

Rancho Bernardo Little League, Inc.



LEAGUE CONSTITUTION AND BYLAWS

Revised June 2023

ARTICLE I

NAME

This organization shall be known as the Rancho Bernardo Little League, hereinafter referred to as "RBLL".

ARTICLE II

OBJECTIVE

Section 1

The objective of RBLL shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage, leadership, 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, RBLL will provide a supervised program under the Rules and Regulations of Little League Baseball, Inc. All Directors, Officers, and General Members 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, RBLL shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball 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

MEMBERSHIP

Section 1

GENERAL MEMBER – DEFINITION

A General Member is any adult actively interested in furthering the objectives of RBLL, to automatically include all current Managers, Coaches, Board Members, Team Parents, all Committee members, and any other person who is recognized by the Board as a volunteer in RBLL.

Section 2

SUSPENSION OR TERMINATION

General membership may be terminated by resignation or action of the Board of Directors. The Board of Directors, by a two-thirds ($\frac{2}{3}$) vote of Directors present at any duly constituted meeting, shall have the authority to discipline, suspend, and/or terminate the membership of any General Member when the conduct of such person is considered detrimental to the best interests of RBLL and/or Little League Baseball. The General 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.

ARTICLE IV

GENERAL MEMBERSHIP MEETINGS

Section 1

ANNUAL MEETING

There shall be an annual meeting of the General Members of RBLL held each summer in the month of May or June (the "Annual Meeting"). At that meeting, the General Members shall vote for the members of the Board of Directors as discussed in **ARTICLE V, Section 1 below**, including deciding the number of Directors to be voted onto the Board. Further, the General Members shall make any amendments or updates to this Constitution as deemed appropriate. A quorum of the General Members shall consist of 15 members.

At the Annual Meeting, the Members shall receive an annual report (the "Annual Report", verified by the President and Treasurer, or by a majority of the Directors, showing:

- 1) The condition of RBLL, to be presented by the President or his/her designate;
- 2) A general summary of funds received and expended by RBLL for the previous year, the amount of funds currently in possession of RBLL, and the name of the financial institution in which such funds are maintained;
- 3) The whole amount of real and personal property owned by RBLL, where located, and where and how invested if applicable; and
- 4) 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.

The Annual Report shall be filed with the records of RBLL and entered in the minutes of the proceedings of the Annual Meeting. A copy of such Annual Report shall be forwarded to Little League International.

At the Annual Meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect such number of Directors. The number of Directors elected shall be not less than seven (7) or more than thirteen (13).

Immediately following the Annual Meeting, the Directors present, provided there will be a quorum, shall meet for the purpose of electing Officers and appointing Committees for the ensuing year. The elections will be decided by a majority vote of the Directors present, provided that there is a quorum.

Section 2

NOTICE OF MEETING

A notice of each meeting of the General Members shall be sent by email to the last known email address to all General Members and families of RBLL at least seven (7) days in advance thereof, setting forth the place, time, and purpose of the meeting.

Section 3

SPECIAL MEETINGS

Special meetings of the General Members may be called by the Board of Directors or by the Secretary or President at their discretion. Upon the written request of ten (10) General Members, the President shall call a special meeting to consider a specific subject. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the General Members.

Section 4

VOTING

Only General Members shall be entitled to vote at any general member meeting of RBLL. Each General Member shall be entitled to one (1) vote in person. No proxy votes are allowed.

ARTICLE V

BOARD OF DIRECTORS

Section 1

ANNUAL ELECTION AND TERM

At each annual meeting, the General Members shall determine the number of directors to be elected for the ensuing year and shall elect such number of Directors. The election shall be decided by a majority vote of those present. There shall be no less than 7 and no more than 13 directors. Each Director shall serve for a term of 2 years, unless they resign earlier.

Section 2

VACANCIES

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 meeting or at any special meeting called for that purpose.

Section 3

MEETINGS, NOTICE, AND QUORUM.

Regular meetings of the Board of Directors shall be held immediately following the Annual Meeting and on such days thereafter as shall be determined by the Board. The President, whenever he/she deems it advisable, and the Secretary shall, at the request in writing of five (5) Directors, issue a call for a special meeting of the Board. Notice of each meeting shall be given by the Secretary to each Director at least three (3) days before the time appointed for the meeting by email or personal notice 24 hours preceding the meeting. In the case of special meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting. Five (5) or six (6) members of the Board of Directors shall constitute a quorum, based on the total board size, for the transaction of business.

Section 4

DUTIES AND POWERS

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 shall deem advisable and which it may properly delegate. The committees may consist of not less than one (1) nor more than (5) Directors and may include volunteers, including General Members of RBLL.

The Board may adopt such rules and regulations for the conduct of its meetings and the management of RBLL as it may deem proper. The Board shall have the power by a two-thirds (2/3) vote of those present at any regular or special meeting to discipline, suspend, or remove any Director or Officer or Committee Member of RBLL in accordance with the procedures set forth in **ARTICLE III, Section 2**.

The Board shall receive at the Annual Meeting of the General Members of the RBLL a report verified by the President and/or Treasurer, or by a majority of the Directors, showing the whole amount of real and personal property owned by it, where located, and where and how invested, annual expenditures and projected income/expenses for the upcoming year.

Members of RBLL board of directors, particularly the Officers, should not be involved as members of other boards when such membership may cause a conflict of interest.

ARTICLE VI

OFFICERS, DUTIES AND POWERS

Section 1

OFFICERS

The following officers *must* be elected at the annual meeting by the RBLL Board of Directors: President, Vice President, Treasurer, Secretary, Player Agent, Coaching Coordinator, and Safety Officer.

Section 2

DUTIES AND POWERS

President

The president has many responsibilities in the administration of RBLL. Each President is elected by, and is accountable to, the RBLL Board of Directors.

As the chief administrator, the President selects and appoints managers, coaches, and committees. As such, no person becomes a manager, coach, or committee member without the approval of the President. However, all appointments are subject to final approval by the RBLL Board of Directors. Importantly, the President is the officer with whom Little League International maintains contact. The president also represents the league in the District organization and represents the league in interacting with the Rancho Bernardo Swim & Tennis Club and signing any lease agreements with the RB Swim & Tennis Club for the use of the Majors Field, in consultation with the Board of Directors.

The President shall run all meetings and may delegate duties as needed. The President shall also help run the All-Star selection meetings with the Vice President, Player Agent, and the respective Division Directors.

The President presides at league meetings and assumes full responsibility for the operation of RBLL. The President receives all mail, supplies, and other communications from Little League Headquarters. Should the President decide to be considered to serve as the tournament team manager or coach, he/she must excuse him/herself from the All-Star tournament team selection process. In this case, the duties of the President shall pass their duties to the Vice President (1st in line), Player Agent (2nd in line), or any member of the Board of Directors that is not involved in the All-Star team-selection process.

Vice President

The Vice President presides in the absence of the President, works with other Officers and Committee Members, and carries out such duties and assignments as may be delegated by the President. A Vice President may manage or coach.

The Vice President runs the board meetings if the President is not available and may help run the All Star selection meetings with the President, Player Agent, and the respective Division Directors.

Secretary

The Secretary maintains a register of General Members and Directors, records the minutes of meetings and publishes the meeting minutes. The Secretary is responsible for making all room and field reservations for meetings and sending out notice of meetings and maintains a record of league's activities.

Treasurer

The Treasurer is responsible for all of the league's finances, including all bank accounts, CD's, etc. The Treasurer pays all of the league's bills, organizes the preparation of RBLL's taxes with both the California Franchise Tax Board and the IRS. The treasurer signs checks co-signed by another officer or director, dispenses league funds as approved by the Board of Directors, reports on the status of league funds, keeps local league books and financial records, and prepares budgets. At the Annual Meeting, the Treasurer shall prepare an annual statement showing all of the league's assets and a projection of the league's finances.

Player Agent

The Player Agent conducts annual tryouts, is in charge of player selection, assists the President in checking birth records and eligibility of players, and generally supervises and coordinates the transfer of players to or from the Minor Leagues according to provisions of the regulations of Little League Baseball. The Player Agent also monitors the scholarship program for league registration.

The Player Agent shall help run All Star selection with the President, Vice President, and the respective Division Directors and shall be responsible for gathering all supporting documentation from all players selected to participate in All Stars. Separate player agents may be selected to oversee individual divisions within the league.

The Player Agent deals with any player issues during the season, including disciplinary actions in consultation with the Division Directors, Managers, the President, and Vice President. The Player Agent must not manage or coach in the division over which he/she has authority. *Exception:* explicit written permission from Little League International has been received by RBLL.

Safety Officer

The Safety Officer generates the safety training for all managers, coaches, Board members, etc. The Safety Officer coordinates all safety activities including supervision of ASAP (A Safety Awareness Program), ensures safety in player training, ensures safe playing conditions, coordinates reporting and prevention of injuries, and solicits suggestions for making conditions safer.

Coaching Coordinator

Represents coaches/managers in the league; gains the support and funds necessary to implement a league-wide training program; orders and distributes training materials to players, coaches, and managers; coordinates mini-clinics as necessary; helps implement www.littleleague.org/university/ as the manager-coach education program for the league.

Section 3

OPTIONAL OFFICERS AND VOLUNTEER POSITIONS

The following positions are not automatically officers of the Board of Directors but are highly recommended to be filled by the Board of Directors at their discretion. These positions may be filled by General Members or other volunteers. If someone serves in any of the following positions but is not a member of the Board of Directors, they shall not be allowed to vote at a meeting of the Board of Directors, but shall be considered a General Member pursuant to ARTICLE IV Section 1.

Information Officer

The Information Officer manages the league's official home page through Sports Connect; manages the online registration process and ensures that league rosters are maintained on the site; assigns administrative rights to league volunteers and teams; ensures that league news and scores are updated on a regular basis; collects, posts, and distributes important information on league activities including direct dissemination of fundraising and sponsor activities to Little League International, district, public, league members, and media; serves as primary contact person for Little League and Sports Connect regarding optimizing use of the internet for league administration and for distributing information to league members and to Little League International; and displays enthusiasm for using the internet for league administration, for sharing information, and for creating a more enjoyable and efficient Little League experience. The information officer shall work in conjunction with the Field Manager and the Board of Directors to notify coaches and families of any rainouts that occur. The information officer will also manage and coordinate the RBL.org website and social media pages.

Concession/Snack Bar Manager

The Concessions Manager maintains the operation of the snack bar; organizes the purchase of snack bar products; is responsible for the management of the snack bar sales at league events; schedules volunteers to work the snack bar during league events; collects and reviews snack bar related offers including coupons, discounts and bulk-purchasing opportunities; and organizes, tallies, and keeps records of snack bar sales and purchases.

Fundraising/ Sponsorship Manager

The Fundraising Manager solicits and secures local sponsorships to support league operations; collects and reviews sponsorship and fundraising opportunities; organizes and implements approved league fundraising activities including being a part of a committee for the Hit-a-thon; coordinates participation in

fundraising activities; and maintains records of monies secured through sponsorship and fundraising initiatives.

Umpire in Chief (UIC)

The UIC provides umpire training and handles umpire scheduling. The UIC works with District 31 UIC on providing access for umpires at as many RBLL games as possible. The UIC coordinates and develops the RBLL Youth Umpire program. The UIC works in conjunction with the Treasurer to ensure that umpires are paid for their service. The UIC may not manage or coach in the majors or minors division.

Uniform Coordinator

The uniform coordinator handles the purchase and distribution of uniforms for all divisions of RBLL in both the fall and the spring, including the participants of the All-Star teams and "Classics Game" teams.

Equipment Manager

The Equipment Manager handles all equipment issues for team play, including providing game balls for all managers in every division of RBLL. The Equipment Manager shall also provide equipment for each team, including helmets, balls, catcher's gear, etc and arrange distribution to each manager. The Equipment Manager shall handle purchasing of equipment in consultation with the Treasurer and the Board of Directors. The Equipment Manager shall also provide equipment for the All-Star teams. At the end of each season and the All-Star tournament, the equipment manager shall collect all gear from each team, take inventory and determine what equipment needs to be replaced or restocked for the upcoming season.

Scheduler

The Scheduler shall work in conjunction with the Rancho Bernardo Community Park and other local Little League's to handle all field assignments, practice ,and game schedules for both intra- inter-league games. The Scheduler shall ensure that each team has adequate practice time at available fields.

The Scheduler shall work in coordination with the Division Directors to ensure the number of games to be played during the regular season and the end-of-season tournament. The Scheduler shall also create the schedule and field assignments for tournament games for each division tournament.

The Scheduler shall try to rearrange games that are rained out whenever possible. The Scheduler shall also work in conjunction with the UIC to ensure that umpires are aware of the schedule, including any changes that need to be made.

Field Manager

The Field Manager shall work in conjunction with the Rancho Bernardo Community Park to ensure that all fields are in a safe, playable condition and that any issues/deficiencies are addressed as soon as possible. The Field Manager shall also handle any general field and facility maintenance at the Majors Field, work with the RB Swim & Tennis Club to ensure that the sprinklers are working properly and

provide maintenance information to Division Directors and all managers about the proper maintenance of all fields.

Division Directors

The Division Directors handle the general well-being of their respective division. They are responsible for helping to organize tryouts and participate in the running of drafts in their respective divisions. The Division Directors are responsible for recruiting managers and coaches for their respective divisions. The Division Directors shall act as a liaison of RBLL to ensure that managers are aware of the Operating Instructions for each division as well as the rules of Little League International and proper field maintenance. The Division Directors are also responsible for setting up the seeding for the end-of-season tournaments and providing that information to the Scheduler, who will then create the tournament schedule.

The Division Directors shall also participate in the All-Star or Classics Game selection process. Before and after the season, the Division Directors shall make any suggestions on Operating Instructions changes to the Board for approval.

The Division Directors shall serve as the first point of contact to the Board for the parents, General Members, and coaches.

Parent Coordinator

The Parent Coordinator shall set up a team parent meeting at the start of the season and is responsible for organizing and coordinating picture day and the distribution of pictures to teams. The Parent Coordinator is also responsible for organizing and coordinating Little League Day events at local venues like Petco Park, USD, or SDSU and distributing the information to the team parents.

Social Media Manager

The Social Media Manager is responsible for publicity and announcing/advertising for signups for both the spring and the fall season, including flyers and social media postings. Also responsible for preparing announcement signs for players selected to participate in the All-Star Tournament.

ARTICLE VII

MANAGERS AND COACHES

Section 1

Team managers and coaches shall be appointed annually by the President, with the approval of the Board of Directors, and shall be responsible for the selection of their teams and for their actions on the field.

ARTICLE VIII

AFFILIATION

Section 1

CHARTER

RBLL shall annually apply for a charter from Little League Baseball, Inc. and shall do all things necessary to obtain and maintain such charter.

RBLL 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 the Little League Baseball, Inc. Williamsport, PA, shall be binding on RBLL.

Section 3

LOCAL LEAGUE RULES

The local rules (Operating Instructions) of RBLL shall be adopted by the Board of Directors at a meeting to be held not less than one (1) month prior to the first-scheduled game of the season, but shall in no way conflict with the Rules and Regulations of Little Baseball, Inc.

ARTICLE IX

FINANCIAL AND ACCOUNTING

Section 1

The Board of Directors shall decide all matters pertaining to the finances of RBLL and it shall place all income including Auxiliary funds in a common league treasury, directing the expenditure of the same in such manner as will give no individual or team an advantage over those in competition with such individual or team.

Section 2

The Board shall not permit the solicitation of funds in the name of Little League Baseball unless all of the funds so raised be placed in the RBLL treasury.

Section 3.

The Board shall not permit the disbursement of RBLL funds for other than the conduct of Little League activities in accordance with the rules and policies of Little League Baseball, Inc.

Section 4.

No Director, Officer, or General Member of RBLL shall receive, directly or indirectly any salary, compensation, or emolument from RBLL for services rendered as Director, Officer, or General Member.

Section 6.

All monies received, including Auxiliary Funds, shall be deposited to the credit of the RBLL in Bank of America and all disbursement shall be made by check. All checks shall be signed by the RBLL Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine.

Section 7.

The fiscal year of the RBLL shall begin on the first day of October and shall end on the last day of September

Section 8

DISTRIBUTION OF PROPERTY UPON DISSOLUTION. Upon dissolution of the RBLL and after all the outstanding debts and claims have been satisfied, the Members shall distribute the property of the RBLL to such other organization or organizations maintaining an objective similar to that set forth herein, which are or may be entitled to exemption under section 501(c)(3) of the Internal Revenue Code or any future corresponding provision.

This Constitution and By- Laws may be amended, repealed, or altered in whole or in part by a majority vote at any duly organized meeting of the General Members provided notice of the proposed change is included in the notice of the such meeting.

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 proposed change is included in the notice of such meeting.

Draft of the proposed amendments shall be submitted to Little League Baseball, Incorporated, for approval before implementation.

This Constitution was reviewed and approved by the attendees of the RBLL Annual Meeting on 7th day June 2023.

Accepted this 4th day of June 2023

By: Aline Racic

Name: Aline Racic
Title: President, RBLL
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