

CONSTITUTION: PEARLAND LITTLE LEAGUE BASEBALL ASSOCIATION, INC.

League ID Number 3431502

LITTLE LEAGUE CONSTITUTION

Amended to reflect changes approved by the General Membership on _____

ARTICLE I OFFICES AND PURPOSE

Section 1. The organization shall be known as the Pearland Little League Baseball Association, Incorporated, hereinafter referred to as "Corporation."

Section 2. The principal office of the Corporation in the State of Texas shall be located at P.O. Box 1193, Pearland, TX 77588. The Corporation may have such offices, either within or without the State of Texas, as the Board of Directors may determine or as the affairs of the Corporation may require from time to time.

Section 3. The Corporation shall have and continuously maintain in the State of Texas, a registered office, and a registered agent, whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may be, but is not required to be; identical with the principal office in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors. The Corporation will operate exclusively as a non-profit educational organization in accordance with Section 501-(c)-(3) of the Federal Internal Revenue Code. 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.

Section 4. The objective of the Corporation 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. To achieve this objective, the Corporation 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 winning of games is secondary, and the molding of future citizens is of prime importance.

ARTICLE II MEMBERSHIP

Section 1. Eligibility - Any person sincerely interested in active participation to further the objective of this Corporation may apply to become a Member.

Section 2. The Corporation shall have the following classes of members.

- A. Player Members.** Any player meeting the Pearland Little League requirements identified to be in place by the Board of Directors, shall be eligible to become a Player Member and participate in the functions of the League. The League requirements may include confirmation of age, residence verification, and payment of dues in accordance with Little League Regulation IV. Player Members shall have no rights, duties, or obligations in the management or in the property of the League. Player Members are not entitled to vote on matters submitted to a vote of the Members

The Board of Directors shall prescribe the form of application to be used which shall indicate therein the amount of dues, if any, required for membership.

- B. Regular Members.** Any adult person actively and sincerely interested in furthering the objectives of the League may become a Regular Member as hereinafter defined. Regular Members may be issued a membership card numbered in sequential order annually. Each Regular Member shall maintain the classification of Regular Member for one year, starting and ending on the first day of spring registration. New Members registering in the fall shall have voting privileges through the first day of the following year's spring registration. The secretary shall maintain the roll of membership to qualify voting members.

Note: Regular Members of the corporation shall include all Officers, Board Members, Committee Members, Managers, Coaches, and any other person who is recognized by the Board as a volunteer

in the Local League including: Team parent, General Team volunteer, and groundskeepers. Regular Members shall be entitled to one vote on each matter submitted to a vote of the Members. For voting purposes, Regular Members shall classify themselves as only one of the definitions listed herein. All Regular Members, as unanimously determined by the Board of Directors, must be active participants in good standing.

Section 3. Membership may be terminated by resignation or action of the Board of Directors as follows:

- A.** The Board of Directors, by two-thirds vote of those present at any duly constituted meeting of the Board of Directors, 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 League. The Member involved shall be notified of such meeting, informed of the general nature of the charges, and given the 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 for which the player is a Player Member. Said manager shall appear, in the capacity of an advisor, with the player before the Board of Directors, or a duly appointed committee of the Board of Directors. The player's parents or legal guardians may 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 the those present at any duly constituted meeting of the Board of Directors (quorum is required).

Section 4. Membership in this Corporation is not transferrable or assignable.

Section 5. Dues - The Board of Directors may, by resolution, determine from time to time the amount of the initiation fee, if any, and may direct the manner in which the same are to be paid. Failure to honor a monetary obligation to this Corporation may be cause for immediate exclusion or expulsion from membership in the Corporation.

Section 6. Certificates of Membership - The Board of Directors may provide for the issuance of a written instrument evidencing membership in the Corporation and the same shall be valid when signed by the President or Vice-President and by the Secretary and shall correspond to the consecutive numbered list of membership as recorded and kept by the Secretary and shall bear thereon the same name and address as is recorded by the Secretary under said Member. Replacements for said instruments may be issued by the Board when necessary.

Section 7. 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 the corporation
- B.** Regular members should not be actively engaged in the promotion and/or operation of any other baseball/softball program.

ARTICLE III MEETINGS OF MEMBERS

Section 1. Definition - A general Membership Meeting is any meeting of the membership of the league (including Special General Membership Meetings). A minimum of two per year is required.

Section 2 Notice of Meeting - Notice of each General Membership meetings shall be delivered personally, electronically or by mail to each Member at the last address of record and delivered no less than ten (10) days prior to the call of said meetings. If mailed, the notice of the meeting shall be deemed to be delivered when deposited in the United States Mail or sent via an electronic mail system, addressed to the Member's address or e-mail address as it appears on the records of the Corporation, with postage thereon prepaid.

- A.** Unless otherwise designated by the Board of Directors in the manner prescribed by statute or by this Constitution, all meetings of the Members shall be held in the Pearland Area Dad's Club complex located in Brazoria County.

Section 3. Voting: Only Regular Members in good standing 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 4. Absentee Ballot: For the expressed purpose of accommodating a Member in good standing who cannot be in attendance at an 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. 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 in the originally sealed envelopes to the Election Chairman (appointed at the meeting) on the date of the meeting, prior to the voting portion of the election process.

Section 5. Quorum: To establish quorum for General or Special Member Meetings for 2021, the number of eligible members and absentee ballots present at the start of the meeting must be no less than two (2) times the Constitutional number of members of the board of directors plus one (1). (For example, if there are 32 Constitutional members of the board of directors, the number for quorum would be $32 \times 2 + 1 = 65$.) If quorum is not met, no business can be conducted.

Section 6. Annual Meeting of the Members: An annual meeting of the Members shall be held at 7:00 p.m. on the second Tuesday in the month of August each year, unless otherwise specified with ten days notice. The primary purpose of this meeting is to elect Directors and manage such other business as may properly come before said meeting. If the day set for the annual meeting is a legal holiday in the State of Texas, such meeting may be held on the next succeeding business day, or at a special meeting of the Members as soon practicable.

- A. A semi-annual meeting of the Members shall be held at 7:00 p.m. on the first Tuesday following the final day of spring registration in each year. The primary purpose of the meeting is to elect the Fall Ball Director, Coaching Coordinator and manage such other business as may properly come before said meeting. If the day fixed for the semi-annual meeting shall be a legal holiday in the State of Texas, such meeting may be held on the next succeeding business day, or at a special meeting of the Members as soon practicable.
- B. The Membership 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:
 - a. The condition of the Local League, to be presented by the President or his/her designate;
 - b. 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;
 - c. The whole amount of real and personal property owned by the Local League, where located, and where and how invested;
 - d. 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;
 - e. The names of the persons who have been admitted to regular 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.
- C. **Election of Officers:** At the annual meeting of the Members wherein Directors are elected, 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 seven. Once the number is decided each nominee will be nominated as a Director and also as an Officer to hold the office of President, Senior Vice-President, Little League Vice-President, Secretary, Treasurer and Directors as described in Article 5. Nominations will be taken from the members in attendance to fill each position. After nominations close for each position, election shall be held by written ballot on which each Member present and eligible to vote shall be entitled to write the name of one nominee for each position. The ballots shall be returned to the Election Chairman and be counted by him or her or at their direction and in the presence of at least two of the outgoing Directors.

- a. The voting Officers of the Corporation shall be the President, Senior League Vice-President, Little League Vice-President, Senior League Director, Junior League Director, Intermediate League Director, Major League Director, Minor League Director, PW League Director, Coach Pitch League Director, Tee Ball League Director, Instructional Tee Ball Director, Challenger Director, Secretary, Treasurer, Purchasing Director, Coaching Coordinator, Booster Director, Fall Ball Director #1, Fall Ball Director #2, Senior Maintenance Director, Maintenance Director #1, Maintenance Director #2, Maintenance Director #3, Sponsorship Director, Safety Director, League Information Director, Player Agent # 1, Player Agent # 2, League Scheduler, and Sr Maintenance Director. The offices shall each be held by a Director and the holder of each shall be determined in the manner prescribed in the preceding Article. In addition to these principal Officers, the Board of Directors may elect or appoint such other Officers, and assign such other duties as the Board from time to time deems desirable. The new offices may be created and filled at any meeting of the Board of Directors. Any Officer, whether elected by the Members or appointed by the Board of Directors, may be removed from office whenever the Board, in its judgment, determines that the best interests of the Corporation would be best served by the Officer's removal.
- b. Each candidate may request an observer to verify the votes. The nominee receiving the largest number of votes for his or her position shall be elected to that position and assume its duties.
 - i. The newly elected directors will take office on the day after the election or the Second Wednesday in August.
- c. At the semi-annual meeting of the Members, there shall be nominations for two Fall Ball Directors to be elected by the general membership. The nominee receiving the largest number of votes shall be elected and assume the duties of Fall Ball Directors. This elected shall serve as Director and as an Officer of the League.
 - i. The newly elected directors will take office on the day after the election or the third Monday in January.

Section 7. Special meetings: A special meeting of the Members may be called by the President, Secretary, or a majority of the Board of Directors, or not less than one-tenth of the Members having voting rights. Special meetings of the Members cannot be held until ten days after notice has been given. All motions in a special meeting will be determined by a simple majority of members present.

- A. Written or printed notice stating the place, day, and hour of any Special Meeting of the Members shall be delivered either personally, by mail, or by e-mail to each Member entitled to vote at such meeting, by or at the direction of the President, Secretary, Officers or Members calling the meeting. In case of a Special Meeting, or when required by statute or by this Constitution, the purpose or purposes for which the meeting is called shall be stated in this notice. If mailed, the notice of the meeting shall be deemed to be delivered when deposited in the United States Mail or sent via an electronic mail system, addressed to the Member's address or e-mail address as it appears on the records of the Corporation, with postage thereon prepaid.

Section 8. Rules of Order for General Membership Meetings and Regular Meetings of the Board of Directors: Where otherwise not in conflict with any statute of the State of Texas, or Articles of Incorporation or Constitution of the Corporation, "Roberts Rules of Order" as revised to date, shall govern at all meetings called to conduct the business or affairs of this Corporation.

ARTICLE IV BOARD OF DIRECTORS

Section 1. Authority: The affairs of the Corporation shall be managed by its 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. The number of Directors shall be the total number of names elected to fill the available positions at the August meeting plus those Directors elected at the January and February meetings. Each Director shall hold office until the next annual meeting of the Members and until their successor shall have been qualified and elected.

Section 3. Board Meetings, Notice, and Quorum: A regular meeting of the Board of Directors shall be held without further notice than this Constitution, immediately after, and at the same place as the annual meeting of the

Members. The Board of Directors may provide by resolution the time and place, either within or without the State of Texas, for the holding of regular meetings of the Board of Directors with appropriate notice given by the Board of Directors.

- A. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place, either within or without the State of Texas, as the place for holding any special meeting of the Board called by them. Any special meeting of the Board cannot be held until twenty-four hours after notice has been given to the Board of Directors.
- B. One over ½ of the number of established board positions shall constitute a quorum for the transaction of business at any meeting of the Board. (Example, if 30 board positions are established at the general members meeting, then 16 board members will represent a quorum at a meeting.)
 - a. The act of the majority of the Directors present at a meeting where a quorum is present shall be the act of the Board of Directors, unless a greater number is required by statute or by this Constitution.
- C. 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 4. 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.

- A. Any Board Member that misses three consecutive regularly scheduled meetings without a reasonable excuse shall be deemed to have resigned his/her position. This position may be filled by a majority vote of the Board of Directors at the next regularly scheduled meeting of the Board.

Section 5. Any action required by statute or by this Constitution to be taken at a meeting of Board, or any action which may be taken at a meeting of the Board, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

Section 6. In the event of an emergency maintenance issue, a majority of the Executive Board may authorize expenditures without prior approval of the Board of Directors.

Section 7. 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.

- A. The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Local League as it may deem proper, provided such rules and regulations do not conflict with this Constitution.
- B. 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 the Local League in accordance with the procedure set forth in Article II, Section 3 (a, b).

Article V – 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 or school enrollment, and age eligibility before the player may be accepted for tryouts and selection.
 - a. Complete the required background checks per Little League Regulation I (b) and I (c) 8 & 9; or delegate this responsibility to the league's Safety Officer, or other designated Board member

Section 3. Senior Vice-President - responsibilities should include the following:

- A. In the absence of the President or in the event of his/her inability or refusal to act, The Senior Vice-President shall perform the duties of President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President.
- B. Be responsible for registration of senior players and verifying the ages of the players.
- C. In conjunction with the Senior Player Agent, conducting the Senior League draft.

Section 4. Vice-President - responsibilities should include the following:

- A. Registration of Little League players and verifying the ages of the players.
- B. Assigning tryout numbers and facilitating tryouts with the Player Agent.
- C. In conjunction with the Player Agent, conducting the Little League drafts.
- D. Serving as a member of all committees.

Section 5. Senior Major League Director - responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Senior Major League division and its field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.
- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Senior Vice-President or in the event of his/her inability or refusal to act, The Senior Major league director shall perform the duties of The Senior Vice President.

Section 6. Junior League Director - responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Junior League division and its field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.
- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Senior Major League director or in the event of his/her inability or refusal to act, The Junior league director shall perform the duties of The Senior Major league director.

Section 7. Intermediate League Director(50/70): responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Senior Major League division and its field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.

- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Junior league director or in the event of his/her inability or refusal to act, The Intermediate league director shall perform the duties of The Junior director.

Section 8. Major League Director: responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Major League division and its field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.
- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Vice-President or in the event of his/her inability or refusal to act, The Major league director shall perform the duties of The Vice-President.

Section 9. AAA League Director(Minor): responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Minor League division and its field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.
- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Major league director or in the event of his/her inability or refusal to act, The Minor league director shall perform the duties of The Major league director.

Section 10. A League Director(PW): responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Pee-Wee League division and its field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.
- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Minor league director or in the event of his/her inability or refusal to act, The Pee-Wee league director shall perform the duties of The Minor league director.

Section 11. Coach Pitch Director: responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Coach Pitch division and its field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.
- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Pee-Wee league director or in the event of his/her inability or refusal to act, The Coach Pitch director shall perform the duties of The Pee-Wee league director.

Section 12. Tee Ball Director: responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Tee Ball division and its field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.
- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Coach Pitch director or in the event of his/her inability or refusal to act, The Tee Ball director shall perform the duties of The Coach director.

Section 13. Instructional Tee Ball Director: responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Instructional Tee Ball division and assisting the Tee Ball director in maintaining the tee ball field.
- B. Communicating with and representing the needs of division teams and coaches.
- C. Coordinate with Player Agent on issues involving players, rosters, eligibility, or player replacement.
- D. Ensuring scores and pitch counts are being updated on the website.
- E. In conjunction with the appropriate board member, addressing any in-season issues as they arise (rosters, local rules, conduct of fans and players, umpiring, parent complaints, etc)
- F. In the absence of the Tee Ball director or in the event of his/her inability or refusal to act, The Instructional Tee Ball director shall perform the duties of The Tee Ball director.

Section 14. Challenger League Director: responsibilities should include the following:

- A. Managing, organizing and supervising all operations of the Challenger division.
- B. Coordinating with the Major Director and other directors, as necessary, to manage the Challenger Buddy program for Challenger League games.

Section 15. Treasurer: responsibilities should include the following:

- 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. Receiving all moneys and securities, and depositing the same in a depository approved by the Board of Directors.
- C. Keeping records for the receipt and disbursement of all moneys and securities of the Local League, including the Auxiliary, 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.
- D. Preparing an annual budget, under the direction of the President, for submission to the Board of Directors at the annual meeting.
- E. Preparing an annual financial report, under the direction of the President, for submission to the Members and Board of Directors at the Annual Meeting, and to Little League International.
- F. Receiving all postage and disbursing to appropriate Members.

Section 16. Secretary: responsibilities should include the following:

- A. Recording the activities of the Local League and maintaining appropriate files, mailing lists and necessary records.
- B. Performing such duties as 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. Maintaining a list of all regular, sustaining and honorary Members, Directors and committee members and giving notice of all meetings of Local League, the Board of Directors and Committees.
- D. Keeping the minutes of the meeting of the Members, the Board of Directors and the Executive committee, and causing them to be recorded in a book kept for that purpose.
- E. Conducting 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.

Section 17. Coaching Coordinator: responsibilities should include the following:

- A. Representing coaches/managers in the league.
- B. Presenting a coach/manager training budget to the board.
- C. Gaining the support and funds necessary to implement a league- wide training program.
- D. Ordering and distributing training materials to players, coaches and managers.
- E. Coordinating mini-clinics as necessary.
- F. Serving as the contact person for Little League International.

Section 18. Purchasing Director: responsibilities should include the following:

- A. Maintaining accurate and up-to-date baseball equipment and uniform inventories and records.
- B. Presenting bids for uniforms and equipment, three when possible, to the Board of Directors for approval.
- C. Providing the Board of Directors with recommendations for purchases of new and replacement equipment and uniforms.
- D. Ordering, receiving and distributing Board of Director approved uniforms and equipment.
- E. Ensuring baseball equipment is issued only to authorized users and is returned to stock at the end of each season.

- F. Inspect all equipment at the start and completion of each season to ensure compliance with Little League International equipment requirements and remove equipment from inventory that is damaged or does not comply with regulations.
- G. Adhering to League purchasing rules and providing the Treasurer with details of all purchases.

Section 19. Booster Director: responsibilities should include the following:

- A. Supervising and controlling all business and affairs associated with Opening Day and closing ceremonies..
- B. Organizing and implementing fundraising activities.
- C. Planning and overseeing League pictures.

Section 20. Sponsorship Director: responsibilities should include the following:

- A. Soliciting and securing local sponsorships to support league operations.
- B. Collecting and reviewing team and All-star sponsorship.
- C. In conjunction with the Purchasing Director, ensuring appropriate sponsors are correctly listed on the uniform jerseys.
- D. Maintaining records of money secured through sponsorship initiatives.
- E. Coordinating purchase and installation of sponsor banners.

Section 21. Fall Ball Co-Directors (2): responsibilities should include the following:

- A. Supervising and controlling all business and affairs for the Fall Ball program.
- B. Furnishing financial statements to the Board of Directors at all appropriate board meetings.
- C. (The Fall Ball Co-Directors are elected during the semi-annual Members meeting and the term will be until the next semi-annual Members meeting following spring registration.)

Section 22. SR Maintenance Director: responsibilities should include the following:

- A. Ensuring each field is in good playing condition, prior to the start and throughout the season, on all fields that pertain to Little League or Senior League play.
- B. Ensuring concession areas and all parts of the Dads Club facilities under Little League and Senior League jurisdiction are prepared for season and maintained throughout.
- C. Assisting the maintenance directors during regular season activities, as well as any other activities as may be assigned by the President or by the Board of Directors.

Section 23. League Maintenance Directors (3): responsibilities should include the following:

- A. Ensuring each field is in good playing condition, prior to the start and throughout the season, on all fields that pertain to Little League or Senior League play.
- B. Ensuring concession areas and all parts of the Dads Club facilities under Little League and Senior League jurisdiction are prepared for season and maintained throughout.
- C. In conjunction with the Sponsor Director, ensuring all sponsor banners are installed.

Section 24. Safety Director- responsibilities should include the following:

- A. Creating awareness, through education and information, of the opportunities to provide a safer environment for participants.
- B. Implementing and spreading awareness of League safety procedures including but not limited to, injuries, weather decisions, lost or found children, etc.
- C. Ensuring all Board members have League required safety training/courses completed.
- D. Completing and verifying background checks for all required members and keeping an “Approved volunteers list” current and available to the Board of Directors.
- E. Facilitating insurance claims.

Section 25. League Information Director: responsibilities should include the following:

- A. Managing the league’s official website and social media accounts.
- B. Setting up online registration and ensuring all players, managers and coaches data is uploaded to the Little League Data Center.
- C. Assigning online administrative rights as required.
- D. Ensuring that league news and scores are updated online on a regular basis.
- E. Keeping members informed of weather decisions.

Section 26. Senior Player Agent: responsibilities should include the following:

- A. Protecting the interest of players in the Junior, Senior and 50/70 divisions.
- B. Recording all player transactions and maintaining an accurate and up-to-date record thereof for the Junior, Senior and 50/70 divisions.
- C. In conjunction with the Sr Vice-President, conducting the tryouts, the player draft and all other player transactions or selections meetings for the Junior, Senior and 50/70 divisions.
- D. Creating and maintaining a waiting list of eligible players to fill roster spots after the completion of the draft for Junior, Senior and 50/70 divisions.
- E. Creating and maintaining a replacement player list of eligible players to fill in as needed for teams that do not have the minimum number of players to play on their game date and time for the Junior, Senior and 50/70 divisions.
- F. Preparation for the President's signature and submission to little League International, team rosters. including players claimed, and the tournament team eligibility affidavit for ITB, Tee Ball, Coach Pitch, Pee Wee, Minor and Major division.
- G. Notify Little League International of any subsequent player replacements or trades.
- H. Coordinating and tabulating the balloting for All Stars in accordance with league procedure for Junior, Senior and 50/70 divisions.

Section 27. Player Agent: responsibilities should include the following:

- A. Protecting the interest of players in the ITB, Tee Ball, Coach Pitch, Pee Wee, Minor and Major divisions.
- B. Recording all player transactions and maintaining an accurate and up-to-date record thereof for the ITB, Tee Ball, Coach Pitch, Pee Wee, Minor and Major divisions.
- C. In conjunction with the Vice-President, conducting the tryouts, the player draft and all other player transactions or selections meetings for ITB, Tee Ball, Coach Pitch, Pee Wee, Minor and Major division.
- D. Creating and maintaining a waiting list of eligible players to fill roster spots after the completion of the draft for ITB, Tee Ball, Coach Pitch, Pee Wee, Minor and Major division.
- E. Creating and maintaining a replacement player list of eligible players to fill in as needed for teams that do not have the minimum number of players to play on their game date and time for ITB, Tee Ball, Coach Pitch, Pee Wee, Minor and Major division.
- F. Preparation for the President's signature and submission to little League International, team rosters. including players claimed, and the tournament team eligibility affidavit for ITB, Tee Ball, Coach Pitch, Pee Wee, Minor and Major division.
- G. Notify Little League International of any subsequent player replacements or trades.
- H. Coordinating and tabulating the balloting for All Stars in accordance with league procedure for the Pee Wee, Minor and Major division.

Section 28. League Scheduler: responsibilities should include the following:

- A. Creating the playing schedule, in accordance with league guidelines, for all league divisions to insure the maximum number of games possible at each level.
- B. Re-scheduling rainouts and make up games in accordance with league guidelines.
- C. Chair the Scheduling committee
- D. Coordinate all Field rental activities for the corporation
 - i. Managing facility utilization for approved non-Pearland Little League activities on the Dad's Club property that occur in the defined off-seasons for the League.

Section 29. All committees are subject to approval by the Board of Directors

Section 30. All Members of the Board of Directors shall receive a current copy of the Constitution at the first regularly scheduled meeting of the newly elected Board.

ARTICLE VI Committees

Section 1. Executive Board. The executive board shall consist of the President, Senior Vice-President, Vice-President, Treasurer, Senior Player Agent, Player Agent, Secretary, and Scheduler

- A. 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

- B.** 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.

Section 2. Rules committee. Each year, at the first regular meeting of the newly elected Board of Directors, a Rules Committee shall be formed. The Rules Committee will examine the Little League rules and recommend additions, deletions, and/or modifications for the upcoming season. It is the Board of Directors' final decision to accept or deny any new rules or to modify any existing rules. The Board of Directors must uphold Little League rules as described in the Little League Operating Manual unless it receives a waiver of a rule from Little League. The Rules Committee must meet as much as needed to have the new rule recommendations and existing rule modifications presented to the Board of Directors at the first meeting in November. These changes must be sent for approval with the Little League Charter as per the Little League Operating Manual. The Little League Player Agent shall chair the Rules Committee. Minutes of all Rules Committee meetings must be taken and be available to the Board upon request. The Rules Committee will be made up of 11 members. The members will consist of the Little League Player Agent, the Safety Director, Coaching Coordinator and a Manager or Coach of Record from the previous season in each division. There shall not be more than one Manager from each division on the committee unless one of the Managers holds one of the above-mentioned board positions. In the event a division is not represented the current League Director will fill that position.

Section 3. Scheduling committee. The Board of Directors may appoint a scheduling committee consisting of at least 3 directors and 2 regular Members. The Scheduler, Sr-Vice-president, and Vice-President are to be appointed to this committee, the Scheduler will chair the committee. The objective of this group is to propose the calendar of dates for all league activities for approval by the board of directors. Review the schedule creation process and guidelines and propose changes for approval to the board of directors. Review all schedules (spring and fall) created by the scheduler prior to submission to the executive board and president for approval.

Section 4. Auditing Committee. The Board of Directors may appoint an Auditing Committee consisting of three (3) Directors. The President, Treasurer or signatories of checks are not eligible, nor are any relatives or associated deemed close to the aforementioned parties. The Committee will review the Local League's 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; or may, if directed by the Board of Directors or Membership, secure the services of a Certified Public Accountant to accomplish such review.

ARTICLE VII CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1. The Board of Directors may authorize any Officer or Officers, Agent or Agents, to contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances, except that prior approval of a majority of the Members present at a regular meeting or a special meeting called in accordance with Article III must be obtained before making capital expenditures that cannot be paid for in the current term of office of the Board of Directors or before entering into any contract or agreement for personal services, other than legal services, for a period of more than one month or an amount of One Hundred Dollars.

Section 2. All checks, drafts, or order for payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation shall be signed by such Officer or Officers, Agent or Agents of the Corporation and from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and co-signed by the President or one of the Vice-Presidents of the Corporation. No two signatures on corporate accounts shall be of the same domicile.

Section 3. Any monies received by Pearland Little League shall be counted, wrapped, and made deposit ready, with two current Board Members present. All tally sheets, money wraps, and deposit slips shall be initialed by both Board Members and deposited at **Frost bank**.

Section 4. On behalf of the Corporation, the Board of Directors may accept any contribution, gift, bequest or devise for the general purpose or special purpose of the corporation.

Section 5. 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 Corporation, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the Corporation.

Section 6. 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 Corporate treasury.

Section 7. 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 as defined in Section 2 of this Article.

Section 8. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of September and end on the last day of August of each year.

Section 10. 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 11. Financial Transparency. No Board member authorized to disburse funds may be the spouse or family relative of the League President or Treasurer, or have direct access to league funds without the written permission of the chairman of the league's Audit Committee. The use of a league credit or debit card is permitted, given that the card is returned to the League President, Treasurer, or Chairman of the Audit Committee with receipt for all purchases made within three (3) days of the purchase date.

Section 12. Authority: The Board of Directors shall decide all matters pertaining to the finances of the Local League and it shall place all income including Auxiliary funds, 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.

ARTICLE VIII BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Members, Board of Directors, and committees having any of the authority of the Board of Directors, and shall keep at the registered principal office a record, giving the names and addresses of the Members entitled to vote. All books and records of the Corporation may be inspected by any Member, or his or her agent or attorney for any proper purpose at any reasonable time. The membership records shall be produced and made available for inspection by any Member at any meeting of the membership.

ARTICLE IX AFFILIATION

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, ground 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, ground 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 VII for fiscal year of this league.)

**ARTICLE X
SEAL**

The Board of Directors shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the corporation and the words "Pearland, Texas".

**ARTICLE XI
WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act of Texas, or under the provisions of the Article on Incorporation of this Constitution of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed the equivalent to the giving of such notice.

**ARTICLE XII
DISPOSAL OF ASSETS 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 XIII
AMENDMENTS TO CONSTITUTION**

This Constitution may be amended, repealed or altered in whole or in part by a majority vote at two consecutive, 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 and each approved amendment will be listed with the reading date.

Constitution approved by the Membership on _____

Presidents Name (print) _____

Presidents Signature _____ Date _____

Little League ID No. _____