



October 2, 2012

Paradise Little League 405 47 09

Dennis Dorville
4528 Casa Sierra Way
Paradise, CA. 95969

We are pleased to inform you that the proposed Constitution of **Paradise Little League** has been found to be in basic agreement with Little League Baseball and Softball Rules and Regulations.

The proposed Constitution indicates that the document was presented to the league membership on, **September 30, 2012**. We remind you that Little League International and the General Membership, not the Board of Directors, must approve proposed amendments to this document.

We respectfully suggest that copies of this document be made available to any regular member upon request. Reference to this document should be included in the notice to members of the annual meeting for reports, election of Board Members, and any special membership meetings which may be scheduled.

Thank you for submitting this copy of the League's Constitution for our review. This copy of the League's Constitution, including approved changes, will be placed in the league's permanent file at the Regional Center. As always, if we can help with any league problem at any time, please let us know.

Best regards to the Board of Directors and Membership of your league for a safe and successful 2012 season.

Sincerely,

Dave Bonham
Western Region Assistant Director

cc: Bruce Barnett, CA 47 District Administrator

405-47-09

**LITTLE LEAGUE CONSTITUTION AND BY-LAWS
OF PARADISE LITTLE LEAGUE**

APPROVED

ARTICLE I -- NAME

This organization shall be known as the Paradise Little League, hereinafter referred to as the "PLL."

ARTICLE II -- OBJECTIVES

Section One. The objective of this league is to implant in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority, in order that they may be better adjusted, stronger and happier children and will mature to become decent, healthy and trustworthy citizens.

Section Two. To achieve the objective of Section One, the PLL will provide a supervised program of youth baseball under the Rules and Regulations of Little League Baseball, Incorporated. All directors, officers and members shall remember that the molding of future citizens is the primary purpose of this organization and that the attainment of exceptional athletic skill and the winning of games are only secondary considerations. In accordance with Section 501(c) (3) of the U.S. Internal Revenue Code, the PLL shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball games. No part of the net earnings shall inure to the benefit of any private shareholder or individual. No substantial part of the activities of this organization shall involve the propagation of propaganda, the influencing of legislation, or intervention in political campaigns on behalf of any candidates for public office.

ARTICLE III -- MEMBERSHIP

Section One. Eligibility. Any person sincerely interested in actively participating in this organization to further the above objectives may apply to become a member.

Section Two. Classes of Membership. There shall be the following classes of membership:

- A. Player Members. Any player candidates who meet the requirements of Little League Regulation IV shall be eligible to compete for participation in the program. Player members shall have no rights, duties, or obligations in the management of the PLL or in ownership of its assets.
- B. Regular Members. Any adult person interested in furthering the objectives of the PLL may become a regular member upon election and payment of dues as hereinafter provided. Regular members shall be issued annually a card which is numbered sequentially. The secretary shall maintain the roll of membership for the purpose of establishing the voting membership.
Only regular members in good standing are eligible to vote at the meeting of the general membership. All officers, board members, committee members, managers, coaches, volunteer umpires and other elected or appointed officials *who have signed the ledger of general members* shall automatically have the status of active regular members. As used hereinafter, the word "member" shall mean "regular member" unless otherwise stated.

Section Three. Other Affiliations. Neither regular nor player members shall be required to affiliate with another organization in order to qualify as a member of the PLL. Regular members shall not be actively involved in the promotion or operation of any other baseball or softball program.

Section Four. Suspension or Termination. Membership may be terminated by resignation or by action of the board of directors as follows.

A. The board of directors, by a two-thirds vote of those present at any duly constituted meeting, shall have the authority to discipline, suspend, or terminate the membership of any member of any class when the conduct of such person is considered detrimental to the best interests either of the PLL or of Little League Baseball, Inc. The member involved shall be notified of such meeting, shall be informed of the general nature of the charges and shall be given an opportunity to appear at the meeting to answer such charges.

B. The board of directors shall, in the case of the player member, give notice to the manager of the team of which the player is a member. Said manager shall appear, in the capacity of an adviser, with the player before a duly appointed committee of the board of directors or the board of directors itself. The player's parents or guardians may also be present. The board of directors shall have the full power to suspend or revoke such player's rights to future participation by a two-thirds vote of the present at any duly constituted meeting for which a quorum is present.

ARTICLE IV – DUES

Dues for regular members may be fixed at such amount as the board of directors shall determine. Members who fail to pay their fixed dues within 30 days from the date of application for membership shall be dropped from the rolls and shall forfeit all rights privileges of membership. Dues for regular members are separate from the registration fees for player members as provided in Regulation XIIIc.

ARTICLE V – MEETINGS

Section One. General Meeting. A general membership meeting is any meeting of the membership of the PLL, including special meetings as provided below in Section 7. A minimum of one general meeting per year must be held.

Section Two. Notice of Meeting. Notice of each meeting of members shall be delivered personally or electronically or by mail to each member at the last recorded address at least 10 days in advance of the meeting. The notice shall set forth the place, time and purpose of the meeting. In lieu of this form of notice, an alternative mode of notice may be authorized by the members at a regularly convened meeting.

Section Three. Quorum. At any general meeting, a quorum shall consist of one fifth (20 percent) of the members. If a quorum is not present, no business may be transacted.

Section Four. Voting. Only regular members shall be entitled to make motions and vote at meetings of the general membership. However, the board of directors may invite, admit and recognize guests for the purpose of making presentations or comments during such meeting.

Section Five. Absentee Ballot. A regular member in good standing who cannot attend a meeting of the general membership at which board members will be elected may request and obtain an absentee ballot from the league secretary. The absentee ballot shall be properly completed, signed and returned in a

sealed envelope to the secretary prior to the election. The secretary shall present all absentee ballots to the election chairmen on the date of the meeting.

Section Six. Annual Meeting. The annual meeting of the members of the PLL shall be held at 7:00 p.m. on the second Monday of each September for the purpose of (1) electing new members, (2) electing a board of directors and members, (3) receiving reports, (4) reviewing the constitution, (5) appointing committees and (6) for the transaction of such business as may be properly considered at the meeting.

- A. The membership shall receive at the annual meeting a report, verified by the president and treasurer or by a majority of the directors, showing (1) the condition of the PLL, such report to be presented by the president or his designated representative, (2) a general summary of funds received and expended by the league during the previous year, the amount of funds currently possessed by the PLL, and the name of the financial institution at which such funds are maintained, (3) a listing of all real and personal property owned by the league, where located, and where and how invested, (4) for the year immediately preceding, the amount and nature of all property acquired, including date and manner of acquisition, the amount expended or appropriated to achieve such acquisition, and the purposes and persons to whom any payments or appropriations were made, (5) the names of persons who have been admitted to regular membership in the PLL during the past year. This report shall be filed with the records of the PLL, entered into the minutes of the annual meeting, and a copy forwarded to Little League headquarters.
- B. At the annual meeting, members shall determine the number of directors to be elected for the coming year and then shall proceed to elect such directors. No fewer than six directors shall be elected.
- C. After the board of directors is elected, the board shall meet to elect the officers. After the election, the board of directors shall assume the performance of its duties immediately. The term of directors shall continue until such time as successors are elected in accordance with this section.
- D. The officers of the league shall include, at minimum, the president, one or more vice-presidents, secretary, treasurer, one or more player agents and a safety officer. The board shall also include a minimum of one manager and one volunteer umpire. Only volunteer umpires may be elected to the board.

Section Seven. Special Meetings. The president, secretary and the board of directors shall have the discretion to call special meetings of the members. Upon written request from ten members, the president shall call a special meeting to consider a specific subject contained in such request. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the members. Any such specially requested meeting must be scheduled to take place not less than 14 days after the request is received by the president or secretary.

Section Eight. Rules of Order. Robert's Rules of Order shall govern the proceeding of all meetings, except when those rules conflict with the Constitution or By-Laws of the PLL.

ARTICLE VI – BOARD OF DIRECTORS

Section One. Election and Number. The management of the property and affairs of the PLL shall be vested in the board of directors.

Section Two. Number of Directors. The number of directors shall not be not less than five or more than twenty. The number of directors may be changed at any general or special meeting of the membership. If the number is increased, the additional directors may be elected at the meeting at which the increase is approved, or at any subsequent meeting of the general membership. All elections of additional directors shall be by the majority vote of all regular members present or represented by a properly executed and signed absentee ballot in accordance with the provisions of Article V.

Section Three. Vacancies. If any vacancy occurs in the board of directors, it may be filled by a majority vote of the remaining directors at any regular meeting or at any special meeting called for that purpose.

Section Four. Meetings, Notice and Quorum. Regular meetings of the board of directors shall be held immediately following the annual election and on such days thereafter as shall be determined by the board.

- A. The president or the secretary may call special meetings of the board when they deem it necessary. If five or more directors request in writing a special meeting, then the secretary shall be required to call such meeting.
- B. Notice of each meeting shall be given by the secretary to each director either (1) by mail at least three days before the time designated for the meeting to the last recorded address of each director, or (2) by telephone or personal notice or by electronic notice at least 24 hours prior to the time of the meeting. In the case of special meetings, such notice shall include the purpose of the meeting and only those matters named in the notice shall be considered at the special meeting.
- C. A quorum shall consist of one-half of the board membership. In the absence of a quorum, no business can be transacted.
- D. Only members of the board of directors may make motions and vote at meetings of the board of directors. However, the board may invite and recognize guests for the purpose of making presentations or comments during meetings of the board.

Section Five. Duties and Powers. The board of directors shall have the power to appoint such standing committees as it shall determine to be appropriate and to delegate such powers to those committees as the board shall deem advisable and which may properly delegate.

The board may adopt such rules and regulations for the conduct of its meetings and the management of the PLL as it may deem proper, provided such rules and regulations do not conflict with this Constitution.

The board shall have the power, by a two-thirds vote of those present at any regular or special meeting, to discipline, suspend or remove any director, officer or committee member of the PLL in accordance with the procedure set forth in Article III, Section 4 (a,b).

Section Six. Rules of Order. Robert's Rules of Order shall govern the proceedings of all meetings of the board of directors, except where same conflicts with this Constitution.

ARTICLE VII – DUITES AND POWERS OF THE BOARD

Section One. Appointments. The board of directors may appoint such other officers and 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 Two. President. The president shall:

- A. Conduct the affairs of the PLL and execute the policies established by the board of directors.
- B. Report on the condition of the PLL at the annual meeting of members.
- C. Communicate to the board such matters as are deemed appropriate and make recommendations to promote the welfare of the PLL.
- D. Be responsible for the conduct of the PLL in conformity with the policies, principles, rules and regulations of the Little League Baseball, Inc. and in accordance with the conditions of the charter issued by the International Headquarters.
- E. Designate in writing other officers, if necessary, who have the power to make and execute contracts and leases which have been approved by the board of directors.
- F. Investigate complaints and irregularities which are considered detrimental to the PLL, and report thereon to the board of directors.
- G. Prepare and submit an annual budget to the board of directors.
- H. With the assistance of the player agent, examine the application and supporting proof-of-age documents submitted by the player candidates in order to certify residence and age eligibility before the player may be accepted for tryouts and selection.

Section Three. Vice-President. In case the president is absent or disabled, the vice-president shall, if so authorized by the president or board of directors, perform the duties of the president. When so acting, the vice-president shall have all of the powers of that office and shall have such other duties as may be designated by the board of directors or by the president.

Section Four. Secretary. The secretary shall:

- A. Be responsible for recording the activities of the PLL and for maintaining appropriate files, mailing lists and necessary records.
- B. Perform such duties as are customarily incident to the office of secretary and such additional duties as are designated by the board of directors.
- C. Maintain a list of all regular members, directors and committee members and give notice of all meetings of the PLL, the board of directors and committees.
- D. Issue membership cards to regular members.
- E. Keep the minutes of the meetings of the members, the board of directors and cause them to be recorded in a book to be kept for that purpose.
- F. Conduct all correspondence not otherwise specifically designated in connection with the aforementioned meetings.
- G. Carry out orders, votes and resolutions not otherwise committed to another officer.
- H. Notify members, directors, officers and committee members of the appointments.

Section Five. Treasurer. The treasurer shall:

- A. Perform such duties customarily incident to the office of treasurer and such additional duties as are designated by the board of directors.
- B. Receive all monies and securities on behalf of the PLL, and deposit same in a depository approved by the board of directors.
- C. Keep records for the receipt and disbursement of all monies and securities of the PLL, including auxiliary if any, approve all payments from allotted funds, and draw checks in accordance with the policies and budget approved by the board of directors. All disbursements by check must have dual signatures.

- D. Prepare an annual budget, under direction of the president, for submission to the board of directors at its annual meeting.
- E. Prepare an annual financial statement, under direction of the president, for submission to the general membership at their annual meeting. A copy shall also be sent to Little League Headquarters.

Section Six. Player Agent. The Player Agent shall:

- A. Record and maintain proper record of all player transactions and movements.
- B. Receive and review applications for membership by player candidates.
- C. Assist the president in checking residence and age eligibility of player candidates.
- D. Conduct the player tryouts, player drafts and all other player transactions and selection meetings.
- E. Prepare the player agent's lists.
- F. Prepare for the president's signature and submission to Little League Headquarters, team rosters, waiver forms and tournament eligibility affidavits.
- G. Notify Little League Headquarters of any subsequent player replacements or trades.

Section Seven. Safety Officer. The Safety Officer shall:

- A. Be responsible for creating awareness, through education and information, of the opportunities to provide a safer environment for youngsters and other participants.
- B. Develop and implement a plan for encouraging safe activities, equipment and facilities through a program of education, compliance and reporting.
 - 1. Education. Safety officer should facilitate meetings and distribute information among participants, including players, managers, coaches, umpires, league officials, parents, guardians and other volunteers.
 - 2. Compliance. Safety officer should promote safety compliance by increasing awareness of the safety opportunities that arise from these responsibilities.
 - 3. Reporting. Define a process to ensure that incidents are recorded; information is sent to league, district and national offices; and follow-up information on medical and other data is forwarded as available.

ARTICLE VII – EXECUTIVE COMMITTEE

Section One. The board of directors may appoint an Executive Committee which shall consist of not less than three nor more than four directors, one of whom shall be the president of the PLL.

Section Two. The Executive Committee shall advise with and assist the officers of the PLL in all matters concerning the interests and 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 exceeding that of the board of directors.

Section Three. 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 there is a quorum shall be the act of the committee.

ARTICLE IX – COMMITTEES

Section One. Nominating Committee. The board of directors may appoint a Nominating Committee consisting of three directors and other appointed regular members. The Committee shall investigate possible candidates and shall then submit a slate of candidates for election to the board of directors. The committee shall also submit for consideration by the board of directors a proposed slate of officers and committee members.

Section Two. Membership Committee. The board may appoint a Membership Committee consisting of three directors and other appointed regular members. The committee shall receive the names of prospective members, investigate for eligibility, and recommend those qualified for election at the annual, regular or any special meeting of the members or the directors.

Section Three. Finance Committee. The board of directors may appoint a Finance Committee consisting of not less than three nor more than five directors. The treasurer shall be an ex-officio member of the committee. The committee shall investigate ways and means of financing the PLL, including team sponsorships, billboard sales and other methods of fundraising.

Section Four. Building and Property Committee. The board of directors may appoint a Building and Property Committee which shall consist of three directors and other appointed regular members. The committee shall investigate and recommend suitable buildings and playing field sites and shall develop, in cooperation with the Finance Committee, such facilities. The committee shall be responsible for recommending and supervising major repairs and improvements to buildings and property owned and/or operated by the PLL.

Section Five. Grounds Committee. The board of directors may appoint a Grounds Committee which shall be responsible for the care and maintenance of the playing fields, buildings and grounds. It shall operate within the amounts appropriated in the budget.

Section Six. Equipment Committee. The board of directors shall point a Playing Equipment Committee which shall secure bids on needed supplies, equipment and uniforms for the league. The committee shall make recommendations for the purchase of such items and shall be responsible for the issuance of such supplies and equipment to the PLL's teams. It shall also be responsible for collecting, repairing and storing such items during the off-season.

Section Seven. Managers Committee. The board of directors may appoint a Managers Committee consisting of three directors. The committee shall interview and investigate prospective managers and coaches for all teams, and shall recommend acceptable candidates to be appointed by the president. The committee shall observe the conduct of the managers and coaches during the course of the season and shall make recommendations as appropriate to the president or to the board of directors. In the event of complaints filed against managers or coaches, the president of the board may direct the Managers Committee to investigate the charges and make reports as necessary to the board of directors.

Section Eight. Umpire Committee. The board of directors may appoint an Umpire Committee consisting of three directors and additional appointed regular members. The president shall be the chairman of any such committee. The committee shall recruit, interview and recommend to the president for his appointment, a staff of umpires, including a chief umpire.

Section Nine. District Committee. The board may appoint a District Committee consisting of the president as chairman and two other directors. The committee shall assist the District Administrator in

inter-league district functions, including the selection of members on the District Administrator's Advisory Committee and the selection of tournament sites and area tournament directors.

Section Ten. Auxiliary Committee. The board of directors may appoint an Auxiliary Committee consisting of the PLL treasurer and two other directors along with one or more appointed regular members. The Auxiliary Committee shall review and evaluate projects for raising money and disposing of profits. All such projects must be approved in advance by the board of directors.

Section Eleven. Auditing Committee. The board of directors shall point and Auditing Committee which shall consist of three directors. The president, the treasurer and any directors authorized to sign checks are not eligible for membership on this committee. It shall review PLL's books and records prior to the annual meeting of the membership and shall attach a statement of its findings to the annual financial statement of the president and treasurer. If directed to do so by the board of directors, the Auditing Committee may secure the services of a Certified Public Accountant to perform the audit.

Section Twelve. Minor League Committee. The board may appoint a Minor League Committee consisting of three directors. The chairman of the committee shall be the vice-president for the Minor League and shall be responsible to the president for the proper conduct of Minor League operations.

ARTICLE X – AFFILIATION

Section One. Charter. The PLL shall annually apply for a charter from Little League Baseball Inc. and shall do all things necessary to obtain and maintain such charter. The PLL shall devote its attention to the activities authorized by such charter and shall not affiliate itself with any other program or organization or operate any other program.

Section Two. Rules and Regulations. The Official Playing Rules and Regulations as published by Little League Baseball shall be binding on this league.

Section Three. Local Rules, Ground Rules and By-Laws. The local rules, ground rules and/or by-laws of this league shall be adopted by the board of directors at a meeting to be held not less than one month prior to the first scheduled game of the season. Such rules shall not conflict with the Rules, Regulations and policies of Little League Baseball. Nor shall they conflict with this Constitution. The local rules, grounds rules and by-laws of the league shall expire at the end of each fiscal year and are not considered part of this Constitution.

ARTICLE XI – FINANCIAL AND ACCOUNTING

Section One. Authority. The board of directors shall decide all matters pertaining to the finances of the PLL and it shall place all income including auxiliary funds in a common league treasury. The board shall direct the expenditure of funds in such a manner to give no individual or team an advantage over those in completion with such individual or team.

Section Two. 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 entire league, thereby discouraging favoritism among teams and endeavoring to equalize the benefits of the PLL.

Section Three. Solicitations. The board shall not permit the solicitation of funds in the name of Little League Baseball unless all of the funds so raised are placed in the Little League treasury.

Section Four. Disbursement of Funds. The board shall not permit the disbursement of league funds for purposes other than the conduct of Little League activities in accordance with the rules, regulations and policies of Little League baseball. All disbursements must be made by check. All checks shall be signed by the PLL treasurer and such other officer as the board may designate.

Section Five. Compensation. No director, officer, or member of the PLL shall receive, directly or indirectly, any salary, compensation or emolument from the PLL for services rendered as director, officer or member.

Section Six. Deposits. All monies received, including auxiliary funds, shall be deposited to the credit of the PLL in (Bank Name).

Section Seven. Fiscal Year. The fiscal year of the PLL shall begin on October 1 and shall end on September 30.


Section Eight. Distribution of Property upon Dissolution. Upon dissolution of the PLL and after all outstanding debts have been satisfied, the members shall direct the remaining property of the PLL to another federally incorporated entity which maintains the same objectives as set forth in Article II of the Constitution, which are or may entitle to exemption in 501 (c) (3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE XII – AMENDMENTS

This Constitution may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the members, provided notice of the proposed change is included in the notice of such meeting. Draft of all proposed amendments shall be submitted to Little League Baseball, Inc. before implementation.

This Constitution was approved by the Paradise Little League membership on

9-30-2012



President

9-30-12

Date

04054709

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51-0172730

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D-0536836

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