- (b) 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.
- (c) The Board of Directors shall, in case of a Player Member, give notice to the manager of the team of which the player is a member. Said manager shall appear, in the capacity of an advisor, with the player before a duly appointment committee of the Board of Directors, which shall have full power to suspend or revoke such player's right to future participation.

## **ARTICLE IV - DUES**

- Section 1** A reasonable Little League participation fee may be assessed as a parents' obligation to assure the operational continuity of the Local Little League. At no time should payment of any fee be a pre-requisite for participation in the Little League Baseball program. (Little League regulation XIII (c)).

## **ARTICLE V – MEETINGS**

- Section 1** Annual Meeting The annual meeting of the Members of the Local League shall be held the second Wednesday in September at 7:00 p.m. each year for the purpose of electing a Board of Directors and Members, receiving reports for the transaction of such business as may properly come before the meeting. After the Board of Directors is elected, the Board shall meet to elect officers.
- Section 2** Notice of Meeting Notice of each meeting of the Members shall be mailed or otherwise delivered to each Member at least ten (10) days in advance thereof setting forth the place, time and purpose of the meeting; or in lieu thereof, notice may be given in such form as may be authorized by the Members, from time to time, at regularly convened meeting.
- Section 3** Special Meetings Special meetings of the Members may be called by the Board of Directors by the Secretary or President at their discretion. Upon the written request of ten (10) Members, the President shall call a special meeting to consider a specific subject. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the Members.
- Section 4** Quorum The presence in person or by proxy of one-third of the Members shall be necessary to constitute a quorum.
- Section 5** Voting For General Membership Meetings, only Regular Members shall be entitled to vote at any meeting of the Local League provided they have attended a minimum of two (2) Regular Membership Meetings in the previous twelve (12) months.
- Section 6** Proxies Each Member shall be entitled to one vote in person or by proxy. All proxies must be in written form and may be withdrawn at any time.

**Section 7** Rules of Order Robert's Rules of Order shall govern the proceedings of all meetings, except where some conflicts with the Constitution or By-Laws of the Local League.

## **ARTICLE VI – 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. The number of Directors shall not be less than five (5) nor more than twenty (20). The Directors shall upon election immediately enter upon the performance of their duties and shall continue in office until their successors have been duly elected and qualified.

**Section 2** Required Members The Board membership shall include the Officers, including the Player Agent, and a minimum of one volunteer umpire. (Only volunteer umpires may 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 Members.

**Section 3** Annual Election and Term of Office At each 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 so fixed may, within the limits prescribed by the foregoing Section 1, be increased at any regular or special meeting of the Members and if the number is increased; the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent meeting. All elections of Directors shall be by majority of all Members present or represented by proxy at the time of meeting.

**Section 4** Vacancies If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, it may be filled by a majority vote of the remaining Directors at any regular meeting or at any special meeting called for that purpose.

**Section 5** Meetings, Notice and Quorum Regular meetings of the Board of Directors shall be held immediately following the annual election and on such days thereafter as shall be determined by the Board. The President or Secretary may, whenever any of them deems it advisable, and the Secretary shall, at the request in writing of five (5) Directors, issue a call for a special meeting of the Board. Notice of each meeting shall be given by the Secretary to each Director either by mail at least three (3) days before the time appointed for the meeting to the last recorded address of each Director, or by telephone or telegraphic or personal notice twenty-four (24) hours preceding the meeting.

In the case of special meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.

A majority of the Board of Directors shall constitute a quorum for the transaction of business.

**Section 6** Duties and Powers The Board of Directors shall have the power to appoint such standing committees as it shall determine and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate.

The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Local League as it may deem proper.

The Board shall have the power by a two-thirds 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.

The Board shall receive at the annual meeting of the Members of the Local League a report verified by the President and Treasurer, or by a majority of the Directors, showing the whole amount of real and personal property owned by it, where located, and where and how invested the amount and nature of property acquired during the year immediately preceding, the date of the report and the manner of the acquisition; the amount applied, appropriated or expended during the year immediately preceding such date, and the purposes, objects or persons to which such applications, appropriations or expenditures have been made; and the names and places of residence of the persons who have been admitted to membership in the Local League during such year, which report shall be filled with the records of the Local League and an abstract thereof entered in the minutes of the proceedings of the annual meeting.

A copy of such report shall be forwarded to Little League Headquarters.

## **ARTICLE VII – EXECUTIVE COMMITTEE (OPTIONAL)**

**Section 1** The Board of Directors may appoint an Executive Committee which shall consist of not less than three (3) or more than five (5) Directors, one of whom shall be the President of the Local League.

**Section 2** The Executive Committee shall advise with and assist the Officers of the Local League in all matters concerning its interest and the management of its affairs, and shall have such 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 or any special meeting of the Members or of the Board of Directors as the case may be.

**Section 3** Finance Committee The Board of Directors may appoint a Finance Committee consisting of not less than three (3) or more than five (5) Directors.

The Treasurer shall be an ex-officio Member of the Committee.

The Committee shall investigate ways and means of financing the Local League including team sponsorships and submit recommendations.

It shall be responsible for taking up collections at games, if such collections are authorized by the Local League and shall turnover said collections to the Treasurer immediately after each game.

**Section 4** 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 5** 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 6** Playing Equipment Committee The Board of Directors may appoint a Playing Equipment Committee which shall secure bids on needed supplies and equipment and make recommendations for their purchase to the Board.

The Committee shall be responsible for the proper issuance of such supplies and equipment and for the repair, cleaning and storage thereof at the close of the season.

**Section 7** 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 and farm teams, and recommend acceptable candidates to the President, for approval by the Board of Directors.

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 8** 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 such Committee.

The Committee shall recruit, interview and recommend to the Board for appointment a staff of umpires, including a chief umpire and replacements.

When appointed, the staff of umpires shall be under personal direction and responsibility of the Local League President, assisted by the Chief Umpire who shall train, observe and schedule the staff.

**Section 9** District Committees 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 inter League district functions including the selection of Members of the District Administrators Advisory Committee and the selection of tournament sites and area tournament directors.

**Section 10** 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 11** Auditing Committee The Board of Directors shall appoint an Auditing Committee consisting of three (3) Directors. The President, Treasurer or signatories of checks are not eligible.

The Committee will review the Local League's books and records annually prior to the Annual Meeting and attach a statement of their findings to the annual financial statement of the President and Treasurer, or may, if directed by the Board of Directors, secure the services of a certified Public Accountant to accomplish such review.

**Section 12** Minor League Committee The Board of Directors may appoint a Minor League Committee consisting of three (3) Directors.

The Chairman of the Committee shall be the Minor League Vice-president and be responsible to the Local League President for the proper conduct of the Minor League operation.

**Section 13** Ethics Committee The Board of Directors may appoint an Ethics Committee consisting of two (2) from the Board of Directors, two (2) from the Members, and one (1) person not affiliated with the Local League.

**Section 14** Protest Committee A committee may be formed to hear and resolve protests involving use of ineligible pitcher or ineligible player and including protest of the playing rules not involving an umpire's judgment. The committee shall be composed of the league president, player agent, umpire-in-chief and one or more other officers or directors.

## **ARTICLE IX - OFFICERS, DUTIES AND POWERS**

**Section 1** Election immediately following the annual meeting, the Directors present, provided there is a quorum shall meet for the purpose of electing Officers and appointing committees for the ensuing year.

**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, Manager Coordinator and Safety Officer all of whom shall hold office for the ensuing year or until their successors are duly elected. Regulation (b).

The Board of Directors may appoint such other Officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each and may fill any vacancy which may occur in any office.

**Section 3** President The President shall:

- (a) Conduct affairs of the Local League and execute the policies established by the Board of Directors.
- (b) Present a report of the condition of the Local League at the annual meeting.
- (c) Communicate to the Board of Directors, such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Local League.
- (d) Be responsible for the conduct of the local League in strict conformity to the policies, principles, Rules and Regulations of Little league Baseball, Incorporated, as agreed to under the conditions of charter issued 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 as may have received and prior approval of the Board.
- (f) Investigate complaints, irregularities and conditions detrimental to the Local League and report thereon to the Board or Executive Committee as circumstances warrant
- (g) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof
- (h) With the assistance of the Player Agent examine the application and support proof-of-age documents of every player candidate and certify to residence and age eligibility before the player may be accepted for tryouts and selection.

**Section 4** Vice-president(s) 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, and necessary records. 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. 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.  
  
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.
- (b) 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.
- (c) Keep the minutes of the meetings of the Members, the Board of Directors and the Executive Committee, and cause them to be recorded in a book kept for that purpose.
- (d) Shall 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.
- (e) 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 specifically set forth and such duties as are customarily incident to the Office of Treasurer or may be assigned by the Board of Directors.
- (b) Receive all monies and securities, and deposit same in a depository approved by the Board of Directors.
- (c) Keep records for the receipt and disbursement of all monies and securities of the Local League, approve all payments from allotted funds and draw checks thereof.
- (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 Board of Directors at the annual meeting.

**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 auction or draft and all other player transaction or selection meetings.
- (d) Prepare the Player Agent's List.
- (e) Prepare for the President's signatures and submission to Little League Headquarters, team rosters, including players' claimed and the tournament team eligibility affidavit.
- (f) Notify Little League Headquarters of any subsequent player replacements or trades.

Section 8 Manager Coordinator The Manager Coordinator shall:

- (a) Compile a list of interested individuals to coach and manage in the upcoming season.
- (b) Compile the appropriate documentation concerning Washington State Patrol checks and National sex offender registry checks as per Williamsport and any other back ground checks deemed necessary by the league on any individuals engaged in the business of the League or in the contact with the children. All volunteers of the League shall have these background checks on file.
- (c) Make sure all coaches and managers have up to date applications on file and proper paper work kept on all volunteers.
- (d) In conjunction with the President and coach selection committee, interview interested individuals for manager and coach positions and offer input to President regarding the President's recommendations to the Board from the upcoming season.
- (e) Serve as liaison between coaches/managers/division directors and the Board of Directors.
- (f) Present a coach/manager training program for approval by the board of directors.
- (g) Complete the manager/coaches training program prior to the start of the upcoming season.

Section 9 Safety Coordinator The Safety Officer Shall:

- (a) Be responsible to create awareness, through education and information, of the opportunities to provide a safer environment for our youngsters and all participants of Little League Baseball.
- (b) Develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance and reporting.
  - 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.

## 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. All-Star Managers 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 actions on the field. Regulation I (b).

**Section 2** Umpires shall be appointed annually by the President, with approval of the Board of Directors, who shall be responsible for their assignments and for their actions on the field. Regulation I (b)

**Section 3** Deleted

## ARTICLE XI - AFFILIATION

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

The Local League shall devote its entire energies to the activities authorized by such charter and it shall not be affiliated with any other program or organization or operate any other program.

**Section 2** Rules and Regulations The Official Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, Pennsylvania, shall be binding on this Little 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 Little League Baseball, Incorporated.

## ARTICLE XII - FINANCIAL AND ACCOUNTING

- Section 1** The Board of Directors shall decide all matters pertaining to the finances of the Local League and it shall place all income including Auxiliary funds, in a common League treasury, directing the expenditure of 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 shall not permit the contribution of funds or property to individual teams but shall solicit some for the common treasurer of the Local League, thereby to discourage favoritism among teams to endeavor to equalize the benefits of the Local League.
- Section 3** The Board shall not permit the solicitation of funds in the name of Little League Baseball unless all the funds so raised are placed in the Local League treasury.
- Section 4** The Board shall not permit the disbursement of Local League funds for other than the conduct of Little League activities in accordance with the nobles and policies of Little League Baseball, Incorporated.
- Section 5** No Director, Officer, or Member of the Local League shall receive directly or indirectly any salary, compensation or emoluments from the Local League for services rendered as Director, Officer or Member.
- Section 6** All monies received shall be deposited to the credit of the Local League at the Sound Credit Union, 2326 Auburn Way North, Auburn, WA 98002 and all disbursements shall be made by check. **(New 2009)** All checks \$250.00 or more shall be signed by the Little League Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine.
- Section 7** The fiscal year of the Local League shall begin on the first day of October and shall end the last day of September.
- Section 8** Distribution of Property upon Dissolution Upon dissolution of the Local League and after all outstanding debts and sums have been satisfied, the Members shall give distribution rights of the property of the Local League to Washington State District 10 Little League Baseball and Softball and/or Little League Baseball, Incorporated.
- Section 9** The treasurer of the league should be bonded. An audit of the leagues financial records will be ran yearly by a person outside of the league.

## 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 Member, 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.

The initial Board of Directors reviewed and accepted this document as the official Constitution and By-Laws the Auburn Little League Association effective December 7, 1990. The number of directors constituting the initial Board of Directors shall be nine (9) Directors.

This Constitution was amended January 6, 2010

Chris Fox  
Vice-President Operations  
Auburn Little League