

WASHOE LITTLE LEAGUE CONSTITUTION

ARTICLE I NAME

This organization shall be known as the Washoe Little League, hereinafter referred to as "Local League".

ARTICLE II OBJECTIVE

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

SECTION 2 - To achieve this objective, the Local 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, the Local 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 LEAGUE MEMBERSHIP

SECTION 1

Eligibility. Any person sincerely interested in active participation to further the objective of this Local League may apply to become a League Member.

SECTION 2

Classes. There shall be the following classes of League 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 the Local League.

(b) **At Large Members.** Any adult person actively interested in furthering the objectives of the Local League may become an At Large Member upon submission of a Membership Application to the Board of Directors. At Large Members shall serve for a one (1) year term and must submit a new Membership Application to the Board of Directors in order to remain on the list of active At Large Members. Only At Large Members in good standing are eligible to vote at General Membership Meetings. In order to be in good standing, the At Large Member must have completed the Membership Application, attended at least three (3) meetings of the Board of Directors, and have volunteered at least twenty (20) hours to the Local League prior to August 15th of each league year. Volunteer hours must be verified by the Local League President. The Local League secretary shall maintain the roll of membership and shall maintain the list of At Large Members in good standing.

(c) **Mandatory Members.** All current league year Officers, Board Members, Committee Members, Managers, and Coaches shall be Members in good standing.

(d) **Definition of Member.** As used hereinafter, the word "Member" shall mean an At Large Member and Mandatory Member, unless otherwise stated.

SECTION 3

Other Affiliations of Members. Members, whether At Large, Mandatory, or Player, shall not be required to be affiliated with another organization or group to qualify as members of the Local League.

SECTION 4

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

(a) The Board of Directors, by a two-thirds (2/3) vote of those present at any duly constituted Board meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of the Local League 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. This provision refers only to suspension and/or termination of Membership in the Local League; and does not relate to other disciplinary action that the Board of Directors, or any committee to which the Board of Directors may refer disciplinary matters, involving individuals in their capacities as Managers, Coaches or Players.

(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)

may also be present. The Board of Directors shall have full power to revoke such player's right to all future participation by two-thirds (2/3) vote of those present at any duly constituted meeting. This provision refers only to the revocation of the player's right to play in all future Local League events, and does not relate to other less severe disciplinary action matters (such as a suspension for up to five (5) games) that may be imposed by the Board of Directors, or by any committee to which the Board of Directors may refer disciplinary matters.

ARTICLE IV GENERAL LEAGUE MEMBERSHIP MEETINGS

SECTION 1

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

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 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 League Membership Meeting.

SECTION 3

Quorum. At any General League Membership Meeting, the presence in person or representation by absentee ballot of one-third (1/3) 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 Members in good standing shall be entitled to make motions and vote at General League Membership Meetings. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General League Membership Meetings. (Those eligible to take part at meetings of the Board of Directors are described in Article V, Section 4.)

SECTION 5

Absentee Ballot/Proxies. For the expressed purpose of accommodating a Member in good standing who cannot be in attendance at the Annual General League

Membership Meeting, or any General League 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 in good standing, 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. Further, such absent Member in good standing may grant another Member in good standing the right to vote for him or her by proxy, so long as such proxy is delivered, in writing, to the Secretary prior to the start of the meeting. The Secretary shall present all absentee ballots and proxy authorizations 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 the Local League shall be held each year for the purpose of accepting Member applications, electing the Board of Directors, receiving reports, reviewing the Constitution, appointing committees, and for the transaction of such business as may properly come before the meeting.

(a) The Members shall receive at the Annual Meeting of the Members of the Local League a report, verified by the President and Treasurer, or by a majority of the Directors, showing:

(1) The condition of the Local League, to be presented by the President or his/her designee;

(2) A general summary of funds received and expended by the local league for the previous year, the amount of funds currently in possession of the local league, and the name of the financial institution in which such funds are maintained;

(3) The whole amount of real and personal property owned by the Local League, where located, and where and how invested;

(4) For the 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;

(5) The names of the persons who have been admitted to at large membership in the Local League during such year. This report shall be filed with the records of the Local League and entered in the minutes of the proceedings of the Annual Meeting. A copy of such report shall be forwarded to Little League International.

(b) At the Annual Meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect such number of Directors. The number of Directors elected shall be not less than eight (8).

SECTION 7

Special General League Membership Meetings. Special General League Membership 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 twenty (20) Members in good standing, 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 three (3) days after the request is received by the President or Secretary.

SECTION 8

Rules of Order for General League Membership Meetings. Robert's Rules of Order shall govern the proceedings of all General League Membership Meetings, except where same conflicts with this Constitution of the Local League.

ARTICLE V BOARD OF DIRECTORS

SECTION 1

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

SECTION 2

Election To Of Officers. After the Board of Directors is elected, the Board shall meet to elect its officers. The Board of Directors shall assume the performance of its duties immediately. The Board's term of office shall continue until its successors are elected and qualified under this section. The Officers of the Board of Directors shall include, at a minimum, the President, Vice President, Treasurer, Secretary, Player Agent, and Safety Officer. The Board shall also include a minimum of one manager and one volunteer umpire. Only volunteer umpires may be elected to the Board.

Increase in Number. There shall be a minimum of eight (8) members of the Board of Directors. However, the number of Board of Directors may be increased at any General League Membership Meeting or Special Meeting of the Members. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Directors shall be by majority vote of all Members in good standing present or represented by a properly executed and signed absentee ballots/proxies filed with the Secretary prior to the election meeting.

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.

SECTION 4

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

(a) **Special Meetings; Special Board Vote In Lieu of Meeting.** The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of three (3) members of Board of Directors, issue a call for a Special Board Meeting and/or for a Special Board Vote in Lieu of 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. In the case of a Special Board Vote in Lieu of Meeting, the President may submit a single issue for decision to the Board via electronic means, and request a return vote be made by each Board Member via electronic means within a stated time. At the expiration of such stated time for submitting votes, the President shall collect all electronic votes and submit the same to the Secretary for confirmation so long as at least fifty (50%) of all Board Members have participated in such electronic vote. The Secretary shall prepare a Resolution of the Board setting forth the decision of the Board, and shall retain a record of such electronic votes in support of the Resolution. If less than fifty (50%) of all Board Members have participated in the electronic vote, then no quorum shall exist.

(b) **Notice of Board Meetings.** Notice of each Board meeting shall be given by the Secretary personally, electronically or by mail to each Director at least five (5) days before the time appointed for the meeting to the last recorded address of each Director.

(c) **Quorum.** Except for Special Board Vote in Lieu of Meeting (see Section 4(a) above), forty percent (40%) of the members 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) **Motions; Voting.** 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.

SECTION 5

Duties and Powers; Bylaws; Local Rules; Committees. 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 shall deem advisable and which it may properly delegate. The Board may adopt Bylaws, and such rules and regulations for the conduct of its meetings and the management of the Local League as it may deem proper, provided such Bylaws and rules and regulations do not conflict with this Constitution. The Board shall have the power by a two-thirds (2/3) 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 the Local League in accordance with the procedure set forth in Article III, Section 4 (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 this Constitution of the Local League.

ARTICLE VI DUTIES AND POWERS OF THE BOARD

SECTION 1

Appointments. 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.

SECTION 2

President. The President shall:

(a) Conduct the affairs of the Local League and execute the policies established by the Board of Directors.

(b) Present a report of the condition of the Local League at the Annual Meeting.

(c) Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Local League.

(d) Be responsible for the conduct of the Local League in strict conformity to the policies, principles, Rules and Regulations of Little League Baseball, Incorporated, as agreed to under the conditions of charter issued to the Local League by that organization.

(e) Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of the Local League such contracts and leases they may receive and which have had prior approval of the Board.

(f) Investigate complaints, irregularities and conditions detrimental to the Local League and report thereon to the Board or Executive Committee as circumstances warrant.

(g) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.

(h) With the assistance of the Player Agent, examine the application and support proof-of age documents of every player candidate and certify to residence and age

eligibility before the player may be accepted for tryouts and selection.

SECTION 3

Vice President. The Vice President shall:

(a) Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. 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 the Local 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) Maintain a list of all At Large and Mandatory Members, Directors and committee members and give notice of all meetings of the Local League, the 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 shall be responsible 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 the Local League, 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 must have dual signatures.

(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, determine number of teams necessary in each division to accommodate eligible player candidates, and assist the President in verifying residence and age eligibility.
- (c) Conduct the tryouts, the player draft for regular and post season play, 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.

ARTICLE VII EXECUTIVE COMMITTEE

SECTION 1 - The Board of Directors shall appoint an Executive Committee which shall consist of the President, Vice-President, Secretary, Treasurer, Player Agent, Safety Officer, and any other officers that the Board of Directors may designate in its Bylaws to the Executive Committee, but not to exceed eight (8) Officers.

SECTION 2 - The Executive Committee shall advise with and assist the Officers of the Local League 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 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 members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee.

ARTICLE VIII AFFILIATION WITH LITTLE LEAGUE INTERNATIONAL

SECTION 1

Charter. The Local League shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. The Local League shall devote its entire energies to the activities authorized by such charter and it shall not be affiliated with any other program or organization or operate any other program.

SECTION 2

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

SECTION 3

Local Rules, Ground Rules and/or Bylaws. The local rules, and/or bylaws of this Local League shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season, but shall in no way conflict with the Rules, Regulations and Policies of Little League Baseball, Incorporated, nor shall they conflict with this Constitution. The local rules, and/or bylaws of this Local League shall expire at the end of each fiscal year, and are not considered part of this Constitution. (See Article IX, Section 7 for fiscal year of this league.)

ARTICLE IX FINANCIAL AND ACCOUNTING

SECTION 1

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

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 Local League treasury.

SECTION 4

Disbursement of Funds. The Board shall not permit the disbursement of Local League 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 Local League Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine.

SECTION 5

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

SECTION 6

Deposits. All monies received shall be deposited to the credit of the Local League in/at SUN WEST BANK
(name of financial institution)

SECTION 7

Fiscal year. The fiscal year of the Local League shall begin on October 1 and shall end on September 30.

SECTION 8

Distribution of Property upon Dissolution. Upon dissolution of the Local League and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of the Local League to another Federally Incorporated entity which maintains the same objectives as set forth in Article II of this Constitution, which are or may

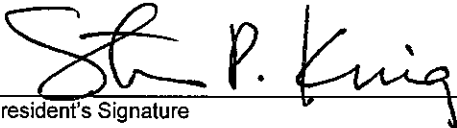
be entitled to exemption under Section 501-(c)-(3) of the Internal Revenue Code or any future corresponding provision.

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 provided notice of the proposed change is included in the notice of such meeting. Draft of all proposed amendments shall be submitted to Little League Baseball, Incorporated, for approval before implementation.

This Constitution was approved by the Washoe Little League Membership on October 14, 2008,

c/o Steve King, President 2009



President's Signature

Little League ID No. 04280110

Make one copy for the District Administrator and copies for the Local League. Send original to Regional Headquarters. This Local League's Constitution on file at Regional Headquarters (most recently-approved copy) is the official Constitution of this Local League. Little League Baseball, Incorporated does not limit participation in its activities on the basis of disability, race, creed, color, national origin, gender, sexual preference or religious preference.