

2008 – 2009 CONSTITUTION OF SANTANA NATIONAL LITTLE LEAGUE, INC.

ARTICLE I -NAME

This Corporation shall be known as SANTANA NATIONAL LITTLE LEAGUE, INC., A CALIFORNIA NON-PROFIT CORPORATION.

ARTICLE II- PRINCIPAL OFFICE

The principal office of this corporation must be in the County of San Diego and, unless otherwise ordered by the Board of Directors, shall be at the address of the Secretary.

ARTICLE III -OBJECTIVES

Section 1-The objective of Santana National Little League, Inc. shall be to install in the youth 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 decent, healthy, and trustworthy.

Section 2-These objectives will be achieved by providing supervised competitive baseball games. The supervisors shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary and the molding of future adults is of prime importance. In accordance with Section 501-(c)-(3) of the Federal Internal Revenue Code, Santana National Little League, Inc. 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 is carrying on, 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 IV -GENERAL MEMBERSHIP

Section 1-Members of this corporation may be any individual actively involved in Santana National Little League, Inc. Members will include but will not be limited to players, parents, coaches, managers, and volunteer umpires.

Section 2- 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 Santana National Little League, Inc., shall be a player member, but shall have no rights, duties, or obligations in the management or in the property of Santana National Little League, Inc.

B) **REGULAR MEMBERS:** Any person actively interested in furthering the objectives of Santana National Little League, Inc. may become a Regular member upon application to the League Secretary, payment of membership dues. Regular members shall be issued a sequentially numbered membership card annually. Only Regular Members in good standing are eligible to vote at the Annual Election Meeting or at General Membership meetings. All Officers, Board members, Committee members, managers, coaches, volunteer umpires, and other elected or appointed officials or agents must be active Regular Members in good standing. The Secretary shall maintain the roll of Regular members.

C) **HONORED MEMBERS:** Any person may be elected as an honorary member by the unanimous vote of all directors at any duly held meeting of the Board of Directors. Honorary members shall have no rights, duties, or obligations in the management or property of Santana National Little League, Inc.

D) **SUSTAINING MEMBERS:** Any person not a Regular member who makes financial or other contributions to Santana National Little League, Inc., may, by majority vote of the Board of Directors, become a Sustaining member. Sustaining members shall have no rights, duties, or obligations in the management or property of Santana National Little League, Inc.

ARTICLE IV -GENERAL MEMBERSHIP - (continued)

Section 3 - SUSPENSION OR TERMINATION: Membership may be tenanted by resignation or by action of the Board of Directors.

A) The Board of Directors, by a two-thirds (2/3) vote of all directors present at any duly constituted meeting, shall have the authority to suspend or revoke the membership of any member of any class whose conduct is considered detrimental to the best interest of Santana National Little League, Inc. The member involved shall be notified of such meeting, informed of the general nature of the charges and be given an opportunity to appear at the meeting to answer such charges.

B) The Board of Directors, in the instance of a Player member, shall give notice to the manager of the team to which the Player is assigned. The manager shall appear in the capacity of an advisor with the Player before a duly constituted committee of the Board of Directors consisting of the President, League Secretary, the Director and Player Agent of the Player's division which shall have full power to suspend or revoke the Player's right to future participation.

ARTICLE V- DUES

Dues for Regular members may be fixed at such amounts, as the Board of Directors shall determine prior to the beginning of any membership period. No membership dues shall be charged or assessed Player members as a prerequisite to play. Membership dues are a different consideration than registration fees.

ARTICLE VI -MEETINGS

Section 1- ANNUAL ELECTION MEETING: The Annual election meeting shall be held in the month of June, on or before June 20th of each year, for the purpose of electing a Board of Directors and presentation of the annual financial report if requested.

Section 2 - GENERAL MEMBERSHIP MEETING: There should be a general membership meeting held within at least 30 days before or after the scheduled opening day of the season.

Section 3 - SPECIAL MEETINGS: Special meetings of the General Membership may be called by one-third (1/3) of the Board of Directors, or by the Secretary, or by the President at their discretion. Upon 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 Meeting shall be transacted at any Special Meeting.

Section 4 - Only Regular Members in good standing may vote at any General Membership, Annual Election, or Special Meeting. Each Regular Member shall have only (1) vote. Voting by absentee ballot or cumulative voting is expressly prohibited.

Section 5 - One-tenth (1/10) of the Regular Members shall constitute a quorum at any General Membership or Special Meeting of the membership of Santana National Little League, Inc.

ARTICLE VII -GOVERNMENT

Section 1 - The government of this corporation shall be under the supervision of the President and the Board of Directors.

Section 2 - The Board of Directors of this corporation shall not exceed twenty (20) nor consist of less than five (5) elected Directors.

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ARTICLE VII -GOVERNMENT - (continued)

Section 3 -The elected Directors of this corporation shall consist of the following: President, Treasurer, Secretary, Director of Baseball/Senior and Big League (First Vice President), Director of Baseball/Little League (Second Vice President), Player Agent of Baseball Senior and Big League, Player Agent of Baseball/Little League, Director of Auxiliary, Director of Procurement, Director of Public Relations, Director of Umpires, League Information Officer, Safety Officer, Field Maintenance Officer, Director of Scorekeeping, Director of Tournaments, Director of Managers and Director of Fundraising.

Section 4 -The newly elected Directors shall not assume office prior to September 1st nor later than October 1st. Directors and officers shall serve for a term of one (1) year or until their successor has been elected and is able to assume office. Office may be assumed September 1 with a month transition period.

Section 5 - In the event of a vacancy on the Board of Directors, the remaining members of the Board of Directors shall elect, by majority vote, a successor to fill the vacancy. Resignations by Directors must be submitted in writing to the President and a ten (10) day waiting period must occur before the Board of Directors may vote to fill the vacancy.

Section 6 - In the event of the permanent absence or resignation of the President, the Board shall elect by majority vote, a new President from the remaining Board of Directors.

Section 7 - The appointed Officers of Santana National Little League, Inc. shall be ratified by the elected Board of Directors and should include the Parliamentarian, Director of Tournaments, and as many other officers as may be deemed necessary by the Board of Directors.

Section 8 - Appointed officers of Santana National Little League, Inc. may not vote on business before or actions taken by the Board of Directors.

Section 9 - All Directors and Officers shall, upon completion of their term, turn over all records to the newly elected President.

Section 10 - All corporate powers and business shall be exercised and conducted by the Board of Directors. The Board of Directors shall decide all matters pertaining to the finances of this corporation, and it shall place all funds into a common treasury, directing the expenditure of funds in such a manner so that it will give no one individual or team an advantage over another.

Section 11 - The fiscal year of this corporation begins October 1st and ends on September 30th of the following year.

Section 12 - The Board of Directors shall appoint an auditing Committee each year at least one month prior to the close of the fiscal year. The President, Secretary, Treasurer, or any other signatories of checks shall not be eligible to serve on the Auditing Committee. The Auditing Committee shall review the financial records, and minutes to complete its report. The report of the Auditing Committee shall be given to the Board of Directors before the final meeting of the fiscal year and be presented to the Membership present.

Section 13 – Any board member that steps down or asked to leave (with just cause) can not run for a board position the following year.

ARTICLE VIII -DIRECTORS

Section1- PRESIDENT:

A) The President shall be the chief executive of this corporation and shall, subject to the control of the Board of Directors, have general supervision, direction, and control of the business and affairs of this corporation.

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B) The President shall preside at all meetings of the Board of Directors, General Membership Meetings, the Annual Election Meeting, and Special meetings of the membership and the Board of Directors.

ARTICLE VIII -DIRECTORS - (continued)

C) The president shall (ex-officio) be a member of all committees except the Nominating and Auditing Committees. He/she shall have the power to appoint committees, subject to the approval of the Board of Directors.

D) The President shall not manage in any Division that he/she oversees, but may Coach or Umpire if needed. This is not applicable during winterball play. Reference: Registration 1 – League Section B.

Section 2 - DIRECTOR OF BASEBALL/LITTLE LEAGUE (FIRST VICE PRESIDENT):

A) In the temporary absence of the President the Director of Baseball /Little League shall perform all the duties of the President, and when so acting, shall have all the powers of, and shall be subject to all the restrictions upon, the President.

B) The Director of Baseball/Little League shall not manage in any Division that he/she oversees, but may Coach or Umpire if needed. This is not applicable during winterball play.

C) The Director of Baseball/Little League shall be responsible for the Little League Divisions of Baseball (Tee-Ball, Rookies, Caps, Minors, and Majors).

1) The Director of Baseball/Little League shall schedule all games in his/her division including any make-up and play-off games.

2) The Director of Baseball/Little League shall chair a committee to set the local playing rules of the Tee-Ball, Rookies, Caps, Minors, and Majors Baseball Divisions at the time of the draft. The Board of Directors shall approve local playing rules prior to implementation. Copies of the local playing rules shall be made available to the managers of the Tee-Ball, Rookies, Caps, Minors, and Majors baseball divisions at the time of the League drafts.

3) The Director of Baseball/Little League shall responsible for pre-draft try-outs to ensure that every registered non-property player in divisions under his/her supervision has been evaluated on running, batting, and fielding.

4) The Director of Baseball Little League shall assist the Director of Procurement and his/her officers or personnel with the inventory and inspection of all League equipment turned in at the end of the playing season by the Tee-Ball, Rookies, Caps, Minors, and Majors Baseball divisions.

5) The Director of Baseball/Little League shall assist in the registration and draft of players in his/her divisions.

6) The Director of Baseball Little League shall have other powers and perform other such duties as the President or Board of Directors may prescribe.

Section 3 -DIRECTOR OF BASEBALL/SENIOR AND BIG LEAGUE (SECOND VICE PRESIDENT):

A) In the temporary absence of the President the Director of Baseball/Senior and Big League shall perform all the duties of the President, and when so acting, shall have all the powers of, and shall be subject to all the restrictions upon, the President

B) The Director of Baseball/Senior and Big League shall not manage in any Division that he/she oversees, but may Coach or Umpire if needed.

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C) The Director of Baseball/Senior and Big League; shall be responsible for the Junior, Senior, and Big League divisions of Baseball.

1) The Director of Baseball/Senior and Big League shall schedule all games in his/her divisions including, any make-up and play-off games.

2) The Director of Baseball/Senior and Big League shall chair a committee to set the local playing rules of the Junior, Senior, and Big League Baseball divisions prior to the draft. The Board of Directors prior to implementation shall approve local playing rules; Copies of the local playing rules shall be made available to the managers of the Junior, Senior, and Big League baseball divisions at the time of the League drafts.

3) The Director of Baseball/Senior and Big League shall be present during pre-draft try-outs to ensure that every registered non-property player in divisions under his/her supervision has been evaluated on running, batting, and fielding.

4) The Director of Baseball/Senior and Big League shall ensure that an official score book is provided for each level of play in divisions under his/her supervision and shall review each score book to identify games which require rescheduling of divisions or teams requiring play-off games.

5) The Director of Baseball/Senior and Big League shall assist the Director of procurement and his officers or personnel with the inventory and inspection of all League equipment turned in at the end of the playing season by the Junior, Senior, and Big League baseball divisions.

6) The Director of Baseball/Senior and Big League shall assist in the registration and draft of players in his/her divisions.

7) The Director of Baseball/Senior and Big League shall oversee the maintenance of all playing fields provided by Santana National Little League, Inc., for use by his/her division.

8) The Director of Baseball/Senior and Big League shall have other powers and perform other such duties as the President or Board of Directors may prescribe.

Section 4 - SECRETARY:

A) The Secretary shall keep, or cause to be kept, at the principal office or such other place as the Board of Directors may order, a book of minutes for all meetings held by Santana National Little League, Inc.

B) The Secretary shall issue, or cause to be issued, sequentially numbered membership cards to Regular members.

C) The Secretary shall keep, or cause to be kept at the principal office or such other Place as the Board of Directors may order, a membership register, showing the names and addresses of all classes of members. This register shall include the date of their payment of dues or their admission to membership.

D) The Secretary shall be the custodian of the By-laws of this corporation and have a copy of said By- Laws available for reference at all meetings of Santana National Little League, Inc.

E) The Secretary shall conduct the correspondence of this corporation and, in the absence of the President, shall co-sign checks.

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ARTICLE VIII -DIRECTORS - (continued)

F) The Secretary shall, upon receipt of any Santana National Little League, Inc. correspondence, communication, or other materials from any source, including National Little League Headquarters, expeditiously deliver said correspondence, etc., to the appropriate Director or Officer.

G) The Secretary shall deliver to the Auditing Committee the book of minutes for its annual audit.

H) Any Member may, within ten (10) days of written request to the President, make an appointment with the Secretary to inspect the book of minutes.

I) The Secretary shall have other powers and perform such other duties as the President or Board of Directors may prescribe.

Section 5 - TREASURER:

A) The Treasurer shall keep and maintain or cause to be kept and maintained, adequate and accurate accounts of the properties and business transactions of this corporation, including accounts of the assets, liabilities, receipts, disbursements, gains, losses, capital, and all income of any sort or kind derived by this corporation from any of its activities.

B) Any Member may, within ten (10) days of written request to the President, make an appointment with the Treasurer to inspect any or all of the records or accounts.

C) The Treasurer shall, in the name of and to the credit of Santana National Little League, Inc., promptly deposit all moneys and valuables into a depository or institution so designated by the Board of Directors. Each month the Treasurer shall present an account of all his/her transactions and report the financial condition of this corporation to the Board of Directors.

D) The Treasurer shall prepare an annual budget under direction of the President for approval by the Board of Directors and submission to the General Membership at the General Membership meeting.

E) The Treasurer shall prepare an annual financial report under direction of the President for submission to the membership and the Board of Directors at the Annual Election meeting. The Treasurer shall send copies of the annual financial report to the District Administrator and to the Little League National Headquarters.

F) All bank drafts drawn against the assets of this corporation shall be signed by the Treasurer and co-signed by the President or, in his/her absence, the Secretary.

G) The Treasurer shall have such other powers and perform such other duties as may be prescribed by the President and the Board of Directors.

Section 6 - PLAYER AGENTS:

A) The Player Agents shall be responsible for conducting registrations and for all matters concerning the eligibility of players.

B) The Player Agents shall be responsible for notification to the general public of the dates and times of registration and tryouts.

C) The placement and replacement of players on teams.

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ARTICLE VIII -DIRECTORS - (continued)

- D) Record all player transactions and maintain an accurate and up-to-date record thereof.
- E) Receive and review applications for player candidates and assist the President in verifying residence and age eligibility.
- F) Conduct the tryouts, the player draft and all other player transaction or selection meetings.
- G) Prepare the Player Agent's list.
- H) Prepare for the President's signature and submission to Little League Headquarters, team rosters, including players claimed, and the tournament team eligibility affidavit.
- I) Notify Little League Headquarters of any subsequent player replacements or trades.
- J) The Player Agents shall have such other powers and perform such other duties as may be prescribed by the President and the Board of Directors.
- K) The Player Agent will not manage in any Division under his/her responsibility, but may Coach or Umpire if needed. This is not applicable during winterball play.

Section 7 -Director OF AUXILIARY:

- A) The Director of Auxiliary shall (ex-officio) be the chairperson of the Auxiliary.
- B) The Director of Auxiliary shall submit a list of names of the Officers of the Auxiliary (Treasurer, Secretary, etc.) for ratification by the Board of Directors.
- C) The Director of Auxiliary, as chairperson of the Auxiliary, shall have the power to appoint as many sub-committee chairpersons as necessary to operate efficiently.
- D) The Director of Auxiliary shall oversee and maintain all the day to day operations of the concession stand and its contents.
- E) The Director of Auxiliary will prepare a schedule for team snack bar duties and will assist the Director of Fundraising at the team mom meetings.
- F) The Director of Auxiliary shall have other powers and perform other such duties as the President or the Board of Directors may prescribe.

Section 8 - DIRECTOR OF PROCUREMENT-

- A) The Director of Procurement shall be responsible for the selection, purchase, and disbursement of all League equipment and uniforms subject to the approval of the Board of Directors.
- B) The Director of Procurement shall inventory all League equipment and property of this corporation prior to playing and at the close of the playing season and shall submit the inventory report to the Board of Directors and to the Auditing Committee.

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ARTICLE VIII -DIRECTORS - (continued)

- C) The Director of Procurement shall provide at the first meeting of the year, or sooner if practicable, the projected equipment purchases, prior to the start of the playing beginning of the season.
- D) The Director of Procurement shall provide to the Board of Directors a cost analysis of League expenditures, by division, to furnish a team of fifteen (15) with uniforms, baseballs, equipment bag, catcher's gear, helmets, bats, etc. This analysis shall be available for inspection upon request by League participants/members.
- E) The Director of Procurement shall require each manager to sign a receipt for uniforms and equipment when issued at the beginning of the season and shall provide a receipt to managers upon return of uniforms and equipment at the end of the season.
- F) The Director of Procurement shall set a schedule for managers to be issued uniforms and equipment no later than five (5) days after the player draft.
- G) The Director of Procurement shall have the power, with consent of the Board of Directors, to appoint as many agents or personnel as he/she deems necessary to operate efficiently.
- H) The Director of Procurement shall have other powers and perform other such duties as the President or the Board of Directors may prescribe.

Section 9 - DIRECTOR OF PUBLIC RELATIONS:

- A) The Director of Public Relations shall act as a spokesperson for Santana National Little League, Inc. with local and other publications. He/she shall help to ensure that Santana National Little League, Inc.'s games and activities are given due coverage in the media whenever possible.
- B) The Director of Public Relations shall collect, post, and distribute important information on League activities upon request to Little League Baseball, the district, league members and the media.
- C) The Director of Public Relations, in conjunction with the Player Agents, shall be responsible for notification of the dates and times of registration and tryouts to the general public.
- D) The Director of Public Relations shall have other powers and perform other such duties as the President or the Board of Directors may prescribe.

** Director of Public Relations can be in conjunction with League Information Officer as a combined position.

Section 10 - DIRECTOR OF UMPIRES:

- (A) The Director of Umpires shall not manage, but may be an assistant coach if needed.
- (B) The Director of Umpires shall assist the President with the recruiting and training of a staff of volunteer umpires.
- (C) The Director of Umpires shall be responsible for the scheduling of umpires in each division.

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ARTICLE VIII -DIRECTORS - (continued)

(D) The Director of Umpires shall submit to the President for consideration and approval by the Board of Directors, a list of qualified volunteers to serve as the Chief Umpires in each division.

(E) The Director of Umpires shall be the highest authority within the League on any rule of play including but not limited to the daily suspension of play.

(F) The Director of Umpires shall have other powers and perform other such duties as the President or the Board of Directors may prescribe.

Section 11- LEAQUE INFORMATION OFFICER:

A) The League Information Officer shall manage the league's official home web page.

B) The League Information Officer shall manage the online registration process and ensure that league rosters are maintained on the site.

C) The League Information Officer shall assign web page administrative rights to league volunteers and teams.

D) The League Information Officer shall ensure that league news and scores are updated regularly.

E) The League Information Officer shall collect, post and distribute important League information on League activities including the direct dissemination of fund-raising and sponsor activities to Little League Baseball, district, public League members and the media.

F) The League Information Officer shall serve as the primary contact person for Little League and myteam.com regarding optimizing use of the Internet for League administration and for distributing information to League members and to Little League Baseball.

G) The League Information Officer shall have other powers and perform other such duties as the President or the Board of Directors may prescribe.

Section 12- DIRECTOR OF SCOREKEEPING:

A) The Director of Scorekeeping shall be responsible for the recruiting and training of official scorekeepers.

B) The Director of Scorekeeping shall ensure there is an official scorekeeper for all League games.

C) The Director of Scorekeeping shall ensure that an official scorebook is provided for each level (division) of play and shall review each scorebook to identify games that require rescheduling.

D) The Director of Scorekeeping shall keep record of, and regularly update, a schedule of team standings in all divisions that shall be posted.

E) The Director Scorekeeping shall have other powers and perform other such duties as the President or Board of Directors may prescribe.

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ARTICLE VIII -DIRECTORS -, (continued)

Section 13- DIRECTOR OF SPONSORSHIP:

- A) The Director of Sponsorship shall actively pursue League sponsors.
- B) The Director of Sponsorship shall design and distribute a sponsorship package subject to the approval of the Board of Directors.
- C) The Director of Sponsorship shall keep records of all sponsorship activity.
- D) The Director of Sponsorship shall have other powers and perform other such duties as may be prescribed by the President and the Board of Directors.

Section 14- SAFETY OFFICER:

- A) The Safety Officer shall maintain all necessary first aid equipment for league use.
- B) The Safety Officer shall ensure that safety is given the first priority in the training of players.
- C) The Safety Officer shall be responsible for providing incident report forms and for investigating all such reports.
- D) The Safety Officer shall be responsible for filing of insurance claims.
- E) The Safety Officer shall conduct a complete inspection of the playing fields prior to the new season's first official game of the playing season.
- F) The Safety officer shall have the full authority to stop, cancel, or interrupt any game at any time due to unsafe playing conditions.
- G) The Safety Officer shall have other powers or perform other such duties as the President or the Board of Directors may prescribe.

Section 15- FIELD MAINTENANCE OFFICER:

- A) The Field Maintenance Officer shall ensure the upkeep of all fields, fences, parking areas, score booths, and dugouts.
- B) The Field Maintenance Officer shall be responsible for obtaining, maintaining and distributing all field maintenance equipment.
- C) The Field Maintenance Officer shall ensure all areas are free from litter and other debris.
- D) The Field Maintenance Officer shall have other powers and perform other such duties as the President and the Board of Directors may prescribe.

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ARTICLE VIII -DIRECTORS -, (continued)

Section 16- DIRECTOR OF TOURNAMENTS:

- A) The Director of Tournaments shall coordinate all League tournaments.
- B) The Director of Tournaments shall ensure all fields are prepared for tournament play.
- C) The Director of Tournaments shall prepare all tournament schedules.
- D) The Director of Tournaments shall have other powers and perform other such duties as the President or the Board of Directors may prescribe.

Section 17- DIRECTOR OF WINTERBALL:

- A) The Director of Winter Ball shall coordinate all winter ball scheduling, sign ups, coaches, and teams.
- B) The Director of Winter Ball shall coordinate all umpires and field maintenance for the season.
- C) The Director of Winter Ball shall have other powers and perform other such duties as the President or the Board of Directors may prescribe.

Section 18 - DIRECTOR OF MANAGERS/COACHES:

- A) Represent Coaches/Managers in league;
- B) Present a Coach/Manager training budget to the board.
- C) Gain the support and funds necessary to implement a league-wide training program.
- D) Order and distribute training materials to players, Coaches and Managers.
- E) Coordinate mini-clinics as necessary.
- F) Serve as the contact person for Little League and its Manager-Coach education program for the league.
- G) Coordinate practice schedule for each division.

Section 19 – DIRECTOR OF FUNDRAISING:

- A) The Director of Fundraising shall be responsible for league fundraising, team mom training and opening day auctions.
- B) The Director of Fundraising shall be responsible for the collections of all fundraiser moneys due to the league and give to the treasure for deposit into SNLL account.
- C) The Director of Fundraising shall work together with the director of auxiliary on concession stand needs.
- D) The Director of Fundraising shall have other powers and perform other such duties as the President or the Board of Directors may prescribe.

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ARTICLE IX -MEETINGS OF THE BOARD OF DIRECTORS

Section 1 -There shall be no less than one meeting of the Board of Directors each month. Special meetings of the Board of Directors shall be held whenever called by the President, Secretary, or one-third (1/3) of the Board of Directors. If the Board of Directors is unable to meet for an Emergency meeting topic, a vote of the topic may be done by an E-mail proxy.

Section 2-- A majority of the Board of Directors holding office shall constitute a quorum for the transaction of business. Every act or decision, done or made at a duly held meeting shall be regarded as an act of the entire Board of Directors.

Section 3 - All meetings of the Board of Directors shall be open to the public, subject to space availability, unless the Board of Directors deems it necessary to hold a closed session to protect the privacy of any member or volunteer.

Section 4 - Following the Annual Election Meeting there shall be a joint meeting of the out-going Board of Directors and the incoming Board of Directors no earlier than the First of September and no later than the First of October.

ARTICLE X -FISCAL RESPONSIBILITY AND POLICIES

Section 1 -BUDGET: Each Director shall prepare a proposed budget showing projected monthly income and expenses relating to activities under their direction. The proposed budget should include notations explaining the items included and whether the items are necessities or discretionary as well as the sources of income. The Board of Directors will use this information to formulate a budget for presentation to the General Membership at the General Membership meeting.

Section 2- ACCOUNTABILITY: Any program associated with Santana National Little League, Inc. shall include cash handling Procedures which will ensure that all receipts are properly accounted for and that all expenditures are ordinary and necessary. The Director in charge of any program shall draft these procedures and have them reviewed by the Treasurer and approved by the Board of Directors before the program is implemented.

Section 3 -INVENTORY: Each Director shall provide to the Board of Directors an itemized inventory of all Santana National Little League, Inc. assets under their area of supervision, including the approximate age and replacement costs of each asset. Each Director will be responsible for maintaining the inventory under their jurisdiction including records of items added or removed from the inventory. These records should include items acquired by contribution, purchase, etc., and items removed due to damage, use, loss, sale, etc.

Section 4 -EXPENDITURES- The Board of Directors must approve all expenditures. No person or entity, including any Director, shall obligate financially or otherwise Santana National Little League, Inc. for any purpose without the prior approval of the Board of Directors. No reimbursements shall be made from any cash assets of Santana National Little League, Inc., without the express prior consent of the Board of Directors as entered into the minutes of a duly constituted and held meeting of the board of Directors. However, Directors may hold petty cash funds in amounts approved by the President and the Board of Directors to facilitate day-to-day operations or ongoing project work.

Section 5 -CONTRIBUTIONS: All contributions to Santana National Little league, Inc. shall be reflected as a part of its financial statements, whether the contribution consists of cash, equipment, property, services, etc. Any Director receiving a contribution on behalf of Santana National Little league, Inc. shall report it immediately to the Treasurer.

Section 6- FULL DISCLOSURE: A copy of Santana National Little league, Inc.'s financial policies, annual operating budget, monthly financial statements, notices of Board meetings, and minutes of Board meetings, shall be available for review to any member presenting a written request to Santana National Little league, Inc. Information will be furnished within 10 days of receipt of written request.

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Section 7 -CONFLICT OF INTEREST: Members of the Board of Directors, league Officers, and Regular members shall not engage in any activity which gives rise to, or could give rise to an appearance or claim of self-dealing, divided loyalty, or conflict of interest by reason of such person's position with Santana National Little league, Inc. In the event such person has reason to believe his or her activities or anticipated activities could give rise to any such claim he or she shall have a duty to disclose such activities or anticipated activities to the Board of Directors.

Section 8 -The loan, sale, or any commercial use of Santana National Little League's records, including lists of players, coaches, umpires, or volunteers, and/or their addresses by any member of the Board of Directors, League Officer, or Regular member of Santana National Little League, Inc., is strictly prohibited.

ARTICLE XII - MANAGERS, COACHES, AND UMPIRES

Section 1 - Managers shall be appointed annually by the President and ratified by the Board of Directors, and shall be responsible for the selection of their teams. The Board of Directors cannot relegate this responsibility away from the President.

Section 2 - Each Manager may select Coaches for his/her team subject to the approval of the President and ratification by the Board of Directors.

Section 3 - Each Manager and Coach shall be responsible for his/her conduct as outlined in the Rules and Regulations of Little League Baseball, Inc.

Section 4 - Each Manager and Coach shall maintain complete supervision of the team under his/her jurisdiction. Each Manager and Coach shall have the responsibility of maintaining or causing to be maintained and kept, proper conduct and behavior of the team under his/her jurisdiction as outlined in the Rules and Regulations of Little League Baseball, Inc. Failure on the part of the Manager and/or Coach to maintain the spirit of proper decorum by the team under his/her jurisdiction shall be considered grounds for suspension or removal by the Board of Directors.

Section 5 - Each Manager shall manage only one team per season.

Section 6 - Managers and Coaches shall perform other duties as the President or the Board of Directors may prescribe.

Section 7 - Umpires shall be appointed annually by the president with the approval of the Board of Directors, and shall be responsible for their assignments and for their actions on the field.

ARTICLE XIII -PLAYERS

Section 1 - Each player shall be responsible for his/her conduct as outlined in the Rules and Regulations of Little League Baseball, Inc.

Section 2 - Each player shall be responsible for all equipment issued to him/her.

ARTICLE XIV -SPONSORS

Section 1 - The Board of Directors shall select the sponsors for each team participating in the program. Sponsors shall be selected by a majority vote of the Board of Directors present at a duly held meeting.

Section 2 - Each sponsor shall have the right to sponsor his/her team during the subsequent season unless it is deemed inadvisable by the Board of Directors.

Section 3 -The Board of Directors shall determine the manner of recognition of sponsors annually.

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ARTICLE XV- NOMINATING COMMITTEE

Section 1 - At least one (1) month prior to the Annual Election Meeting, the Board of Directors shall appoint a nominating Committee consisting of three (3) Directors (other than the President and Secretary) and at least three (3) Regular Members. The League Secretary shall (ex-officio) be a member of the Nominating Committee.

Section 2 -DUTIES:

ARTICLE XV- NOMINATING COMMITTEE (continued)

A) The Nominating Committee shall verify that all candidates for office are Regular Members in good standing and may obtain a written statement from each that he/she will agree to serve in the position for which they are a candidate.

B) The Nominating Committee shall post the names of the official candidates and the positions they seek on the Board of Directors on the bulletin board at the Santana National Little League, Inc., snack bar.

C) The Nominating Committee shall prepare a list of all candidates, which may include at least one candidate for each position on the Board of Directors to be presented for nomination at the Nomination meeting.

D) A report of all Regular Members duly nominated at the Nomination meeting shall be prepared and presented at the Annual Election Meeting. The Nominating Committee shall forward the minutes of the nomination meeting and all written statements received from candidates to the Election Committee.

ARTICLE XVI -NOMINATION MEETING

Section 1 - There shall be a Nomination meeting held at least two (2) weeks prior to the Annual Election Meeting for the purpose of assisting the Nominating Committee in its efforts to obtain the names of Regular Members who desire to become candidates for the Board of Directors. All Regular Members in good standing being properly nominated and seconded at the Nomination meeting shall have their names and the positions they seek on the Board of Directors printed on the election ballot.

Section 2 -NOTICE: Proper written notice stating the date, place, and time shall be given to all Regular Members in good standing at least ten (10) days prior to the Nomination meeting. Proper written notice shall be distributed by such means as the Board of Directors may direct.

Section 3 -QUORUM: A majority of the Board of Directors shall constitute a quorum for the purpose of the Nomination meeting.

ARTICLE XVII -ELECTION COMMITTEE

Section 1 - At least one (1) month prior to the Annual Election meeting, the Board of Directors shall appoint an Election Committee and its chairperson. The Election Committee shall consist of two (2) members of the Board of Directors and at least (3) Regular Members. The League Secretary shall (ex-officio) be a member of the Election Committee.

Section 2-The Election Committee Chairperson, using the minutes of the Nomination meeting, shall compose the Annual Election ballot.

The Election Committee chairperson shall ensure that the names of all duly nominated Members are included and that ample spaces are provided for write-in candidates. The Election Committee chairperson shall cause sufficient quantities of the ballots to be printed.

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Section 3 - ANNUAL ELECTION MEETING DUTIES: It shall be the responsibility of the Election Committee to ensure the integrity of the ballot box, to count ballots, and make its subsequent report to the President and General Membership as specified in Article XVIII Section 5 - (F) of these By-laws.

ARTICLE XVIII -ANNUAL ELECTION MEETING

Section 1 - The Annual Election meeting shall be held in the month of June, on or before June 20th of each year for the purpose of electing a Board of Directors. Polls shall be open for a maximum of four (4) hours but not less than two (2) hours.

Section 2 - NOTICE: Proper written notice stating the date, place, and time shall be given to all Regular Members in good standing at least ten (10) days prior to the Annual Election meeting. Proper written notice shall be distributed by such means as the President and the Board of Directors may direct.

Section 3 - QUORUM: One tenth (1/10) of the Regular Members so registered on the roll of the Secretary shall constitute a quorum for the purpose of the Annual Election meeting.

Section 4 - ELIGIBILITY: All Regular Members in good standing who possess current membership cards or are so noted on the roll maintained by the Secretary shall be eligible to vote in the Annual Election meeting. The Secretary shall ascertain that all persons receiving ballots are Regular Members in good standing and shall maintain a count of the number of ballots issued.

Section 5 - ORDER OF BUSINESS FOR ANNUAL ELECTION MEETING:

A) The Nominating Committee shall report to the membership the names of the Regular Members and the positions they seek who were duly nominated at the Nomination meeting.

B) After the report of the Nominating Committee, the nominations shall be opened to the floor and any Regular Member may nominate another Regular Member as a candidate for a position on the of Directors provided that a signed statement that the candidate has agreed to serve in the position for which they are nominated is submitted to the Election Committee.

C) After the membership present has completed its efforts to nominate additional candidates the nominations shall be closed by a majority vote of the membership.

ARTICLE XVIII -ANNUAL ELECTION MEETING continued

D) VOTING PROCEDURE:

- 1.) Voting shall be by secret ballot.
- 2.) Voting by proxy, cumulative voting, or voting by absentee ballot is expressly prohibited.
- 3.) Every Regular member in good standing and present shall receive one (1) ballot and will vote for no more than one candidate per position.
- 4.) Upon completion of his/her ballot, each Regular Member shall place his/her ballot in a central ballot box supervised by at least two members of the Election Committee. The members of the Election Committee shall ensure that only one ballot is cast per eligible Member and that each ballot is folded twice.

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ARTICLE XVIII -ANNUAL ELECTION MEETING (continued)

E) **BALLOT COUNTING:** -The appointed Election Committee chairperson and his/her clerks shall gather and count the ballots in full view of the membership present. All ballots shall be counted twice and two separate tabulation sheets shall be used. In the event of a discrepancy, which would affect the outcome, the chairperson of the Election Committee shall instruct the clerks to recount the pertinent portion of the ballots. The total number of ballots cast shall be no more than the number of Regular Members who received ballots. The candidates receiving the highest number of votes for each position shall become the new Board of Directors. However, the number of managers and coaches must be in minority (Little League Regulation I (b)).

F) Upon completion of the count the chairperson of the Election Committee shall read an election report to the President and to the membership present which shall include the number of ballots issued, the number of ballots cast the number of votes received by each candidate and the number of ballots declared void and an explanation thereof.

G) The President shall declare the results of the elections and the Election Committee shall then transfer the above information to a blackboard or other such-device for the viewing of the membership.

H) The report of the Election Committee chairperson shall be entered into the minutes of the Annual Election meeting and shall become a part of the official records of Santana National Little League, Inc.

Section 6- The newly elected Secretary, as his/her first official responsibility upon assuming office, shall notify Little League Headquarters, the Regional Director, and the District Administrator of the election and the identity of the Directors of the Board so proper communications may commence with the new Board on or after October 1st.

ARTICLE XIX -TOURNAMENT PLAY

Section 1 -Tournament rules and guidelines shall be as prescribed in the Official Regulations And Playing Rules of Little League Baseball, Inc. The Board of Directors shall determine the method of selection of all Tournament Team members, managers and coaches.

ARTICLE XX -RULES

Section I - The official regulations and playing rules as published by Little League Baseball, Inc. of Williamsport Pennsylvania, shall be binding upon this corporation.

Section 2 - Local playing rules may be provided for this corporation and shall be adopted by the Board of Directors prior to draft. Local playing rules shall in no way conflict with the rules of Little League Baseball, Inc.

Section 3 - "Robert's Rules of Order, Revised" shall be followed in conducting all membership or Board of Directors meetings.

ARTICLE XXI- DISSOLUTION

Section 1-Upon dissolution of Santana National Little League, Inc., and after all outstanding debts and claims have been satisfied, the Members shall distribute the property of the League to such other federally incorporated entity maintaining an objective similar to that set forth herein, which are or may be entitled to exemption under Section 501 (c) (3) of the Internal Revenue Code or any future corresponding provisions.

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ARTICLE XXII- AMENDMENTS

Section 1-Proposed amendments of this Constitution shall be presented in writing at a General or Board of Directors meeting. Action on such proposed amendments may be taken only after a second reading and requires the affirmative vote of two-thirds (2/3) of the Directors.

Section 2- A Constitution Committee appointed by the Board of Directors shall review this Constitution every two (2) years. Any changes or amendments shall be signed by the President, the Secretary, and the Parliamentarian and shall be submitted with a copy of the current (old) Constitution to Little League National Headquarters for approval.

Section 3-Copies of the Santana National Little League, Inc. Constitution, current rules of the League, and all changes made to the same, shall be provided to all Directors and Team Managers, and shall be provided to any member of the General Membership upon written request to the League President or Secretary.

ARTICLE VI - MEETINGS

Section 2 - GENERAL MEMBERSHIP MEETING: There should be a general membership meeting held within at least 30 days before or after the scheduled opening day of the season.

ARTICLE VIII - AMENDMENTS-Directors

Section 8, Letter D - The Director of Procurement shall provide to the Board of Directors a cost analysis of League expenditures, by division, to furnish a team of fifteen (15) with uniforms, baseballs, equipment bag, catcher's gear, helmets, bats, etc. This analysis shall be available for inspection upon request by League participants/members.

Section 9, Letter B - The proposed change; The Director of Public Relations shall collect, post, and distribute important information on League activities upon request to Little League Baseball, the district, league members and the media.

ARTICLE X -FISCAL RESPONSIBILITY AND POLICIES

Section 6- FULL DISCLOSURE: A copy of Santana National Little league, Inc.'s financial policies, annual operating budget, monthly financial statements, notices of Board meetings, and minutes of Board meetings, shall be available for review to any member presenting a written request to Santana National Little league, Inc. Information will be furnished within 10 days of receipt of written request.

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