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Date Submitted: _____

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League ID No.: **4055607**

**BYLAWS
of
East Yorba Linda Little League, Inc.**

ARTICLE I – NAME

This organization shall be known as the East Yorba Linda Little League, Inc., a California, non-profit, public benefit corporation, hereinafter referred to as “EYLLL.”

ARTICLE II – OBJECTIVE

SECTION 1

The objective of EYLLL 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, EYLLL 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, EYLLL shall operate exclusively as a non-profit educational, amateur sports organization providing a supervised program of competitive baseball games. No part of the net earnings shall inure to the benefit of any member 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

Classes. There shall be the following classes of members:

- (a) **Player Members.** Any player candidate meeting the requirements of Little League Regulation IV shall be eligible to compete for participation. Player Members shall have no rights, duties or obligations in the management or in the property of EYLLL.
- (b) **Regular Members.** Any adult person actively interested in furthering the objectives of EYLLL may become a Regular Member upon registration of a Player Member. Any such person shall be a Regular Member for the season during which he/she has registered a Player Member. The EYLLL secretary shall maintain the roll of membership to qualify voting members. Only Regular Members in good

standing are eligible to vote at General Membership Meetings. All Officers, Board Members, Committee Members, Managers, Coaches, Volunteer Umpires, and other elected or appointed officials must be active Regular Members in good standing. Good standing shall mean not suspended or having been subject to discipline during the prior calendar year.

Note: Regular Members of the league also include all current Managers, Coaches, Volunteer Umpires, Board Members, Officers of the Board and any other person who is recognized by the Board as a volunteer in EYLLL.

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

SECTION 3

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

- (a) The Board of Directors, by a two-thirds vote of those present at any duly constituted Board meeting at which quorum is present, shall have the authority to discipline, suspend, or terminate the membership of any Member of any class, including managers, coaches, and Board Members when the conduct of such person is considered detrimental to the best interests of Player Members, EYLLL as a whole, and/or Little League Baseball, Incorporated. 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. The suspension or termination of a Regular Member shall not automatically result in the suspension or termination of the Regular Member's Player Member.
- (b) The Board of Directors shall, in case of a Player Member, give notice to the manager of the team for which the player is a Player Member. Said manager shall appear, in the capacity of an adviser, with the player before the Board of Directors or a duly appointed committee of the Board of Directors. The player's parent(s) or legal guardian(s) shall also be present. The Board of Directors shall have full power to suspend or revoke such player's right to future participation by two-thirds vote of those present at any duly constituted meeting at which quorum is present..

ARTICLE IV – PARTICIPATION FEES

Participation fees for Player Members shall be fixed at such amounts as the Board of Directors shall determine for each session, each fiscal year. (See Bylaws, Article XI, Section 7 for fiscal year of this league.) There are no dues or fees for Regular Members.

ARTICLE V – GENERAL MEMBERSHIP MEETINGS

SECTION 1

Definition. A General Membership Meeting is any meeting of the Members of the league (including Special General Membership Meetings, Section 7). A minimum of one Annual Meeting (see Section 6) per year is required.

SECTION 2

Notice of Meeting. Notice of each General Membership Meeting shall be delivered personally, electronically or by mail to each Member at the last recorded physical or electronic mail address at least SEVEN (7) days in advance of the meeting, setting forth the place, time and purpose of the meeting. In lieu of the above methods, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened General Membership Meeting.

SECTION 3

Quorum. At any General Membership Meeting, the presence in person or representation by absentee ballot of one third of the Members (as defined in Article III - Membership) shall be necessary to constitute

a quorum. If a quorum is not present, no business shall be conducted.

SECTION 4

Voting. Only Regular Members shall be entitled to make motions and vote at General Membership Meetings. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General Membership Meetings. (Those eligible to take part at meetings of the Board of Directors are described in Article VI, Section 4.)

SECTION 5

Absentee Ballot. For the expressed purpose of accommodating a Regular Member in good standing who cannot be in attendance at the Annual Meeting, or any General Membership Meeting at which new Board members will be elected, an absentee ballot may be requested and obtained from the Secretary of the League by any individual who is a Member, as defined in Article III - Membership. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Election Chairman (appointed at the meeting) on the date of the meeting, prior to the voting portion of the election process.

SECTION 6

Annual Meeting of the Members. The Annual Meeting of the Members of EYLLL shall be held the last Saturday that all divisions play in the regular season for the purpose of electing the Board of Directors.

- (a) The Annual Meeting of the Members of EYLLL shall also include the distribution of a report, verified by the President and Treasurer, or by a majority of the Directors, showing:
 - (1) The condition of EYLLL, to be presented by the President or his/her designee;
 - (2) A general summary of funds received and expended by EYLLL for the previous fiscal year, the amount of funds currently in possession of EYLLL, and the name of the financial institution in which such funds are maintained;
 - (3) The whole amount of real and personal property owned by EYLLL, where located, and where and how invested;
 - (4) For the fiscal year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated or expended, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made; and
- (b) At the Annual Meeting, the Members shall elect Directors for a two-year term.
- (c) Within sixty (60) days after the election and no later than July 31, the Board of Directors shall meet to elect the officers and assume the performance of its duties. The Board's term of office shall continue until its successors are elected and qualified under this section.
- (d) The Officers of the Board of Directors shall include, at a minimum, the President, one or more Vice Presidents, Treasurer, Secretary, one or more Player Agents, a Safety Officer, a Coaching Coordinator, a Concessions Manager, an Umpire-in-Chief, and a Sponsorship/Fundraising Manager. The Board shall include a minimum of one team manager.
- (e) Ballots shall have all names on the ballot that meet the criteria as outlined in this document and state how the candidate is affiliated to the League. It is recommended that each candidate give a short written statement of his/her reason for running for the Board of Directors.

SECTION 7

Special General Membership Meetings. Special Meetings of the Members may be called by the Board of Directors or by the Secretary or President at their discretion. Upon the written request of ten (10) Members, the President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such Special General Membership Meeting shall be scheduled to take place not less than thirty (30) days after the request is received by the President or Secretary.

SECTION 8

Rules of Order for Membership Meetings. Robert's Rules of Order shall govern the proceedings of all Membership Meetings, except where same conflicts with these Bylaws.

ARTICLE VI – BOARD OF DIRECTORS

SECTION 1

Authority. The management of the property and affairs of EYLLL shall be vested in the Board of Directors.

SECTION 2

Number, Election and Term. The number of Board of Directors shall be not less than seven (7). All elections of Directors shall be by majority vote of all Regular Members present at the annual meeting or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting. The term of office for each director shall be two (2) years.

SECTION 3

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 Board meeting or at any Special Board Meeting called for that purpose at which quorum is present. The person voted upon to fill the vacancy shall serve out the term of the vacant director's position.

SECTION 4

Board Meetings, Notice and Quorum. Regular meetings of the Board of Directors shall be held following the Annual Meeting and on such days thereafter as shall be determined by the Board.

- (a) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of 1/3 of the Directors, issue a notice for a Special Board Meeting. In the case of Special Board Meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.
- (b) Notice of each Board meeting shall be given by the Secretary personally, electronically or by mail to each Director at least seven (7) days before the time appointed for the meeting to the last recorded physical or electronic mail address of each Director.
- (c) One-third of the Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.
- (d) Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during Board meetings.
- (e) The Board may take any action authorized herein upon a majority vote of those Board Members present at any duly constituted meeting at which quorum is met.
- (f) An email vote of the Board may be taken when immediate action is required. Only the President or Secretary of the Board or their Board designee will conduct votes. All Board members will be contacted via email of the proposed action and a majority vote of the Board in favor of the proposed action will be required for the proposed action to be approved. The results of the vote shall be recorded in the minutes of the next Board meeting.

SECTION 5

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

The Board may adopt such rules and regulations for the conduct of its meetings and the management of EYLLL as it may deem proper, provided such rules and regulations do not conflict with these Bylaws.

The Board shall have the power by a two-thirds vote of those present at any regular Board or Special Board Meeting to discipline, suspend or remove any Director or Officer or Committee Member of EYLLL in accordance with the procedure set forth in Article III, Section 3 (a, b).

SECTION 6

Rules of Order for Board Meetings. Robert's Rules of Order shall govern the proceedings of all Board of Directors meetings, except where same conflicts with these Bylaws.

ARTICLE VII – DUTIES AND POWERS OF THE BOARD

SECTION 1

Appointments. A majority of the Board of Directors may appoint such other officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each. Appointed officers or agents shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board. Officers shall serve for a term of one (1) year, or until their successors are elected, and new officers shall be elected each year by a majority of the Board Members present at a duly constituted meeting.

SECTION 2

President. The President shall:

- (a) Manage the affairs of EYLLL and execute the policies established by the Board of Directors.
- (b) Present a report of the condition of EYLLL 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 EYLLL.
- (d) Be responsible for the conduct of EYLLL 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 EYLLL by that organization.
- (e) Designate, in writing, other officers, in the President's discretion, to have power to make and execute for/and in the name of EYLLL such contracts and leases they may receive and which have had prior approval of the Board.
- (f) Investigate complaints, irregularities, and conditions detrimental to EYLLL and report thereon to the Board or Executive Committee as circumstances warrant.
- (g) Take immediate action he/she deems necessary in his/her discretion, to serve the best interests of EYLLL when a safety or emergency situation exists, subject to ratification or reversal thereafter by a majority of the Board.
- (h) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.
- (i) 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.
- (j) Discretion to appoint a second Vice President as necessary to manage league business.

SECTION 3

Vice President. The Vice President shall:

- (a) Perform the duties of the President in the absence or disability of the President. When so acting, the Vice President shall have all the powers of that office.
- (b) Perform such 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 EYLLL 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) Maintain a list of all Regular Members, Directors and committee members and give notice of all

meetings of Members, Board of Directors and Committees.

- (d) 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.
- (e) Conduct all correspondence not otherwise specifically delegated in connection with said meeting and for carrying out all orders, votes and resolutions not otherwise committed.
- (f) 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 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) Keep records for the receipt and disbursement of all monies and securities of EYLL, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Board of Directors. All disbursements by check in excess of \$250, must have dual signatures, with such authority granted by a majority of the Board or the Executive Board. All disbursements made directly to Treasurer must have dual signatures, irrespective of the dollar amount.
- (d) Prepare an annual budget, under the direction of the President, for submission to the Board of Directors at the Annual Meeting.
- (e) Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the Annual Meeting, and to Little League International.

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 verifying residence and age eligibility.
- (c) Conduct the tryouts, the player draft and all other player transaction or selection meetings.
- (d) Prepare the Player Agent's list.
- (e) Prepare for the President's signature and submission to Little League International, team rosters, including players' claimed, and the tournament team eligibility affidavit.
- (f) Notify Little League International of any subsequent player replacements or trades.

SECTION 7

Safety Officer. The Safety Officer shall:

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

NOTE: In order to implement a safety plan using education, compliance and reporting, the following suggestions may be utilized by the Safety Officer:

- (1) Education - Should facilitate meetings and distribute information among participants including players, managers, coaches, umpires, league officials, parents, guardians and other volunteers.
- (2) Compliance - Should promote safety compliance leadership by increasing awareness of the safety opportunities that arise from these responsibilities.
- (3) Reporting - Define a process to assure that incidents are recorded, information is sent to league/district and national offices, and follow-up information on medical and other data is forwarded as available.

SECTION 8

League Information Officer. The League Information Officer shall:

- (a) Manage the league's home page (site authorized by Little League International);
- (b) Manage the online registration process and ensure that league rosters are maintained in an electronic database;
- (c) Ensure that league news and scores are updated on a regular basis;
- (d) Collect, post and distribute important information on League activities including direct dissemination of fund-raising and sponsor activities to Little League International, district, public, league members and media;
- (e) Serves as primary contact person for Little League regarding optimizing use of the Internet for league administration and for distributing information to league members and to Little League Baseball, Incorporated.

SECTION 9

Coaching Coordinator. The coaching coordinator shall:

- (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.

ARTICLE VIII – EXECUTIVE COMMITTEE

SECTION 1

The Board of Directors may appoint an Executive Committee, which shall consist of the EYLLL President, Vice President, Secretary, and Treasurer.

SECTION 2

The Executive Committee shall advise with and assist the Board of Directors in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by a majority of the Board, but in no event will the Executive Committee have authority over the Board of Directors.

SECTION 3

At any meeting of the Executive Committee, a majority of the total number of Executive Committee members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee. In the case of a tie, the matter shall be referred to the Board of Directors.

ARTICLE IX – OTHER COMMITTEES

SECTION I

The Board of Directors has the discretion to appoint committees as it deems appropriate to ensure the successful operation of league business. In general, committees shall consist of at least three (3) and not more than five (5) Board Members and Regular Members. Committees shall report to the full Board of Directors.

ARTICLE X – AFFILIATION

SECTION 1

Charter. EYLLL shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. EYLLL 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 EYLLL.

SECTION 3

Local Rules, Ground Rules and/or Other Rules and Procedures. The local rules, ground rules and/or other rules and procedures of EYLLL shall be adopted by the Board of Directors at a meeting to be held not less than one month prior to the first scheduled game of the season, but shall in no way conflict with the Rules, Regulations and Policies of Little League Baseball, Incorporated, nor shall they conflict with these Bylaws. In the event of a conflict, the Rules, Regulations and Policies of the Little League Baseball, Inc. or these Bylaws shall prevail.

ARTICLE XI – FINANCIAL AND ACCOUNTING

SECTION 1

Authority. The Board of Directors shall decide all matters pertaining to the finances of EYLLL and it shall place all income in a common league treasury, directing the expenditure of funds in such manner as will give no individual or team an advantage over those in competition with such individual or team.

SECTION 2

Contributions. The Board shall not permit the contribution of funds or property to individual teams but shall solicit funds for the common treasury of EYLLL, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of EYLLL.

SECTION 3

Solicitations. The Board shall not permit the solicitation of funds in the name of Little League Baseball, Incorporated unless all of the funds so raised be placed in the EYLLL treasury.

SECTION 4

Disbursement of Funds. The Board shall not permit the disbursement of EYLLL funds for other than the conduct of Little League activities in accordance with the rules, regulations and policies of Little League Baseball, Incorporated. All disbursements shall be made by check. All checks shall be signed by the EYLLL Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine in accordance with Article VII Section 5.

SECTION 5

Compensation. No Director, Officer or Member of EYLLL shall receive, directly or indirectly any salary, compensation or emolument from EYLLL for services rendered as Director, Officer or Member.

SECTION 6

Deposits. All monies received shall be deposited to the credit of East Yorba Linda Little League at US Bank.

SECTION 7

Fiscal year. The fiscal year of EYLLL shall begin on October 1 and shall end on September 30.

SECTION 8

Distribution of Property upon Dissolution. Upon dissolution of EYLLL and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of EYLLL to another non-

profit entity which maintains the same objectives as set forth in Article II of these Bylaws, which are or may be entitled to exemption under Section 501-(c)-(3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE XII – AMENDMENTS

These Bylaws may be amended, repealed or altered in whole or in part by a majority vote of the Board of Directors at any duly organized Board meeting at which quorum is present, provided notice of the proposed change is included in the notice of such meeting. Drafts of all proposed amendments shall be submitted to Little League Baseball, Incorporated, for approval before implementation.

These Bylaws were approved by a majority of the East Yorba Linda Little League Board of Directors on January 28, 2011.

These Bylaws are not identical to the model constitution provided by Little League International.

Daryl Watkins

President’s Name (Print)



President’s Signature

01/28/2011

Date

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