

EXETER JUNIOR BASEBALL LEAGUE, INC.

BY-LAWS

Art. 1. Name, Location and Purposes.

Sec. 1 The name of the corporation shall be the “Exeter Junior Baseball League, Inc.” (herinafter referred to as “the corporation” or “EJBL”).

Sec. 2 The principal operations of the EJBL shall be in the towns of Exeter, Kensington, Newfields, Brentwood and East Kingston NH, but may extend into such areas as provided for by the State, Regional and National Headquarters rules and regulations of Babe Ruth League, Inc.

Sec. 3 The primary purposes of the EJBL are: to develop good sportsmanship among all players for the betterment of their emotional and social well-being; to allow Exeter, Kensington, Newfields, Brentwood and East Kingston youths to develop the basic skills in the sport of baseball; and to do all other things incidental to the primary purposes of this non-profit corporation which are permitted by Sec. 501c (3) of the Internal Revenue Code, as amended, and by Chapter 292 of the NH Revised Statutes Annotated, as amended.

Art. 2. Powers of the Corporation.

The corporation shall have and employ all powers conferred upon corporations exempt from taxes under Sec. 501c (3) of the Internal Revenue Code, as amended, and all powers conferred upon non-profit corporations by Chapter 292 of the NH Revised Statutes Annotated, as amended.

Art. 3. Government of the Corporation.

The corporation shall be governed by a Board of Directors in accordance with the By-Laws.

Art. 4. Board of Directors.

Sec. 1 Members. The Board of Directors of EJBL (herinafter referred to as “the Board” or “Directors”) shall consist of 15 members. Directors must reside in a town identified as a Charter or Incorporated member town in accordance with the By-Laws. All Directors must serve as either an elected Officer or at least one (1) appointed position. Directors may hold multiple appointed positions.

Sec. 2 Term. All Directors shall serve a two (2) year term. There is no limit on the number of terms a director may serve.

Sec. 3 Annual Meeting. The Annual Meeting is conducted in October each year to elect new Board of Directors. The meeting time and location shall be communicated to the general league population (league officials, coaches and parents) at least 30 days prior to the scheduled meeting. The primary purpose of the annual meeting is to:

- a) Conduct elections for open or expired Board positions
- b) Elect Officers and appoint other positions on the newly elected Board

Sec. 4 Election of the Board of Directors. All open Board positions shall be filled in an open election of all candidates at the corporation's Annual Meeting in October of each year. The President shall administer the vote according to the following:

- a) Each year at the annual meeting, elections shall be held for open Board positions. Seven (7) Board of Director positions shall expire in odd number years. Eight (8) shall expire in even number years.
- b) Candidates for the Board may nominate themselves or be nominated by a third party at the Annual Meeting prior to the vote.
- c) Candidates for the Board are not required to be present at the Annual Meeting to be placed on the ballot.
- d) Candidates for the Board must reside in a town identified as an EJBL Charter or Incorporated town in accordance with the By-Laws.
- e) All candidates for the Board shall be placed on the ballot.
- f) All sitting Directors shall have one vote.
- g) All non-Directors in attendance shall have one vote.
- h) Voting by proxy is not permitted.
- i) All voters must reside in an EJBL Charter or Incorporated town in accordance with the By-Laws.
- j) All voters must meet at least one of the following criteria:
 - Be a current or past league board member
 - Be a current or past league head coach or assistant coach
 - Be a parent of a current or past player in the league
- k) The top vote getters shall be elected to the Board. In the event of a tie, a new ballot will be prepared containing only the names of the tied candidates. A new vote will be taken. This process shall continue as long as candidates are reduced. In the event of a tie, the sitting officers shall cast the deciding vote.
- l) The new Board shall take office immediately after completion of the vote.
- m) The new Board will immediately elect officers and appoint league officials.

Sec. 5 Election of Officers. Officers shall be nominated and elected by a majority vote of all the Board of Directors in attendance at the Annual Meeting. The vote shall take place immediately after the newly elected Board of Directors are elected. In the event of a vacancy in any of these positions, subsequent elections may take place at any meeting of the Board of Directors, provided the nominee(s) obtains a majority vote of all Directors in attendance.

Sec. 6 Vacancies on the Board of Directors. All vacancies occurring on the board may be temporarily filled by appointment of the President and ratification by 2/3 vote of directors. The appointed board member shall serve on the Board until the next annual meeting when the vacancy shall be filled through the normal election process. If a vacancy occurs midway through a Director's term, the election at the next Annual Meeting shall be for the balance of the Director's term. For example, if a vacancy occurs in year one of a two-year term, the election at the next Annual Meeting shall be for the remaining year of the term.

Sec. 7 Powers of the Board. The Board of Directors shall be vested with all powers necessary to administer all the activities and affairs of the EJBL, including, but not limited to the following:

- a) Appointment, evaluation and removal of all coaches and umpires;

- b) Determination of personnel, organizational and fiscal policies of the corporation;
- c) Approval of all proposals and budgets;
- d) Enforcement of all policies adopted by the corporation;
- e) Establishment of such committees as may be necessary;
- f) Appointment, evaluation and removal of officers, committee members, and other administrative appointees;
- g) Oversee the participation and behavior of player's parents;
- h) Call meetings of the Board;
- i) Oversee the fiscal responsibility of the corporation, including independent financial review of its records.

Art. 5. Conduct of Board Meetings.

Sec. 1 Public sessions. All sessions of the Board of Directors shall be open to the public and shall be conducted in accordance with Robert's Rules of Order, Revised.

Sec. 2 Moderator. The President shall moderate all Board meetings. The President shall not vote upon any motion, except to break a tie.

Sec. 3 Closed sessions. Upon majority vote of the Directors in attendance, the Board may choose to enter into "closed session" (i.e. closed to the public) for "good cause shown" upon any issue. The Board shall conduct its business in "closed session" when considering any of the following issues:

- a) Appointment, evaluation or removal of any officer, coach or umpire;
- b) Request for financial aid;
- c) Disciplinary action against any team, player, parent, coach or umpire;
- d) Consideration of any grievances.

The person(s) who is/are the subject of any of the issues set forth above may require the Board to consider his/her issue in public session.

Sec. 4 Quorum. A quorum shall consist of the attendance of a simple majority of Directors, including the President, or Vice-President. No meeting shall be conducted and no votes may be cast unless a quorum is in attendance.

Sec. 5 Majority vote. Except as otherwise provided within the By-Laws, the act of a majority of all Directors present and voting shall constitute the act of the Board of Directors. Voting by proxy is not permitted.

Sec. 6 Minutes. Written minutes shall be maintained by the Secretary or a substitute secretary at all Board meetings.

Sec. 7 By-Laws. The President shall bring a copy of the current By-Laws to all meetings.

Sec. 8 Rules. The President shall bring a copy of the current Local Rules to all meetings.

Sec. 9 Monthly Meetings. The Board of Directors shall meet on a monthly basis, or at such other intervals at a time and place as determined by the President. At least seven (7) days notice shall be given for regular monthly meetings.

Sec. 10 . Special Meetings. Special meetings of the Board may be called by the President, or by the Secretary upon receipt of the written request of at least three Directors. Notice of the time, place and purpose of the special meeting shall be given to each Director by letter, by telephone, by email or in person. At least 24 hour notice shall be given for special meetings.

Art. 6. Volunteer Services.

All Directors, officers, and coaches of the EJBL shall be volunteers and shall not be compensated for their service in these roles except for reimbursement of out-of-pocket expenses as approved by the Board of Directors.

Art. 7. Officers and Duties.

All Officers must be Directors.

Sec. 1 President. The President shall:

- a) Preside over all meetings of the Board of Directors;
- b) Assume full responsibility for the operation of the league;
- c) Ensure that the league adheres to the rules, regulations and policies of Babe Ruth League, Inc;
- d) Complete all required paperwork is submitted to Babe Ruth Headquarters;
- e) Complete all non-profit applications for the state of New Hampshire and maintain the league's good standing as a non-profit organization;
- f) Review finances with Treasurer;
- g) Together with the Tresurer, be authorized to sign checks on behalf of the EJBL;
- h) Cast a vote to break all ties;
- i) Appoint all committees and supervise the activity therof;
- j) Rule upon all game protests, and grievances in accordance with the Cal Ripken Rules of Baseball, as emended by EJBL Local rules;
- k) Perform such other duties as may be prescribed by these By-Laws or by direction of the Board of Directors;
- l) Maintain the current By-Laws and any available past revisions;
- m) Responsible for keeping a copy of the meeting minutes for a minimum of 5 years;
- n) Have authority to rule on any point not specifically covered in the By-Laws.
- o) Review the By-Laws with the newly elected Board each year at the Annual Meeting.
- p) Review the Local Rules with all coaches before the start of each season.

Whenever possible, the President should not also serve as a head coach or assistant coach.

Sec. 2 Vice-President. During the absence or disability of the President, the Vice-President shall have all the powers of the President. In the event the President shall resign or be removed, the Vice-President shall have all the powers and functions of the

President until a new President shall be elected by the Board of Directors. The Vice-President shall assist the President in the execution of his/her duties and shall perform such other duties as the By-Laws or the Board of Directors shall prescribe.

Whenever possible, the Vice-President should not also serve as a head coach or assistant coach.

Sec. 3 Secretary. The Secretary shall:

- a) Keep written minutes of all meetings of the Board of Directors for a minimum of 5 years;
- b) Notify Directors of all regular and special meetings;
- c) Handle correspondence of the corporation, including US Mail;
- d) Retain the permanent records of the corporation.

Whenever possible, the Secretary should not also serve as a head coach or assistant coach.

Sec. 4 Treasurer. The Treasurer shall:

- a) Have charge of all financial papers and records of the corporation;
- b) Present a financial report at all regular meetings of the Board of Directors;
- c) Oversee and administer all accounts payable and accounts receivable in a timely manner as directed by the Board;
- d) Prepare an Annual Financial Report to be presented at the Annual Meeting each year;
- e) Together with the President, be authorized to sign checks on behalf of the EJBL;
- f) Report financial information as otherwise required by the board.

Whenever possible, the Treasurer should not also serve as a head coach or assistant coach.

Sec. 5 Equipment Manager. The Equipment Manager shall be responsible for ordering all equipment for the league as approved by the Board of Directors. He/she may, in conjunction with the President or Vice-President, authorize any member of the Board of Directors to spend up to \$100 for equipment.

Sec. 6 Facilities Manager & Facilities Committee. The Facilities Committee shall be a standing committee appointed by the President. The Committee shall have at least one representative from each of EJBL's Member Towns. The Facilities Manager shall lead the Committee to:

- a) Coordinate with the governing bodies of each of EJBL's fields
- b) Supervise the maintenance, repair and improvement of all EJBL facilities, including, but not limited to, the playing fields, snack shack and snack shack equipment, scoreboards, and fences
- c) Coordinate all volunteer work projects
- d) Obtain bids for contract labor
- e) Report to the Board of Directors regarding the status of all EJBL facilities and work projects

Art. 8. Appointed Positions and Duties.

All non-officer Directors must serve at least one Appointed Position. Non-Directors may also serve in Appointed Positions. All positions are appointed by the President.

Sec. 1 Snack Shack Coordinator. The Snack Shack Coordinator shall:

- a) Supervise the operation of the Exeter Snack Shack;
- b) Order all food and related items for the snack shack;
- c) Train all "team parents" in the operation of the snack shack;
- d) Schedule "teams" to work in the snack shack;
- e) Together with the Treasurer, maintain financial records concerning the operation of the snack shack.

Sec. 2 Safety Coordinator. The Safety Coordinator shall:

- a) Obtain proper accident and liability insurance coverage for the protection of the league players and volunteers;
- b) Complete insurance applications;
- c) Maintain records of injuries and incidents;
- d) Files claims with insurance companies;
- e) Ensure first-aid kits distributed to all coaches;
- f) Maintain first-aid kits at all fields.

Sec. 3 Registrar. The Registrar shall:

- a) Conduct annual sign-up registration;
- b) Conduct annual try-out registration;
- c) Preside over player selection meetings;
- d) Supervise and coordinate transfer of players;
- e) Keeps up-to-date records of team rosters;
- f) Checks players' eligibility.

Sec. 4 Umpire-In-Chief. The Umpire-In-Chief shall:

- a) Assign all umpires to league games;
- b) Conduct clinics on rules and fields positions;
- c) Recruit new umpires;
- d) Be responsible for proper dress and conduct of umpires
- e) Be sure all umpires know the local rules.

Sec. 5 Fundraising Coordinator. The Fundraising Coordinator shall:

- a) Evaluate league needs and prepare a budget;
- b) Select a product or program that will be easy to sell to raise the funds needed;
- c) Appoint a team captain for each team;
- d) Schedule a date to distribute the product or conduct the event;
- e) Set a date when the money and/or returns are due.

Sec. 6 Publicity Director. The Publicity Director shall:

- a) Promote the EJBL program in order to encourage community interest;
- b) Act as primary contact for all newspaper communication;
- c) Work closely with Website Coordinator in preparation of online content;

- d) Work closely with President in planning all special events such as Opening Day, award ceremonies, etc.
- e) Coordinate special league events such as FisherCats game.

Sec. 7 Clinic Coordinator. The Clinic Coordinator shall:

- a) Arrange with local knowledgeable baseball sources to conduct instructional clinics for all coaches;
- b) Arrange with local knowledgeable baseball sources to conduct instructional clinics for players during off season.

Sec. 8 Website Coordinator. The Website Coordinator shall:

- a) Update league's online information including general information, team rosters, & schedules, registration materials;
- b) Act as primary contact with league's online provider;
- c) Maintain online e-mail database.

Sec. 9 Sponsors Coordinator. The Sponsors Coordinator shall:

- a) Secure league sponsors;
- b) Secure sponsor payments;
- c) Order, install and maintain sponsor signs.

Sec. 10 Scheduler. The Scheduler shall:

- a) Schedule all league games;
- b) Schedule all field availability and practice time;
- c) Coordinate with local schools and other youth organizations to avoid scheduling conflicts;
- d) Communicate schedule and schedule changes to coaches, Umpire-In-Chief and Website Coordinator.

Sec. 11 Rookie League Coordinator. The Rookie League Coordinator shall:

- a) Assemble all Rookie League rosters;
- b) Schedule all Rookie League games and practices;
- c) Conduct coaches meeting;
- d) Monitor in-season play and handle all issues, concerns'
- e) Coordinate post-season Rookie Day

Sec. 12 Tournament Director. The Tournament Director shall:

- a) Compile all information on Cal Ripken and local tournaments;
- b) Communicate tournament information to the Board and coaches;
- c) Submit registrations for local tournaments on behalf of EJBL teams;
- d) Maintain Cal Ripken binders;
- e) Coordinate hosting of local tournaments

Art. 9. Coaches and Umpires.

Sec. 1 Selection of Coaches: The President shall select a Coaching Selection Committee for the purpose of evaluating and nominating coaching candidates each year. The members of the Coaching Selection Committee shall not be candidates for coaching positions in the upcoming year. The process for selecting Head Coaches shall be:

- a) Interested candidates will submit a coaching application to the league;

- b) The Coaching Selection Committee will evaluate applicants and make recommendations to the full Board;
- c) Candidates shall be evaluated based on, but not limited to the following: application, feedback received by the Board, degree to which candidate meets the established league coaching criteria identified in the Local Organizational Rules.
- d) All head coaches shall be re-nominated each year;
- e) Head coaches shall be approved by a majority vote of the Board;
- f) Head coaches shall be nominated any time between after the Annual Meeting and prior to the player draft.

The process for selecting Assistant Coaches shall be:

- a) Head coaches will nominate two Assistant Coaches to the Coaching Selection Committee;
- b) Nominated candidates must submit a coaching application to the league;
- c) The Coaching Selection Committee will evaluate applicants and make recommendations to the full Board;
- d) Candidates shall be evaluated based on, but not limited to the following: application, feedback received by the Board, degree to which candidate meets an established league coaching criteria.
- e) All assistant coaches shall be re-nominated each year;
- f) Assistant coaches shall be approved by a majority vote of the Board;
- g) Assistant coaches shall be nominated any time between after the Head Coach has been approved.

Sec. 2 Removal of Coaches or Umpires: Any coach or umpire may be removed from his/her position for violation of any of the reasons set forth below with the concurrence of 2/3 vote of the Board of Directors present and voting. Removal action can be taken only after a coach or umpire is given seven (7) days advance notice of the Board meeting when such action will be considered. The notice shall indicate the reason(s) for removal. The coach or umpire shall be entitled to a hearing and may be represented at his/her own expense. Reasons for removal of a coach or umpire shall be:

- a) Conduct unbecoming an adult charged with supervising a youth sport activity;
- b) Gross incompetence;
- c) Gross neglect of supervisory duties;
- d) Dishonesty.

Art. 10. Removal of Directors and Officers.

Any member of the Board of Directors may be removed from office for violation of any of the reasons set forth below with the concurrence of 2/3 vote of the Directors present and voting. Removal action can be taken only after the Director is given seven (7) days advance notice of the Board meeting when such action will be considered. The notice shall indicate the reason(s) for removal. The Director shall be entitled to a hearing and may be represented at his/her own expense. Reasons for removal of a Director shall be:

- a) Non-attendance at three (3) successive regular sessions of the Board without adequate reason;

- b) Conduct detrimental to the best interest of the EJBL;
- c) Malfeasance of office;
- d) Long term illness which would prevent the incumbent officer from discharging his/her duties;
- e) Gross incompetence;
- f) Conduct unbecoming an adult charged with supervising a youth sport activity;
- g) Dishonesty.

Art. 11. Bonding Fiscal Officers.

- a) The Treasurer and President of the EJBL shall be bonded for the performance of their fiscal duties in such sum as shall be determined by the Board of Directors by a bonding company registered within the State of New Hampshire.

Directors and Officers Liability Insurance

- b) The EJBL shall purchase each year a Directors and Officers Liability policy. This goes beyond the General Liability policy that provides coverage to Directors and Officers for claims that are bodily injury and property damage in nature. The Directors and Officers Liability policy for claims that result from professional decisions made that may not have caused bodily injury or property damage.

Accident and Liability Insurance

- c) Accident and Liability Insurance will be purchased each year. The minimum amount of General Liability Insurance shall be \$1 million. Insurance typically is purchased through Babe Ruth League, Inc. or other competitive industry standards.

Art. 12. Amendments to the By-Laws.

The By-Laws may be amended or repealed by a 2/3 vote of the Directors present and voting at any regular session of the Board, provided that written notice of the proposed amendment or repeal is sent (including e-mail) to all Directors at least (7) days in advance of the meeting when such action will be considered.

Art. 13. Liquidation of the Corporation.

The EJBL may be dissolved as a non-profit corporation upon a 2/3 vote of the Directors present and voting at any meeting of the Board, provided that written notice of the proposed dissolution has been sent to all Directors at least (7) days in advance of the meeting. The notice shall state the reason(s) why dissolution may be appropriate.

Such dissolution of the non-profit corporation shall be done in accordance with NH law, and the remaining assets of the EJBL shall be applied and distributed as follows:

- a) All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefore.

- b) Assets held by the corporation upon conditions requiring return, transfer or conveyance, which conditions occur by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirement.
- c) All other assets shall be transferred by the Board of Directors of the EJBL to non-profit youth sports organizations in the greater Exeter area that share substantially the same purposes of the corporation.

Art. 14. Member Towns

Sec. 1 Membership Classification. Member towns shall belong to one of the following classifications: Charter, Incorporated, Community. Member town classifications are defined as:

- a) Charter Member: Exeter is the sole Charter Member due to the league's historical roots and that the league is based in Exeter, utilizes Exeter facilities for the majority of its activities and interfaces with Exeter town officials for much of the league's business.
- b) Incorporated Member: Defined as those member towns that supply a minimum of six 2-hour time slots of adequate and maintained field space per week for league practice and game time. Incorporated members include Kensington, Newfields and Brentwood.
- c) Community Member: Defined as those towns that do not supply a minimum of six 2-hour time slots of adequate and maintained field space per week for league practice and game time. Community members include East Kingston.

Sec. 2 Rights and Responsibilities. Member Towns shall be bound by the responsibilities and accorded all the rights and privileges set forth in these by-laws.

The following rights and responsibilities shall apply to all member towns:

- a) All eligible players who are residents in a member town may try-out
- b) Coaching candidates who are residents of a member town may be nominated to the Board and considered for coaching openings
- c) All players and coaches are eligible to participate in all-star and instructional teams.
- d) All players and coaches are expected to participate in all league fundraising activities.
- e) All insurance fees, umpire fees and State and National Cal Ripken dues shall be provided by the league.
- f) All team equipment and uniforms shall be provided by the league.

The following rights and responsibilities shall apply to Charter Members:

- a) No limit on the number of players allowed to participate in the league.

The following rights and responsibilities shall apply to all Incorporated Members:

- a) No limit on the number of players allowed to participate in the league
- b) Board representative shall serve as an authority to coordinate field scheduling and availability with his/her town.

- c) All field maintenance for the Incorporated Member's field shall be the responsibility of that town.
- d) All snack shack revenue generated at Incorporated Member's field shall remain with that town.

The following rights and responsibilities apply to all Community Members:

- a) Shall be limited to a maximum of 25% of total Major league roster spots
- b) Shall be limited to a maximum of 25% of total Minor league roster spots
- c) 25% threshold may be exceeded only if all eligible players from Charter and Incorporated Member towns have been drafted and open roster spots remain.
- d) Shall not have representation on the league's Board Of Directors, unless the Community Member Town supplied a minimum of three 2-hour time slots of adequate and maintained field space per week for league practice and game time for the entirety of the preceding season.

Art. 15. Local Rules.

The EJBL Local Rules shall document local playing rules and local organizational rules. The EJBL Local Rules may be changed by a majority vote of the Directors present and voting at any regular session of the Board. The EJBL Local Rules document may not be changed during the season, unless a proposed rule change is related to safety concerns. The document shall include the following sections:

Sec. 1 Playing Rules. Cal Ripken rules apply except as annotated in the EJBL Local Rules document.

Sec. 2 Organizational Rules. The organization and structure of both the Major and Minor Leagues shall be defined in the EJBL Local Rules, including, but not limited to the following:

- a) Number and composition of teams in each league
- b) Number and composition of divisions in each league
- c) Tryout and Draft procedures
- d) Playoff procedures
- e) All Star teams
- f) All Star player and coach selection process
- g) Instructional teams

Art. 16. Standing Committees.

Various committees shall be appointed by the Board of Directors, with standing committees consisting of, but not limited to:

- a) By-Laws committee
- b) Fund Raising committee
- c) Budget committee
- d) Field committee
- e) Coaching Selection committee

Art. 17. Background Checks.

Background checks shall be conducted at least once for all Board of Directors, coaches and any other League volunteer as deemed appropriate by the Board of Directors. Background checks shall be conducted upon the volunteer's initial election to his/her position and anytime thereafter as deemed appropriate by the Board.

Art. 18. Major, Minor and Rookie Leagues.

The EJBL shall be comprised of 5 Leagues: Majors, AAA, AA, A and Rookie League.

The Major League shall be comprised of 11 and 12 year-olds.

The AAA League shall be comprised of 11, and 12 year-olds. 10 year-olds may play in AAA League at the Board's discretion.

The AA League shall be comprised of 9 and 10 year-olds.

The A League shall be comprised of 9, and 10 year-olds. 8 year-olds may play in A League at the Board's discretion.

The Rookie League shall be comprised of 7 and 8 year olds.

All players who register for EJBL shall be rostered on either a Major, AAA, AA, A or Rookie League team subject to limitations set forth in Art. 14 Sec. 2 of these By-Laws and the Local Rules.

Teams and Leagues may be added or subtracted each year by a majority vote and at the sole discretion of the Board in the best interest of EJBL. The Local Rules shall define the playing and organizational rules for each League.

Revision History

Date	Author	Change
8/06/08	J. Dickenson	Art 7, Sec 2: Modified VP duties Art 7, Sec 6: Modified Facilities Manager role ; added Facilities Committee Art 8, Sec 3: Changed Player Agent to Registrar Art 8, Sec 11: Added Rookie League coordinator Art 8, Sec 12: Added Tournament Director Art 14, Sec 2: Updated Community Member Rights, part d. Art 17: Removed Minimum Equipment; Moved to Local Rules Art 18: Modified AAA & A Leagues