

CONSTITUTION

ARTICLE I – NAME

This organization shall be known as Centennial Little League.

ARTICLE II - OBJECTIVE

SECTION 1

The objective of Centennial 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, Centennial 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)-(3) of the Federal Internal Revenue Code, Centennial 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 is 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 effect the objective of Centennial Little League may 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 Centennial Little League shall be eligible to compete for participation but shall have no rights, duties or obligations in the management or in the property of Centennial Little League.

(b) **Regular Members.** Any person actively interested in furthering the objectives of Centennial Little League may become a regular member. Regular members are eligible to vote at the annual election of Board Members.

(c) As used hereinafter, the word "Member" shall mean a Regular Member unless otherwise stated.

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 Centennial Little 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 a two-thirds 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 Centennial Little League and/or Little League Baseball. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

(b) The Board 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 adviser, with the player before a duly appointed 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 operational continuity of Centennial Little League. Scholarships are always available through the league.

ARTICLE V - BOARD OF DIRECTORS

SECTION 1

Board and Number. The management of the property and affairs of Centennial Little League shall be vested in the Board of Directors. The number of Directors shall be not less than five (5) nor more than fifteen (15). The Directors shall upon election immediately enter upon the performance of their duties and shall continue in office until their successors shall have been duly elected and qualified.

SECTION 2

Annual Election and Term of Office. At each annual meeting, the existing Board of Directors shall determine the number of directors to be elected for the ensuing year. 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 open Directors shall be by majority vote of all members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

SECTION 3

League Representatives and other Appointed Positions.

Any general member is eligible for an appointed position. Appointed positions are selected annually by the President and approved by the Board of Directors.

SECTION 4

- (a) **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.
- (b) **President or Vice President Vacancies.** The position of President shall be elected by a majority of the Board of Directors and have been an elected Director for at least the last two years, unless there are no eligible Directors or Directors that accept nomination, at which time the Board may elect a President that was an elected Director in the last year. In the event there are still no eligible Directors or Directors that accept nomination, the Board may elect a President with no previous elected Director experience. The position of Vice-President shall be elected by a majority of the Board of Directors and have been an elected Director in the last year, unless there are no eligible Directors or Directors that accept nomination, at which time the Board may elect a Vice-President with no previous elected Director experience.
- (c) **Directors Vacancies.** The position of Director shall have been an appointed member for at least the last one year, unless there are no eligible appointed Members or appointed Members that accept nomination, at which time the Members can elect a Director with no previous appointed Member experience.

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 the Secretary may, whenever they deem it advisable or 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 (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 hours preceding the meeting. Five (5) members of the Board of Directors shall constitute a quorum for the transaction of business.

ARTICLE VI- OFFICERS, DUTIES AND POWERS

SECTION 1

Officers. The officers of Centennial Little League shall consist of a President, one or more Vice-Presidents, a Secretary, a Treasurer, a Player Agent or Agents and other positions as determined by the Members, all of whom shall hold office until vacated. Successors shall be duly elected.

SECTION 2

President. The President shall:

- (a) Conduct the affairs of Centennial Little League and execute the policies established by the Board of Directors.
- (b) Present a report of the condition of Centennial Little 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 Centennial Little League.
- (d) Be responsible for the conduct of Centennial Little 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 to Centennial Little 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 Centennial Little League such contracts and leases they may receive and which have had prior approval of the Board.
- (f) Investigate complaints, irregularities and conditions detrimental to Centennial Little 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 executive 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 3

Vice-President. The President shall:

- (a) 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 4

Secretary. The Secretary shall:

- (a) Be responsible for recording the activities of Centennial Little League and maintain appropriate files, mailing lists and necessary records.
- (b) 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.
- (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 5

Treasurer. The Treasurer shall:

(a) Perform such duties as are herein specifically set forth and such other 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) Prepare an annual budget, under the direction of the President, for submission to the Board of Directors at the annual meeting.

(d) Prepare an annual financial report, under the direction of the President, for submission to the Board of Directors at the annual meeting.

SECTION 6

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 transactions or selection meetings.

(d) Prepare the Player Agent's list.

(e) Prepare for the President's signature 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.

ARTICLE VII· MANAGERS AND COACHES

SECTION 1

Team Managers and Coaches 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 1 (b).

ARTICLE VIII - AFFILIATION

SECTION 1

Charter. Centennial Little League shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. Centennial Little 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 Playing Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, Pennsylvania, shall be binding on Centennial Little League.

SECTION 3

Local League Rules. The local rules of Centennial Little 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 IX -FINANCIAL AND ACCOUNTING

SECTION 1

The Board of Directors shall decide all matters pertaining to the finances of Centennial Little 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 Centennial Little League, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of Centennial Little League.

SECTION 3

The Board shall not permit the solicitation of funds in the name of Little League Baseball unless all of the funds so raised are placed in Centennial Little League's treasury.

SECTION 4

The Board shall not permit the disbursement of Centennial Little League funds for other than the conduct of Little League activities in accordance with the rules and policies of Little League Baseball, Incorporated.

SECTION 5

All monies received, including Auxiliary Funds, shall be deposited to the credit of Centennial Little League in a local banking institution. All checks shall be signed by Centennial Little League's Treasurer or such other officer or officers or person or persons as the Board of Directors shall determine.

SECTION 6

Distribution of Property upon Dissolution. Upon dissolution of Centennial Little League and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of Centennial Little League to another Federally Incorporated entity which maintains the same objectives as 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 provision.

SECTION 7

The Board shall permit the hiring and management of employees as seen fit by the President. Salary and hourly pay will be commensurate with the duties performed by employees and will be disbursed under the supervision of the secretary. The Board has authority to modify salaries and hourly pay.

SECTION 8

The fiscal year of Centennial Little League shall begin on the first day of October and shall end on the last day of September.

ARTICLE X - AMENDMENTS

This Constitution may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the Members. A two-thirds vote by the Board of Directors is required provided notice of the proposed change is included in the notice of such meeting.