

**CORPORATE BY-LAWS
OF
CARLISLE AREA LITTLE LEAGUE ASSOCIATION**

DEFINITION OF BY-LAWS

These By-Laws constitute the code of conduct and rules adopted by Carlisle Area Little League for the regulation and management of its affairs.

ARTICLE I - NAME

This organization shall be known as the Carlisle Area Little League, hereinafter referred to as “C.A.L.L.”

ARTICLE II - OBJECTIVE

SECTION 1

The objective of C.A.L.L. shall be to implant firmly in the children of the community, who meet the eligibility requirements as established and determined by the officials of C.A.L.L, the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority, so that they may be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

SECTION 2

To achieve this objective, C.A.L.L. will provide a supervised program under the Rules and Regulations of Little League Baseball, Incorporated. All Directors, Officers, Members, and Parents shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. In accordance with Section 501-(c)-(3) of the Federal Internal Revenue Code, the Local League shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball games. No part of the net earnings shall inure to the benefit of any private shareholder or individual; no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE III – CODE OF CONDUCT

SECTION 1

C.A.L.L. offers athletes of various ages the opportunity to learn the many skills associated with the game of baseball. It also affords the opportunity to help understand the values of sportsmanship, fairness, sacrifice and teamwork. C.A.L.L. Board of Directors is committed to the excellence of the program while incorporating these values, and will continue to strive to

Revised 01/2012
Revised 03/2012
Revised 10/2016
Revised 12/2017

provide the best opportunities for our athletes. Accordingly, all participants of the game, to include but not limited to, players, managers, coaches and fans must be aware that they are ever in the public's eye and should strive to conduct themselves in a manner that is above reproach. Failure to comply with the above is discussed in further detail in Section 3 of the Operational Policies & Procedures.

ARTICLE IV - MEMBERSHIP

SECTION 1

Any person sincerely interested in active participation to further the objective of C.A.L.L. may apply to become an active member provided all background checks have been obtained by the Corporation and there are no criminal offenses. If wanting to seek an executive office (President, Vice-President, Secretary, Treasurer, Player Agent or Safety Officer, etc. you must be an active member performing regular voluntary duties for a period of at least two consecutive years within C.A.L.L.).

SECTION 2

Suspension or Termination - Membership may be terminated by resignation or 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 Board meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of C.A.L.L. and/or Little League Baseball, Incorporated. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

(b) The Board of Directors shall, in case of a Player Member, give notice to the manager of the team for which the player is a Player Member. Said manager shall appear, in the capacity of an adviser, with the player before the Board of Directors or a duly appointed committee of the Board of Directors. The player's parent(s) or legal guardian(s) may also be present. The Board of Directors shall have full power to suspend or revoke such player's right to future participation by two-thirds vote of those present at any duly constituted meeting (quorum is required).

SECTION 3

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 Local League.

Revised 01/2012

Revised 03/2012

Revised 10/2016

Revised 12/2017

- (b) Regular Members should not be actively engaged in the promotion and/or operation of any other baseball/softball program.
- (c) A C.A.L.L. Player shall not play for or be rostered with any other Recreational Baseball League as defined by these bylaws, while that C.A.L.L. Player is participating in the C.A.L.L. program. A C.A.L.L. Player who plays for or is rostered with any other Recreational Baseball League shall forfeit his or her All-Star eligibility for that season and may be subject to further action by the C.A.L.L. Board of Directors, including removal from the C.A.L.L. program.
- (d) A C.A.L.L. Player is permitted to play for or be rostered with a Travel Baseball Team as defined by these bylaws. A C.A.L.L. Player affiliated or rostered with a Travel Baseball Team shall provide written notice to C.A.L.L. of this affiliation during the registration process, as requested on the registration form. If a C.A.L.L. Player decides to play for or be rostered with a Travel Baseball Team after registration closes, that Player shall promptly provide written notice of this affiliation to the C.A.L.L. President or Player Agent. A C.A.L.L. Player who is affiliated with a Travel Baseball Team shall remain eligible for All-Star consideration, provided that minimum play requirements for the C.A.L.L. regular season have been met.
- (e) The following definitions apply to subsections (c) and (d) above:

Recreational Baseball League: A recreational baseball league affiliated with Little League Baseball (other than C.A.L.L.) or any other recreational baseball league with minimum play requirements for its players.

Travel Baseball Team: A baseball team that does not play games in a Recreational Baseball League as defined above.

ARTICLE V – SALARIES AND DUES

1. No Officer, Manager, or Coach of C.A.L.L. shall be entitled to receive any salary or compensation for his or her position in this organization. Nothing herein shall be construed to prevent anyone from being reimbursed for expenditures other than his or her duties.
2. There shall not be any dues for this League.

ARTICLE VI - ANNUAL MEMBERSHIP MEETING

1. **Notification** - Members to be notified via e-mail of date, time and location of any General Membership Meeting.
2. **Voting** - Only Regular Members have voting privileges
3. **Annual Meeting** - To be held prior to the September Board Meeting with the primary purpose to elect a Board of Directors. All Members in attendance will receive a copy of the annual report.
4. **Election of Directors** - Board to place in nomination prospective Board Members with suggested offices & chairmanships. President to accept nominations from the floor as well.
5. **Annual Report** - To include but not be limited to a summary of the financial statement, a summary of participation
6. **Robert's Rules Of Order** shall govern all Membership Meetings

ARTICLE VII - BOARD OF DIRECTORS

1. **Members** - The Board shall consist of a minimum of 7 and a maximum of 19 members plus the President.
2. **Authority** - The Board of Directors shall have control and management of the affairs and business of C.A.L.L.
3. **Election of Officers** - Immediately following the Annual Meeting the newly elected Directors shall, by majority vote, confirm or elect all officers and committee chairs. No elected officer shall have tenure except that of the President. The elected President shall have a term of (3) consecutive years from the time he is elected. His term could expire or be truncated due to any one of the following: 1) completion of term and a decision made not to be considered for reelection, 2) his resignation at any time, 3) his removal from office due to conduct deemed detrimental to our league, which would require a majority vote of elected officers, or 4) an unforeseen emergency. A majority vote of the voting members present is required to elect an officer. Officers, Committee Chairs and their respective duties are outlined in Article VIII.
4. **Duties and Powers** - The Board of Directors shall have the power to appoint such standing committees as it shall determine appropriate and to delegate such powers to them as the Board shall deem advisable. The Board may appoint such other officers or agents as it may deem necessary or desirable and may prescribe the powers and duties of each.
5. **Board Meetings** - A majority of elected members constitute a quorum without which no business may be conducted. Only elected Board Members may make motions and vote. All votes, unless otherwise noted in this document, are decided by a simple majority with the chair casting the deciding vote in case of a tie. Meetings shall be held monthly with the Annual Membership meeting being held prior to the September Board Meeting.

Revised 01/2012

Revised 03/2012

Revised 10/2016

Revised 12/2017

6. **Order of Business** - Meetings shall be conducted according to the following outline. Minutes, Treasurer’s Report and all Committee Reports to be submitted in writing.
 - a. Roll call of Officers
 - b. Approval of minutes from the preceding Board meeting
 - c. Approval of Treasurer’s report
 - d. Recognition of guests
 - e. Officer reports
 - f. Committee Reports
 - g. Old and Unfinished Business
 - h. New Business
 - i. Adjournment
7. **Vacancies** - Vacancies on the Board may be filled by a vote of the remaining Board Members.
8. **Special Meetings** - The President either on his own accord or by the request of a majority of the Board of Directors may request a special meeting of the Board. Adequate notice along with the purpose of meeting must be given to all Board Members. Only matters stated in the purpose are to be discussed at the Special Meeting.

ARTICLE VIII - OPERATIONAL STRUCTURE

1. C.A.L.L. shall conduct all business through its committee system. Officers and committee chairs shall operate under the power delegated by the Board and outlined in the procedures section of this document. Officers and C.A.L.L. Operation Committee Chairs listed must be elected Board Members. Sub-Committees may be chaired by non-board members, appointed by the Board, and are called Coordinators. The Board shall elect the following officers and committee chairs.
2. **Officers**
 - a. President
 - b. Co-Vice Presidents (2)
 - c. Commissioner of the Junior Division
 - d. Co-Commissioners of the Major Division (2)
 - e. Co-Commissioners of the Minor Division (2)
 - f. Co-Commissioners of the Advanced Instruction Division (2)
 - g. Co-Commissioners of the Instructional Division (2)
 - h. Co-Commissioners of the Tee Ball Division (2)
 - i. Commissioner of the Fall Ball Division
 - j. Treasurer
 - k. Secretary
 - l. Players Agent (2)

Revised 01/2012

Revised 03/2012

Revised 10/2016

Revised 12/2017

m. Umpire in Chief

3. C.A.L.L. League Committees, Chaired by Officers

- a. League Operations, VP
- b. Field Maintenance
- c. Finance, Long Range Planning, Community Relations
- d. Fund Raising
- e. League Information Committee, Secretary

4. Operation Committees, Chaired by Directors

- a. Each Division (T-ball, Instructional, etc.) to have committee
- b. Equipment Committee
- c. Uniform Committee
- d. Umpire Liaison

5. Sub-Committees, Chaired by Coordinators

It is in the best interest of C.A.L.L. and the goal of the Board of Directors to assign as many different volunteers as possible to the above positions. When necessary volunteers may serve in multiple positions as needed and may chair a maximum of two committees.

ARTICLE IX- DUTIES OF OFFICERS, CHAIRMEN AND COMMITTEES

1. President - The President shall:

- a. Ensure that conduct of and actions taken by the Board are in compliance with Little League Baseball Inc. as well as policies and procedures set forth in this document.
- b. Preside over all Board Meetings as well as the Annual Membership Meeting.
- c. Prepare agenda for each regularly scheduled meeting.
- d. Prepare report for presentation at Annual Membership Meeting.
- e. Work closely with League Commissioners to ensure the proper execution of their duties and responsibilities.
- f. With Treasurer prepare Annual Budget and Financial Statement for Annual Meeting.
- g. Be designated as one of the Officers authorized to co-sign checks with Treasurer.
- h. In case of emergency, after consultation with at least two other officers, administer executive decisions. These may include disciplinary issues, vandalism and other matters of similar urgency. Any decisions requiring expenditure of funds not previously approved by the Board must also involve the Treasurer. All such decisions must be ratified by the Board at the next scheduled Board meeting.

2. Vice President of Operations - The Vice President of Operations shall:

- a. In the absence or inability of the President to exercise his duties, become Acting President of C.A.L.L. with all powers and responsibilities of that office.
- b. Chair a League Committee, usually League Operations.

Revised 01/2012
Revised 03/2012
Revised 10/2016
Revised 12/2017

- c. Work closely with Sub-Committee Chairs on his committee to ensure the proper execution of their duties and responsibilities.
- 3. Commissioners** - The Commissioners shall:
 - a. Chair a League Committee.
 - b. Work closely with Operation Committee Chairs on their respective committees to ensure the proper execution of their duties and responsibilities.
- 4. Treasurer** - The Treasurer shall:
 - a. Have the care and custody of all monies belonging to C.A.L.L. and shall be solely responsible for such monies including record keeping and deposits.
 - b. Be authorized and required to co-sign all checks with another authorized officer.
 - c. Be bonded at least up to and including the amount of the annual budget for the upcoming year.
 - d. Prepare comprehensive report for monthly Board meetings.
 - e. Serve as committee member on the Finance Committee.
 - f. As part of that committees' duties prepare an annual budget and financial report for the Annual Membership Meeting.
- 5. Secretary** - The Secretary shall:
 - a. Keep the minutes of all Board Meetings and the Annual Membership Meeting.
 - b. Prepare minutes for approval at each meeting.
 - c. Maintain accurate records of all members.
 - d. Chair League Information Committee and ensure proper posting of all necessary league information for the good of the members as directed by the Board.
- 6. Player Agent** - The Player Agent Shall:
 - a. Serve as Vice-Chair of the League Operations Committee.
 - b. Ensure eligibility of all registrants.
 - c. Evaluate player skill level when considering advancing to the next level.
 - d. Coordinate, with assistance from League Directors, annual try-outs and draft process.
 - e. Supervise and coordinate procedures for placing call-ups when players from a lower League are needed.
 - f. Be directly involved in all issues concerning individual players that go beyond the normal player/coach/team relationship.
 - g. Be directly involved in the All-Star selection for all teams.
 - h. Strive to ensure competitive balance to ensure a positive experience for all involved.

ARTICLE X - C.A.L.L. OPERATIONAL POLICIES & PROCEDURES

SECTION 1

C.A.L.L. League Committees - Major committees of C.A.L.L., chaired by an officer of the Board of Directors as assigned by the Board. Required to meet regularly and submit written reports for the record at the next scheduled Board Meeting.

- 1. League Operations** - Primary responsibility to oversee all aspects of league play including but not limited to registration, player evaluations, player draft, selection and training of coaches, scheduling, umpires, equipment, uniforms, rules, development and distribution of coaches information packets, player & coaching clinics, All-Stars.
 - a. **Committee Members** - Committee to consist of the Player Agent, Directors of all Divisions, Directors of Equipment, Uniform, and Scheduling Committees.
 - b. **Meetings** - League Operations committee shall meet when necessary but no less than 6 times per fiscal year submitting written reports at the next regularly scheduled Board Meeting. Suggested schedule:
 - i. Meeting #1 - Prior to 1st meeting after the election of officers to outline off season agenda.
 - ii. Meetings #2-4 - Planning all aspects of upcoming season
 - iii. Meeting #5 - Pre-Draft Planning
 - iv. Meeting #6 - After completion of Spring season, review season, All-Star selection planning
- 2. Field Maintenance** - Coordinate all aspects of field maintenance working closely with Field Coordinators.
 - a. **Committee Members** - Committee to consist of Field Coordinators of any fields under the maintenance responsibility of C.A.L.L.
 - b. **Meetings** - Shall meet as necessary but no less than 3 time annually.
 - i. Meeting #1 - Prior to 1st meeting after the election of officers to outline off season agenda.
 - ii. Meeting #2 - Prepare for Board approval any expenditure necessary for upcoming season.
 - iii. Meeting #3 - Prior to spring season to develop maintenance needs and procedures of each field to be distributed to all coaches.
- 3. Fund Raising Committee** - Coordinate all fund raising efforts of C.A.L.L.
 - a. **Committee Members** - Committee to consist of all Coordinators of fund raising projects plus at least two members who are not serving as a Director on the Board.
 - b. **Meeting** - Shall meet as necessary but no less than 3 time annually.
 - i. Meeting #1 - Prior to 1st meeting after the election of officers to outline fund raising agenda.

Revised 01/2012

Revised 03/2012

Revised 10/2016

Revised 12/2017

- ii. Meeting #2 - Coordinate all fund raising ideas and opportunities to ensure a coordinated effort between all Fund Raising programs.
 - iii. Meeting #3 - Prior to end of spring season to gather final tallies on monies collected. Written report to include total dollars collected and review of the various programs.
4. **Finance, Long Range Planning & Community Relations** - Primary responsibility is oversight of C.A.L.L. finances and budget. Assist, when necessary, the Treasurer in preparing the annual budget. Explore opportunities to further our stated purpose and long term goals while maintaining and enhancing the reputation of C.A.L.L. in the local community.
- a. **Committee Members** - Committee to consist of the President of the Board, Fund Raising Chair, Treasurer plus at least two additional members who are not elected Board Members.
 - b. **Meetings** - Shall meet as necessary but no less than 4 times annually.
5. **League Information** - Maintain league web-page. Responsible for ensuring all information for the good of the league as directed by the Board is posted in a timely manner. Set-up online registration and ensure the league rosters are uploaded to Little League; Assign online administrative rights to at least no more than 2 members other than self; Post league news and scores regularly; Collect, post, and distribute important information on league activities to include fund-raising and sponsor activities to Little League Baseball; Will serve as the primary contact person for Little League and Active Team Sports regarding optimizing use of the Internet for league administration and for distributing information to league members and to Little League Baseball, Incorporated. Provide updates at Board meetings.
- a. **Committee Members** - Committee to consist of Website coordinators plus the President of the Board.
 - b. **Meetings** - Shall meet as necessary but no less than 4 times annually.
6. **Concession Stand Committee** - Maintains the operation of concession facilities; Organize the purchase of concession products; Collects and reviews concession related offers including coupons, discounts and bulk-purchasing opportunities. Provide updates at Board meetings prior to, during and end of season.
- a. **Committee Members** - Committee to consist of all Coordinators of concession stand.
 - b. **Meetings** - Shall meet as necessary but no less than 4 times annually.

SECTION 2

Managers & Coaches - It is a requirement by C.A.L.L. that the Managers and Coaches chosen will have understanding, patience and the capacity to work with children in a positive manner and know that their actions are setting an example. The Managers and Coaches should also be

Revised 01/2012

Revised 03/2012

Revised 10/2016

Revised 12/2017

able to inspire respect and above all else, realize that they are helping to shape the physical, mental and emotional development of young people.

- 1. Managers and Coaches** - shall strive to instruct their players in the fundamentals of baseball and fair play. They shall be responsible for:
 - a. Enforcing the Rules of Conduct of C.A.L.L.
 - b. Abide by all the rules of the appropriate governing bodies.
 - c. Supervising practices, games, and other such team activities.
 - d. Their team’s equipment and other C.A.L.L. property.
 - e. Other peripheral activities associated with the game of baseball, to include but not limited to;
 - i. Lining the field, installing and removing bases.
 - ii. Selecting competent assistant coaches, scorekeepers, and other helpers (subject to the approval of the Board).
 - iii. Notifying the appropriate parties of postponements or make-up games.
 - f. Attend Coaches Clinic
 - g. Attend Umpires Clinic
 - i. Returning Manager/Coaches must attend at least one (1) every other year.
 - ii. Mandatory for all NEW Managers/Coaches.
 - h. Other duties as assigned by the Board of Directors.

SECTION 3

DISCIPLINARY PROCEEDINGS

- 1.** All Managers/Coaches shall conduct themselves in a reasonably professional manner at all times. They are expected to be role models for the players. When a Manager/Coach is ejected from a game they shall leave the field immediately. They may not sit in the stands and may not be recalled to that game. Any Manager/Coach ejected from a game is suspended for his or her team’s next physically scheduled game.
- 2.** If a Manager/Coach is ejected from a second game, they will be suspended from the remainder of the season and consideration for the upcoming season will have to be brought before the Board of Directors and voted upon as such.
- 3.** There should be no use of profanity from any player. The first offense will result in a verbal warning to the player and parent. A second offense could result in a suspension from activities a period of 2 consecutive days with a letter from the Manager/Coach sent to the parents or guardians addressing the situation. A third offense could result in being suspended for the remainder of the season.

Revised 01/2012
Revised 03/2012
Revised 10/2016
Revised 12/2017

4. Any player must note that criticizing an official(s) will not be tolerated. If they are ejected by an official, that will result in a suspension for the remainder of that game and a suspension for his or her term's next physically scheduled game.
5. The fan/spectator while encouraged to be energetically involved from the sideline is also expected to show the proper emotional restraint during any contest. The berating of officials, managers, coaches, or players from either team or the willful distraction or disruption of any contest will not be tolerated. Any fan/spectator considered by an umpire to be conducting him or herself in a manner deemed inappropriate will be given a verbal warning. Any offense after that the fan/spectator will be asked to leave.
6. If there is any conduct which would bring disgrace, dishonor or disrespect upon the organization or its members such as described but not limited to the above, must be brought to the attention of the League President within five (5) days. After reviewing the incident and if deemed necessary, the President shall call a special meeting with the Vice President and Manager/Coach within one week, at which time any accused individual/s, and any witnesses to the alleged incident shall be brought before them. This will provide an opportunity to present any additional information relevant to alleged incident. At the conclusion of this review, all parties except the president and vice president will be dismissed. They will continue by reviewing the previous discussions and by a voice vote choose to recommend disciplinary action or dismissal of any further action. A simple majority carries the recommendation. A vote on any disciplinary action must be taken by the Board of Directors. Examples of disciplinary action could be, but not limited to: a letter of reprimand, suspension, or expulsion. Whichever decided upon, the accused individual(s) shall receive notice of such by certified letter. The vote by the Board of Directors is final. There is no appeal process. Outright refusal to attend this meeting by the accused individual will result in an automatic suspension for the next two (2) consecutive games.

SECTION 4

EVALUATION AND DRAFT PROCEDURES – see addendum A

ARTICLE XI – DISSOLUTION

1. Upon dissolution of C.A.L.L. 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.

Adopted – January 19, 2012
Amendment to Article X (added section 4) – March 1, 2012
Amendment to Article VII and Article VIII – October 26, 2016
Amendment to Article IV section 3 – December 13, 2017

ARTICLE XII - AMENDMENTS

1. Bylaws may be adopted, amended or repealed by the vote of at least two-thirds (2/3) of the members of the Board of Directors at any regular or special meeting duly convened after notice to the Directors of that purpose.

Revised 01/2012
Revised 03/2012
Revised 10/2016
Revised 12/2017