

**TANEYTOWN LIONS BASEBALL
CONSTITUTION & BY-LAWS**

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TANEYTOWN LIONS BASEBALL

CONSTITUTION & BY-LAWS

ARTICLE I- Name and Objective

The organization shall be known as the Taneytown Lions Baseball, hereinafter shall be referred to as “TLB” or “Local League”.

Objective

Section 1 – Statement

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 – Program

To achieve this objective the Local League will provide a supervised competitive baseball program. All directors, commissioners, and members shall bear in mind that the attainment of exceptional athletic skill or the winning of the game is secondary, and the molding of future citizens is of prime importance.

Section 3 – Non-Profit

The Local League shall operate strictly as a non-profit educational organization under federal internal revenue code 501c(3). No part of the net earnings shall inure to the benefit of any private shareholder or individual; no substantial part of the activities or which is carrying propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign of any candidate for public office.

ARTICLE II – – BOARD OF DIRECTORS

Section 1 – Board and Number

The management of the property and the affairs of the Local League shall be vested in the Board of Directors. The number of Directors shall not be less than five (5) and no more than nine (9). The Directors shall continue in the office until their successors have been duly elected and qualified.

Section 2 – Required Directors

The Board of Directors shall include, but not limited to, a President, Administrative Vice President, Operational Vice President, Treasurer, Secretary, Fundraising Coordinator, Player Agent, and Coaching Agent.

Section 3 – Qualification for Board of Directors

- A. Members shall be eligible for nomination for the office of President, Vice President, or Treasurer after having served previously as a director or commissioner for at least one (1) complete term within the previous three (3) years.

- B. A director shall not reside at the same address as another director, nor shall they be married or share a common guardianship of a child or children in the program.

Section 4 – Commissioners

At their discretion, the Board shall appoint Commissioners to oversee various aspects of the league, which shall be assigned to a hierarchy chart submitted in conjunction to these bylaws when a Commissioner position is created. Commissioner positions shall include, but not limited to:

A. T-Ball Commissioner

Oversees the T-Ball program, including t-ball field(s) maintenance, practice and game schedules, t-ball equipment requests, and the other aspects for the success of the program. In the absence of a T-Ball Commissioner, these duties shall be the responsibility of the Operational Vice President.

B. Cal Ripken Commissioner

Oversees the divisions designated under the Cal Ripken League charter, generally for youth ages 6 – 12 years old. This shall include, but not limited to, field(s) maintenance, practice and game schedules, equipment requests, tournament and travel teams, and the other aspects for the success of the program. In the absence of a Cal Ripken Commissioner, these duties shall be the responsibility of the Operational Vice President.

C. Babe Ruth Commissioner

Oversees the divisions designated under the Babe Ruth League charter, generally for youth ages 13 – 17 years old. This shall include, but not limited to, field(s) maintenance, practice and game schedules, equipment requests, tournament and travel teams, and the other aspects for the success of the program. In the absence of a Babe Ruth Commissioner, these duties shall be the responsibility of the Operational Vice President.

D. Travel Commissioner

Oversees the travel and tournament teams selected to represent the organization. This shall include, but not limited to, coordination with Player and Coaching Agents for try-outs and coach assignments, tournament registration, and travel schedule, and the other aspects for the success of the program. In lieu of a Travel Commissioner, the travel and tournament teams shall be the responsibility of the Commissioner of their respective division.

E. Registration and Uniforms Commissioner

Coordinates the opening and closing of registrations, including online and in-person registration events. Presents uniform designs to the board for approval, and procures all uniform elements ensuring accuracy from the vendor; distributes uniform elements to the coaches or division commissioners. Coordinates the purchase of awards on direction of the Board including, but not limited to, trophies, t-shirts, medals, plaques, etc. In the absence of a Registration and Uniforms Commissioner, these duties shall be the responsibility of the Secretary.

F. Concessions Commissioner

Oversees the snack shack and related projects, including the menu, inventory, staffing, and financials. In the absence of a Concessions Commissioner, these duties shall be the responsibility of the Fundraising Coordinator.

G. Equipment and Field Commissioner

Ensures the integrity and distribution of league equipment to division commissioners. Shall maintain an accurate inventory and recommend replacement as required to the Board. Shall coordinate the maintenance of the playing fields with division commissioners and coaches, including all field equipment. Shall schedule and organize regular field maintenance days for large projects and improvements and recommend projects to the Board for the benefit of the fields. In the absence of an Equipment and Field Commissioner, these duties shall be the responsibility of the Operational Vice President.

ARTICLE III – Membership

Section 1 – Eligibility

Any person sincerely interested in active participation to affect the objective and accepts the Code of Conduct (Board Regulation CC) of this Local League may become a member.

Section 2 – Member Classes

A. Player Member

Any player candidate shall be eligible to compete for participation but shall have no rights, duties, or obligation in the management or in the property of the Local League.

B. Regular Member

Parents/Guardians of Player Members are considered a Regular Member and may attend Local League meetings and may provide input to the Board of Directors at Local League meetings. Other persons, not parent/guardian or player, actively interested in furthering the objective of the Local League may request membership in writing to the Board of Directors, which shall approve or deny other persons Regular Membership.

As used hereinafter, the word “MEMBER” shall mean a regular member unless otherwise stated.

Section 3 – Termination or Suspension

A. Resignation

Any member reserves the right to terminate membership through written resignation to the Board of Directors.

B. Board Action

The Board of Directors, by a supermajority (at least 2/3) vote, of those qualifying for voting, at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any member of any class when the conduct of such person is considered detrimental to the best interest of the Local League. The member involved shall be notified of such meeting,

informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

The Board of Directors, in the case of a player member, gives notice to the manager of the team of which the player is a member. Said manager shall appear, in the capacity of an advisor, with the player and parents before the Board of Directors, which shall have full power to suspend or revoke such player's rights to future participation with the Local League.

C. Appeals

Appeals to Board of Directors decisions on suspension or termination must be received in writing within fifteen (15) calendar days of the rendered decision. The Board of Directors shall have no more than thirty (30) calendar days to review the written appeal and schedule a meeting with the appellant. Said meeting shall be held within a reasonable amount of time, but no more than forty-five (45) days after the Board of Directors has received the written appeal.

D. Absenteeism

The Board of Directors may remove a director or commissioner from their position if said director or commissioner fails to attend three (3) consecutive or a total of five (5) board meetings without providing a justifiable reason in advance for the absence. Such action must be approved by a supermajority (at least 2/3) vote of the remaining directors.

Attendance for a meeting shall be defined as physical presence for at least one half of the meeting in question. Proxy attendance by telephone or other non-present means shall permit the board member to participate in discussion and cast a vote but shall not qualify as being in attendance.

ARTICLE IV – Meetings

Section 1 – Monthly Meetings

Dates for the monthly meetings of the Board of Directors and members of the Local League shall be posted on the website for each month for the purpose of receiving reports and for the transaction of such business as may properly come to the Board of Directors before the meeting.

Section 2 – Notice of Meetings

Notice of each meeting of the Board of Directors and members shall be provided setting forth location, time and purpose for the meeting. The dates, times and location for the meetings will be posted on the website for all members to view.

Section 3 – Special Meetings

Special meetings of the Board of Directors may be called by any member of the Board of Directors. Upon the written request of said Board of Directors member, the President shall call a special meeting to consider a specific subject. No business other than that specified in the written request shall be transacted at any special meeting of the Board of Directors.

Section 4 – Closed Meetings

At the direction of the President, and approval by a simple majority of the Board, the Board of Directors may convene in a closed session for the sole purpose of discussing topics where the confidentiality of youth players is considered a priority. A notice of a closed meeting must be posted within a reasonable time prior to the meeting taking place unless the closed meeting is called during a monthly meeting as a consequence of open discussion. Members and Commissioners shall not be present in a closed meeting unless directly associated with the topic and approved by the President. Only the topic or topics noted at the closing of the meeting shall be discussed. A summary of the closed meeting must be read aloud at the next open meeting along with the results of any votes, with redactions as appropriate.

Section 5 – Voting

Any member who has attended 50% of schedule meetings since board installation shall be entitled to vote for board elections and amendments to these bylaws.

Section 6 – Records

The Secretary shall keep a written record of all meetings and actions of the Board of Directors in the minutes book. These minutes shall be read and approved at the next regular meeting. The treasurer shall provide a financial report at the monthly meetings and be approved by the Board of Directors.

Section 7 – Quorum

A quorum of at least half of the Board of Directors shall be required to conduct business. The President, or presiding officer in the President's absence, shall affirm the presence of a quorum when calling the meeting to order and taking the roll call. In the absence of a quorum, the President shall call the meeting to order and immediately declare adjournment due to the absence of a quorum. Any business conducted in the absence of a quorum is null and void.

The Board of Directors, at their discretion, may appoint up to two (2) commissioners to serve as Directors-at-large for the purpose of attaining a quorum at future meetings. Appointment(s) shall be made at the same meeting that the commissioners are selected. Directors-at-large shall exercise the same voting authority as a director when acting in a director-at-large capacity.

Section 8 – Rules of Order

Roberts Rules of Order, 11th Edition (or the most current edition) shall govern the proceedings of all Local League meetings, unless otherwise addressed in these bylaws.

ARTICLE V Elections

Section 1 – Election and Term

At the October monthly meeting, members who have attended a minimum of 50% of Local League meetings since the previous year's Board of Directors election shall elect the Board of Directors for the ensuing year, one Director for each of the positions prescribed in Article II of these bylaws. All elections of Directors shall be by majority vote of qualifying members of the Local League, except in

the case of a vacancy as outlined in Article VI. The Directors shall be elected for a one-year term. All Directors elected shall assume their respective duties on November 1st.

Section 2 – Absentee Voting

Absentee ballots shall be made available to eligible voters at least seven days prior to the election. Completed absentee ballots must be given to the Secretary in a sealed envelope, which shall remain sealed until they are counted with all other votes at the time of election.

Section 3 – Board Changes

The addition of Board of Directors positions may occur at the discretion of the Board of Directors, within the limits prescribed by the foregoing Section 1. Additional Directors must be elected by a majority vote of qualifying members and shall take office immediately upon election.

ARTICLE VI - Vacancies

- A. If any vacancy occurs within the Board of Directors, by the death, resignation, or otherwise, it may be filled by nomination by the President subject to approval by a majority vote of the remaining Directors at any meeting of the Local League. In any such vacancy, the Board of Directors may vote to eliminate the position or leave it vacated.
- B. In the case of a vacancy of the President, the Administrative Vice President shall be named the Acting-President until a vote by the membership to elect a new President.
- C. Directors elected to fill a vacancy shall serve for the remainder of the term that was vacated.

ARTICLE VII - Committees

- A. The President and the Board of Directors shall appoint all committees unless otherwise ordered. The report of the committee shall be in writing and signed by a majority when deemed necessary by the President.
- B. The first member appointed to a committee shall be the Chairperson. The chairperson of the committee shall notify the members of the committee of their appointment and the time and place of meetings and shall report at such meetings until discharged.

ARTICLE VIII – Officers, Duties and Powers

- A. The Board of Directors shall have the power to appoint such standing committees as it shall determine and to delegate such powers to them as the Board of Directors 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 the Local League as it may deem proper. The Board shall have the power by a supermajority (at least 2/3) vote of qualifying Board members to discipline, suspend, or remove any director, officer or committee of the Local League in accordance with the procedure set forth in Article III Section 3(b)

ARTICLE IX – Duties of the President, shall

- A. Conduct the affairs of the Local League and execute the policies and regulations established by the Board of Directors

- B. Present a report of the condition of the Local League at monthly meetings
- C. Be sure the charter application or continuation form is submitted to Babe Ruth Headquarters.
- D. 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
- E. Be responsible for the conduct of the Local League in strict conformity to the rules and regulations of the City of Taneytown all Local League affiliations/charters
- F. Investigate complaints, irregularities and conditions detrimental to the Local League and report such to the Board of Directors
- G. Introduce an annual budget for approval by voting members.
- H. Preside over meetings of the Board of Directors and shall have no vote except in the case of a tie.

ARTICLE X – Duties of the Administrative Vice President, shall

- A. Conduct the affairs of the Local League and execute the policies and regulations established by the Board of Directors
- B. Presides in the absence of the President and carries out such duties and assignments as may be delegated by the President.
- C. It shall be the responsibility of the Vice-Presidents to keep records and authorize purchase of supplies and items necessary to continue league business not to exceed a budgeted emergency fund.
- D. Be responsible for obtaining proper accident and liability insurance coverage for the protection of the league players and volunteers. Completes insurance applications.
- E. Coordinate an annual audit of all organization financials.
- F. Assist in the preparation of an annual budget.

ARTICLE XI – Duties of the Operational Vice President, shall

- A. Conduct the affairs of the Local League and execute the policies and regulations established by the Board of Directors
- B. Oversee the operational affairs of the Local League, including the performance and duties of the Player Agent and Coaching Agent
- C. Direct the maintenance and repairs to facilities used by the Local League, and coordinate such with the owner of such facilities
- D. Determine league priorities for capital projects, and present justification and cost estimates to the board for consideration
- E. Have purchasing authority to carry out budgeted purchases as they relate to facility maintenance and supplies, including (but not limited to) league and team equipment, materials, and other facilities.

ARTICLE XII – Duties of the Treasurer, shall

- A. Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the Office of Treasurer or as 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 or the Local League and approve all payments from allotted funds and draw checks thereof
- D. Prepare a monthly report for presentation at the monthly Local League meeting
- E. Assist in the preparation of an annual budget.

ARTICLE XIII – Duties of the Secretary, shall

- A. Be responsible for recording minutes of all Local League meetings and activities of the Local League and maintain appropriate files, mailing lists and necessary records
- B. Maintain a list of regular members, Directors, committee members and give notice of all meetings of the Local League using local media and email
- C. Maintain attendance for regular members and Directors
- D. 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
- E. Post all reports including treasure reports, auditor reports, budget, minutes and any other documents or reports deemed necessary by the Board of Directors on the website.

ARTICLE XIV – Duties of the Fundraising Coordinator, shall

- A. Coordinate effective fundraising events to sustain financial and fiscal matters
- B. Coordinate the contact and collection of Local League sponsors
- C. Organize picture day.
- D. Communicates to all members when fundraisers are taking place via, e-mail, letters or any other form of communication available.

ARTICLE XV – Duties of the Player Agent, shall

- A. Schedule and coordinate tryouts and drafts.
- B. Communicate with parents/ guardians and players.
- C. Advocate to the Board on behalf of players.
- D. Mediate conflicts involving players, in cooperation with other Board members and/ or Commissioners.

ARTICLE XVI – Duties of the Coaching Agent, shall

- A. Recruit and nominate members for coaching positions.
- B. Coordinate background and licensing procedures, ensuring full compliance with Division rules.
- C. Conduct coach training sessions as appropriate.
- D. Advocate to the Board on behalf of coaches.
- E. Mediate conflicts involving coaches, in cooperation with other Board members and/ or Commissioners.

ARTICLE XVII – Managers and Duties

Manager/Coach shall be nominated by the Coaching Agent and elected or appointed by the Board of Directors. Manager/coach shall coordinate and operate all activities of their assigned team, actively participate in the operation of the Local League, promote a positive attitude within the team and Local League and comply with Board Regulation TM – Team Management.

ARTICLE XVIII – Financial and Accounting

Section 1 – Finances

The Board of Directors shall decide all finances of the Local League and it shall place all income in the care of a federally insured financial institution, directing the expenditure of same in such manner as will give no individual or team advantage over those in competition with such individual or team. The Board of Directors shall maintain one account for general Local League funds and may maintain additional accounts by approval of the voting members for auxiliary funds including, but not limited to, concessions and tournaments.

Section 2 – Parity

The Board of Directors shall not permit the contribution of funds or property to individual teams but shall solicit some for the common treasurer of the Local League, thereby discourage favoritism among teams and to endeavor to equalize the benefits of the Local League.

At the discretion of the Board of Directors, tournament teams may be permitted to seek funding for the purpose of participating in additional tournaments outside of the funding provided by the league. These funds must be submitted to the league with supporting paperwork and all tournament fees shall be approved and paid with these funds by the treasurer.

Section 3 – Compensation

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

Section 4 – Money Handling

All monies received shall be deposited to the credit of the Local League and all disbursement shall be made by check or debit card issued by a bank that draws from the same account as a check. All checks shall be signed by the Treasurer or the President.

Section 5 – Fiscal Year

The fiscal year of the Local League shall begin on the first day of November and shall end on the last day of October

Section 6 – Dissolution

Upon dissolution of the Local League and after all outstanding debts and claims have been satisfied, the Directors shall distribute the property of the Local League to such other organization or organizations maintaining an objective similar to that set forth herein.

ARTICLE XIX – Amendments

This Constitution and Bylaws may be amended, repealed or altered in whole or in part by a majority vote of qualifying members, but may only occur annually at the December regular meeting.

Section 1 – Introduction of Amendments

Amendments shall be introduced at the November regular meeting. Any member submitting a bylaw change must be submitted in writing to a member of the Board of Directors, who shall then request of the President that the subject be included in the agenda of the November meeting.

Section 2 – Approval of Amendments

The approval vote for amendments shall take place during the December regular meeting, but no less than fifteen (15) and no more than forty-five (45) days from the introduction of the amendments. A draft of the proposed amended bylaws must be posted at least seven (7) days prior to the voting meeting. A public hearing shall be held during the voting meeting prior to the vote on all amendments. The Board of Directors shall have the option to put forward all proposed amendments as one vote or consider each proposed amendment individually. The vote will be (YES or NO) printed clearly with the changes to the bylaw on the ballot.

Amended bylaws shall be available for all members by the January meeting of each year, with the previous year's changes.

BALLOT

For member consideration on December 1, 2019

ON THE MATTER TO AMEND the bylaws of the Taneytown Lions Baseball organization, please select YES or NO to the follow proposed amendments:

AMENDMENT 1: Article V – Elections

ADD Section 2: Absentee Voting

_____ **YES** _____ **NO**

AMENDMENT 2: Article XIX – Amendment

REVISE Introduction paragraph

ADD Section 1: Introduction of Amendments

ADD Section 2: Approval of Amendments

REVISE Amended bylaw availability time

_____ **YES** _____ **NO**

Background and compliance:

In compliance with the organization bylaws, last revised and adopted on October 13, 2019, the presented amendments were introduced on Sunday, November 3, 2019.

The vote to amend the organization bylaws is scheduled for Sunday, December 1, 2019, a period of 29 days, pursuant to Article XIX being greater than 15 days and less than 45 days from introduction. The proposed bylaws were posted prior to Sunday, November 24, 2019, pursuant to Article XIX requiring posting at least seven days in advance of the vote.