

**JESSE A. COLLYER Jr. YOUTH SPORTS, INCORPORATED CONSTITUTION  
AND BYLAWS**

(amended Dec 2017, Dec 2019)

**ARTICLE I - NAME**

This organization shall be known as Jesse A. Collyer Jr. Youth Sports, Inc, hereinafter referred to as “Ossining JCYS.”

**ARTICLE II - OBJECTIVE**

**Section 1.** Our goal as a baseball and softball organization is to provide an opportunity for youth to participate in an organized, enjoyable, and educational baseball or softball experience. Our organization strives to insure that our children’s first experiences in baseball or softball are positive by creating an atmosphere in which our children can learn the sports of baseball and softball as well as the principles of sportsmanship, teamwork, and fair play in competition. In this pursuit, we aim to strengthen our community and develop a sense of community in our children.

**Section 2.** To achieve our objective, the Ossining JCYS aims to provide high quality structured and supervised baseball and softball programs. In pursuit of our goals to provide a positive experience, all participants shall bear in mind that creating a positive experience for children and teaching sportsmanship are the primary goals and the attainment of exceptional athletic skill and the pursuit of winning are secondary to those goals. In the effort to promote community and a positive experience, Ossining JCYS requires appropriate behavior from all involved in the organization: board members, coaches, umpires, and players.

**Section 3.** In accordance with Section 501(c)(3) of the Federal Internal Revenue Code, Ossining JCYS shall operate exclusively as a non-profit educational organization providing supervised programs of participatory and competitive baseball and softball. No part of the net earnings shall be used for the benefit of any private individual, or for the support of any cause or political campaign, or to influence legislation.

**ARTICLE III - MEMBERSHIP**

**Section 1. Membership:**

**(a) Player Members.** Any player registered in one of Ossining JCYS’s programs is a “player member.” Player Members shall have no rights or duties in the management of Ossining JCYS.

**(b) Regular Members.** Any adult interested in furthering the objectives of Ossining JCYS may become a Regular Member. The secretary shall maintain the roll of membership to qualify voting members. In order to vote, a person must have a child registered for one of Ossining JCYS's programs or be registered as a Regular Member and be in good standing. For the purpose of this document, a member will be deemed to be in "good standing" if the member has has paid all registration fees due to Ossining JCYS, or has been awarded a scholarship for any fees not paid, and has not been disciplined in accordance with Article III, Section 3 below. The Regular Membership shall vote for the Board of Directors and League referenda at the Annual Meeting as provided in Article IV – Meetings herein. All Regular Members are encouraged to volunteer in some capacity to further the objectives of the League.

## **Section 2. Registration and Fees**

**(a)** Registration fees per player per year will be reviewed at the annual meeting each year. The amount must be reviewed and determined prior to player registration in January. All player members shall be registered annually during a prescribed registration period.

**(b) Scholarships.** The Board must determine criteria for granting scholarships and may waive any or all dues and fees at registration for any player upon request of a parent or guardian. The availability of scholarships must be publicized in some way. In exchange for such scholarship, the Board may ask the parent or guardian to "volunteer" a reasonable fixed number of hours of time to assist the Ossining JCYS in its operation.

**(c) Refunds.** The Board shall establish a reasonable policy for determining when it is appropriate to refund any or all dues and/or fees after the registration period.

## **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 shall, in case of a Player Member, give notice to the coach of the team for which the player is a Player Member. Said coach may 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 suspend or revoke such player's right to participation by two-thirds vote of those present at any duly constituted meeting (quorum is required).

(b) The Board of Directors, by a two-thirds 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 coaches, when the conduct of such person is considered detrimental to the best interests of Ossining JCYS. The Member involved shall be notified of such meeting, informed of the general nature of the complaint(s) and given an opportunity to appear at the meeting to respond.

## **ARTICLE IV - GENERAL MEMBERSHIP MEETINGS**

### **Section 1. Definition.**

A General Membership Meeting is any meeting of the membership of the league (including Special General Membership Meetings, Section 7). The intent of this meeting is to cover broad issues effecting the organization, including but not limited to the yearly election of the Board and reporting of the budget, enrollment, and proposed new initiatives. A minimum of one General Membership Meeting (see Section 6, the Annual Meeting of the Members) per year is required.

### **Section 2. Notice of Meeting.**

Notice of each General Membership Meeting shall be announced publicly, delivered to all known e-mail addresses of Members from the previous year, and through any other means that the Board of Directors deems possible, at least twenty-one (21) days in advance of the meeting, setting forth the place, time and purpose of the meeting.

### **Section 3. Quorum.**

At any General Membership Meeting, the presence in person or representation by 20 Regular Members (as defined in Article III - Membership) shall be necessary to validate a vote. If 20 Regular Members are not present or voting by absentee ballot, no vote conducted at the meeting will be binding.

### **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.

### **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. 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 a member designated by the Board as the Election Chairman 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 shall be held on the second or third Wednesday of January at 7:30 p.m. each year, or at such other day and time that a majority of the Board deems reasonable and appropriate, for the purpose of electing the Board of Directors, receiving reports, appointing committees, and for the transaction of such business as may properly come before the meeting.

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

(1) the condition of Ossining JCYS, to be presented by the President or his/her designate;

(2) s general summary of funds received and expended by Ossining JCYS 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; and

(3) the whole amount of real and personal property owned by Ossining JCYS, where located, and where and how invested.

(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 nine.

(c) At the Annual Meeting, the Nominating Committee shall submit a slate of candidates for the Board of Directors. After the election, 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.

### **Section 7. Special General Membership Meetings.**

Special General 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, the President or Secretary must hold 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 General Membership Meetings.**

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

**ARTICLE V - BOARD OF DIRECTORS**

**Section 1. Authority.**

The management of the property and affairs of Ossining JCYS shall be vested in the Board of Directors.

**Section 2. Increase in number.**

The number of Board of Directors so fixed at the Annual Meeting may be increased at any General 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 Regular Members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

**Section 3. Vacancies.**

If any vacancy occurs in the Board of Directors, by resignation or otherwise, it may be filled by a majority vote of the remaining Directors at any regular Board meeting or by a majority of Members appearing or submitting an absentee vote 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) The Board will aim to meet on a designated day every month, but may designate no more than two months during the year when the Board does not meet due to vacations or lack of business needing immediate attention.

(b) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of four Directors, issue a call 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.

(c) Notice of each Board meeting shall be given by the Secretary personally or electronically to each Director at least 30 day(s) before the time appointed for the meeting to the last recorded address and/or electronic address of each Director.

(d) A quorum is sixty (60%) of the total Board. If a quorum is not present, no business shall be conducted. A member of the Board of Directors may appear by phone.

(e) Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors.

(f) The Board Meetings are open to the public, with the exception that matters concerning the discipline of a child member in accordance with Article III, Section 3(a) shall not be open to those who are not either members of the Board of Directors or given permission to be present by the parent(s) or guardian(s) of the player member being considered for discipline.

## **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 shall deem 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 Ossining JCYS as it may deem proper, provided such rules and regulations do not conflict with this Constitution and 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 Ossining JCYS in accordance with the procedure set forth in Article III, Section 3(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 such Rules of Order conflicts with this Constitution and Bylaws of Ossining JCYS.

## **ARTICLE VI - DUTIES AND POWERS OF THE BOARD OF DIRECTORS**

**Section 1.** All members of the Board of Directors shall have the right to vote on issues coming to a vote at Board of Directors meetings. One person may hold two positions. In that event, the Board Member will only have one vote.

### **Section 2.**

President, Vice President, Treasurer or Secretary will serve for 2 year terms. These 4 positions will not be elected in the same year. President and Secretary will be elected on opposite years as Vice-President and Treasurer to ensure Board continuity.

### **Section 3. President.**

The President shall:

- (a) conduct the affairs of Ossining JCYS and execute the policies established by this Constitution and Bylaws as well as any additional responsibilities identified by the Board of Directors;
- (b) establish the Ossining JCYS agenda for purposes of planning for each year as well as the report of the condition of Ossining JCYS, and present them at the Annual Meeting;
- (c) communicate to the Board of Directors such matters as may be appropriate in accordance with this document, and make such suggestions as may tend to promote the welfare of Ossining JCYS;
- (d) designate in writing other officers, if necessary, to have power to make and execute for/and in the name of Ossining JCYS such contracts and leases they may receive and which have had prior approval of the Board;
- (e) investigate complaints, irregularities and conditions detrimental to JCYS and report thereon to the Board or Executive Committee as circumstances warrant; and
- (f) ensure coaches and players have appropriate insurance coverage at all times while acting in their capacity as members of Ossining JCYS.

#### **Section 4. Vice President.**

The Vice President shall:

(a) perform in the stead of the President, the duties of the President's office and, when so acting, have all of the powers of that office, in the instance that the President is unavailable or unable to perform his or her duties. The responsibility of acting for the President cannot in any way be delegated. Should the Vice Presidency be vacant at a time when the President is unavailable or unable to perform his or her duties, the Board will by two-thirds vote, appoint a Vice President successor, and in the interim perform the President's duties as a Board function with its members rotating as Meeting Chairman; and

(b) shall be the Head of League Coordinators, coordinate the provision of umpires for all leagues using umpires, coordinate the ordering of uniforms and trophies for all programs, and perform such duties as may be assigned by the Board of Directors or by the President.

#### **Section 5. Secretary.**

The Secretary shall:

(a) be responsible for recording the activities of Ossining JCYS and maintaining appropriate files, mailing lists and necessary records;

(b) keep the minutes of the meetings of the Board of Directors and the General and Special Meetings, and record them in an official book as well as in electronic format. The minutes from the previous meeting should be e-mailed to every Board Director prior to each Board of Directors meeting and then reviewed for approval;

(c) conduct all correspondence not otherwise specifically delegated in connection with Board meetings; and

(d) perform such additional duties as may be properly assigned by the President or the Board of Directors.

#### **Section 6. Treasurer.**

Qualified candidates for the position of Treasurer must have adequate financial and accounting experience to perform the primary functions of the position. As such, the Treasurer shall:

(a) perform such duties as are herein set forth and such other duties as may be assigned by the Board of Directors;

(b) receive all moneys and securities, and deposit same in a depository approved by the Board of Directors;

(c) keep records for the receipt and disbursement of all moneys and securities of Ossining JCYS, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by this document. All disbursements by check must have dual signatures, consistent with Section 3 of Article VIII;

(d) prepare an annual budget in conjunction with the finance committee and the President for submission to the Board of Directors at the Annual Meeting;

(e) prepare an annual financial report, in conjunction with the finance committee and the President, for submission to the Membership and Board of Directors at the Annual Meeting; and

(f) prepare all relevant filings to maintain non-profit status.

#### **Section 7. Equipment Manager.**

The Equipment Manager and/or their designee shall:

(a) take inventory of all equipment for report to the board prior to each season and make recommendations about new equipment to be purchased;

(b) field equipment requests during the season and determine if they can be filled or require purchase of new equipment

(c) create and implement systems to hand out equipment bags to coaches before the season and collect bags at the close of the season,

(d) manage operations of batting cages by:

(i) organize the education of all coaches regarding the batting cage facility;

(ii) coordinate the scheduling of the batting cage;

(iii) coordinate such maintenance as is necessary for the batting cage, including the yearly construction and take down of batting cage net

(e) and, keep the Board apprised of the condition of the batting cage and equipment and any equipment needs and report on the usage of the batting cage at monthly meetings

**Section 8. Batting Cage Coordinator. (Section Deleted)**

**Section 9. 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 children and all participants of Ossining JCYS;
- (b) develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance and reporting;
- (c) ensure all equipment bags and lock boxes have first aid kits and ice packs; and
- (d) work with President and VP to obtain permission to and conduct a background check on League volunteers and any other individuals associated with the League who have significant contact with players. The Safety Officer will maintain a file of all background checks completed.

**Section 10. League Registrar and Information Officer.**

The League Registrar and Information Officer shall:

- (a) set up and manage the league's official website, including entry of named teams into leagues and assigning volunteers to appropriate roles;
- (b) organize in-person registration events and ensure the recording of all registrations;
- (c) assign online administrative rights to the web site to other volunteers as needed;
- (d) encourage creation of team web sites to managers, coaches, and parents;
- (e) ensure that, where appropriate, league coordinators update scores online on a regular basis,
- (f) collect, post, and distribute important information on volunteer opportunities and league activities including direct dissemination of fund-raising and sponsor activities, to the public, league members, and the media, and

(g) maintain an updated registration list of players, parents/guardians as well as their contact information (phone, home address, and e-mail address) and team affiliation when known

### **Section 11. Sponsorship/Fundraising Manager.**

The Sponsorship/Fundraising Manager shall:

- (a) solicit and secure local sponsorships to support Ossining JCYS operations;
- (b) collect and review sponsorship and fundraising opportunities;
- (c) organize and implements approved fundraising activities;
- (d) coordinates participation in fundraising activities;
- (e) maintains records of monies secured through sponsorship and fundraising initiatives;
- (f) facilitate sponsor thank you activities i.e. plaques, events;
- (g) organizes the Opening Day Parade; and
- (h) organizes team photographs as fundraiser.

### **Section 12. League Coordinators.**

Each division of baseball and softball shall have a named League Coordinator who is given a seat on the Board. In the event that teams are fielded for a travel baseball or travel softball league, there can a position on the Board of Directors for a Travel Baseball Coordinator and a Travel Softball Coordinator.

Each League Coordinator shall:

- (a) execute the day to day operations of the league including coach selection (with Board approval), player evaluations (if needed), team selection, league schedules, league rules;
- (b) be responsible to Vice President for coordination of fields, trophies, equipment, uniforms, and umpires;
- (c) distribute training materials to players, coaches and managers; and

(d) report status of league at Board Meetings as requested.

**Section 13. Appointment of “At Large” Members of the Board of Directors (amended Dec 2017)**

From time to time, there is a need to maintain important knowledge, retain key skills, or include additional individuals on the Board where there is not a relevant named position for those individuals. As such, the Board will be able to nominate up to three ‘At Large’ members, to serve for one year term as needed. The At Large board members shall be nominated with specific responsibilities and the rationale for the position clearly stated. The responsibilities and rationale can (and should) change from year to year. The At-Large board members will work with all other necessary parties to complete their assigned responsibilities and report out to the Board on a regular basis as to progress.

**Section 13.1 Player Agent (amended Dec 2017)**

The player agent assists the League Coordinators with the annual evaluations, oversees team player selection, assists the president/registrar in checking birth records and eligibility of players and generally supervises the transfer of players to or from the various Divisions according to provisions of the regulations of Little League Baseball and Ossining JCYS. Working with the the President, Vice President and League Coordinators, the Player Agent shall serve as a neutral voice regarding decisions about play up/play down between leagues, as well as questions of discipline or coach selection. In the interest of neutrality, the Player agent is not allowed to also be a League/Division Coordinator and should not be a head coach. The Player Agent will report out to the board on progress, issues and challenges regularly.

**Section 14 Indemnification**

Every member of the Board, officer or employee of the Corporation may be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of the corporation, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the

best interest of the corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or employee is entitled.

## **ARTICLE VII - COMMITTEES**

### **Section 1. Nominating Committee.**

The Board of Directors shall appoint a Nominating Committee consisting of no less than three members. Nominating Committee members may not be members of the Board of Directors. The Committee shall investigate and consider eligible candidates and submit at the Annual Meeting a slate of candidates for the Board of Directors.

### **Section 2. Finance Committee.**

The Board of Directors must create a Finance Committee consisting of not less than three (3) nor more than five (5) Directors. The Treasurer shall be an ex-officio member of the Committee. The finance committee shall:

- (a) prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof. Copies of such reports shall be provided upon request to any Member in good standing;
- (b) be responsible for coordinating, with the President and the Board's Audit Committee (see below), the financial report prepared for the Annual Meeting; and
- (c) bring any proposed capital expenditures outside normal business to the Board of Directors for approval.

### **Section 3. Auditing Committee.**

The Board of Directors will appoint an Auditing Committee consisting of three (3) Directors. The President, Treasurer or signatories of checks are not eligible. The Committee will:

- (a) review the Ossining JCYS's accounts, financial books and records annually prior to the Annual Meeting and attach a statement of its findings to the annual financial statement of the President and Treasurer; and
- (b) when satisfied that the financial records are correct, sign a statement to that effect to be presented for adoption by the Board of Directors.
- (c) The committee may obtain an independent audit through an independent auditor or an independent Certified Public Accountant. An outside audit may

be used in order to fulfill the responsibilities described above in this Article VII, Section 3(a) and (b)

**Section 4. Creation of Other Committees.**

The Board of Directors shall create any other committees that it deems necessary.

**ARTICLE VIII - FINANCIAL AND ACCOUNTING**

**Section 1. Authority.**

The Board of Directors shall decide all matters pertaining to the finances of Ossining JCYS 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 to individual teams but shall solicit funds for the common treasury of Ossining JCYS, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the Ossining JCYS.

**Section 3. Disbursement of Funds.**

The Board shall not permit the disbursement of Ossining JCYS funds for other than the conduct of Ossining JCYS activities in accordance with the rules, regulations and policies of Ossining JCYS. All disbursements shall be made by check, and checks shall be signed by an authorized individual (Treasurer, President, VP) and authorized in writing (or email) by another of the three individuals.

**Section 4. Disbursement of Amounts Exceeding \$500.00.**

All expenditures exceeding \$500.00 shall be discussed and approved by the Board at a regular monthly meeting. If emergency funds need to be allocated, a meeting of the Board should be called for that purpose.

**Section 5. Compensation.**

No Director or Member of Ossining JCYS shall receive, directly or indirectly, any salary, compensation or emolument from the Ossining JCYS for services rendered as a Director or Member.

**Section 6. Deposits.**

All moneys received, shall be deposited to the credit of Ossining JCYS in the account at a bank or financial institution approved by the Board of Directors.

**Section 7. Access to Financial Reports.**

A complete and proper statement of the financial records and accounts of Ossining JCYS for the previous year shall be submitted at the Annual Meeting. The books and records of may be inspected by any member of at the Annual Meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the Treasurer having charge of same. Each member of the Board of Directors shall at all times have access to the books and records.

**Section 8. Fiscal year.**

The fiscal year of the Ossining JCYS shall begin on January 1 and end on December 31

**Section 9. Distribution of Property upon Dissolution.**

Upon dissolution of Ossining JCYS and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of Ossining JCYS 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 IX - AMENDMENTS**

This Constitution and Bylaws may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the Members as detailed in Article IV (“General Membership Meetings”) provided notice of the proposed change is included in the notice of such meeting.

This Constitution and Bylaws was approved by the Ossining JCYS Membership on (12/13/2019).

President’s Name (Print)

President’s Signature

\_\_\_\_\_ (date). \_\_\_\_\_

Federal ID No. (if available)

State ID No. (if available)