

**DEVON-STRAFFORD LITTLE LEAGUE**  
**P. O. Box 674**  
**Devon, PA 19333**

**CONSTITUTION**

**ARTICLE I – NAME**

The name of the organization shall be the Devon-Strafford Little League, Inc. (hereinafter known in this document as the League).

**ARTICLE II – INCORPORATION**

Devon-Strafford Little League, Inc. is incorporated under the Non-Profit Corporation Law of the Commonwealth of Pennsylvania for the purpose of conducting exclusively athletic, moral and educational activities within the meaning of the Internal Revenue Code of 1986, Section 501 (c) (3), or the corresponding provision of any successor United States Internal Revenue Law. 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 – OBJECTIVE**

The objective of the League, as stated in its Amended and Restated Articles of Incorporation dated June 18, 1962 and filed with the Department of State of the Commonwealth of Pennsylvania on March 30, 1982, is to provide supervised competitive baseball and softball programs for all youth, ages 5 through 18 who live in the Little League Baseball, Inc. franchised area of Devon-Strafford Little League, Inc. The program is designed to instruct and otherwise train youth in the essential skills and rules of the games, and to encourage the development of a healthy, competitive spirit, with due regard to the principle that the winning of games is secondary to the implanting of the ideals of good sportsmanship, honesty, loyalty, courage, sympathy and respect for others. To achieve this objective, the League will provide a supervised program under the Rules and Regulations of Little League Baseball, Incorporated.

## **ARTICLE IV – MEMBERSHIP**

Section 1. Eligibility. Any person sincerely interested in active participation to help the League realize its stated objectives is eligible to apply for membership.

Section 2. Classes of Members. There shall be the following classes of members:

1. Player Members: Youths meeting the requirements of Little League Baseball, Inc., Regulation IV (outlined in the annual Official Rules & Regulations regarding Player Eligibility) and who reside within the authorized boundaries of Devon Strafford Little League, shall be eligible for membership, but shall have no rights, duties or obligation in the management of, or in the property of, The League.
2. Regular Members: Any person of legal age, actively interested in furthering the stated objectives of the League, may apply to become a Regular Member by identifying such interest to the Board of Directors of The League, or to any one of the Board's duly elected officers or appointed officials.
  1. Eligibility and qualification for Regular Membership will automatically apply to all parents and legal guardians of all registered Player Members for a given League Year; to all the League's team managers and coaches of legal age who participate during a given League Year; and to all duly elected Board Members and appointed administrative officials of a given League Year.
  2. The term of Regular Membership shall be from the date of the annual player registration to the date of the next annual player registration, or as such term may be modified or changed by the Board of Directors at an Annual Meeting of the League.
  3. All Regular Members of the League shall be registered with the League Secretary, who will maintain the official membership record. The annual regular season registration database shall constitute the official membership record.
  4. Regular Members will have voting privilege regarding the annual election of Members to the League Board of Directors for the Board positions open for election in a given year (generally one-third of the Board). Regular Members may attend public Board of Directors meetings, but will not have voting privilege.
3. Honorary Members. Any person who supports the objectives and program of the League by financial or other means, and who is not otherwise qualified to be a Regular Member, may be recognized as an Honorary member. Honorary Members must be nominated and approved by the Board of Directors. Honorary Members will have the same privileges as Regular Members.

Section 3. Other Affiliations.

1. 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.
2. All members of the local league Board of Directors, as well as managers and coaches, whose activities in another youth baseball/softball program are deemed detrimental to the operation of the local league, can be removed by a majority vote of the Board of Directors.

Section 4. Suspension / Discipline / Termination. League membership of any or all members of any class may be suspended, disciplined or terminated by resignation or by action of the Board of Directors.

1. The Board of Directors, by a two-thirds vote of a quorum present at a duly constituted Board Meeting, shall have the authority to terminate, suspend or otherwise discipline any League member of any class when the conduct of that member is considered detrimental to the best interest of the objectives of the League and Little League Baseball, Inc.

The member involved in any of the above actions shall be notified of such action pending, informed of the nature of the charges, and given an opportunity to appear in person at the meeting in which such action is to be determined, or to be properly represented at the same meeting.

2. The Board of Directors shall, in the case of a Player Member, give notice to the manager of the team of which the player is a member, and the manager shall appear, in the capacity of an advisor, with the Player Member, before a committee of the Board which shall have been delegated the authority to suspend or revoke the Player Member's right to participation. The player's parent(s) or legal guardian(s) may also be present.

Any Player Member so disciplined above will have the right of appeal to the full Board if such an appeal is presented in writing within 72 hours following the committee decision.

## **ARTICLE V – DUES**

Section 1. The Board of Directors of the League may institute for all classes of members in the League dues fixed at such amount(s) as the Board shall determine prior to the beginning of an annual League membership period.

Section 2. Members who fail to pay their fixed dues within the period of time so specified by the Board may, by a vote of the Board, be prohibited from membership, and thereby forfeiting all rights and privileges of such membership.

Section 3. A Little League Parents'/Legal Guardian participation fee may be assessed by the Board to assure League operational continuity, but at no time will a payment of such a fee be a prerequisite for participation in the program of the League in accordance with Little League Baseball, Inc., Regulation XIII (c) listed in the Official Regulations & Playing Rules.

## **ARTICLE VI – MEETINGS**

Section 1. Annual Meeting. The Annual Meeting of the League will be held each calendar year in the month of October, or as soon thereafter as possible, for the purpose of electing Directors to open positions on the League Board of Directors, and for the transaction of all such business as may properly come before such a meeting. The meeting date and location will be posted on the League web-site seven (7) days prior to the meeting.

Section 2. Board Meetings. Regular Meetings of the Board of Directors shall be held monthly, are open to the public, and will be posted on the League web-site. The President may add and/or cancel scheduled meetings with appropriate notice to The Board of Directors. Meeting agendas will be determined by the League President, and can include Board only topics regarding League business and issues. Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during Board meetings.

Section 3. Special Meetings. Special Meetings of the Board of Directors and Members may be called by the Board of Directors, the President, or by a group of Members of no less than fifty (50) Regular Members in good standing upon the written request to the Board of Directors. No business other than that specified in the request for a Special Meeting shall be transacted. Notice of the Special Meeting will be posted on the League web-site seven (7) days prior to the meeting. Special Meetings can be Board of Director only sessions.

Section 4. Quorum. A simple majority of the Board of Directors is required at all Annual, Board, or Special Meetings to act on matters for the League. In the case of a tie vote on any issue(s), the matter will be carried to the next meeting.

Section 5. Conduct. The conduct of meetings will be determined by the President with reference to Robert's Rules of Order.

## **ARTICLE VII – BOARD OF DIRECTORS**

Section 1. Authority. The management of the property and affairs of the Local League shall be vested in The Board of Directors.

Section 2. Board and Number. The League shall be governed by a Board of Directors (also known in this document as “The Board”) consisting of no less than ten nor more than fifteen persons, all of whom shall be legal age and otherwise qualified for Regular Membership in the League. The Board of Directors shall consist of three annual classes with no more than five members making up any one annual class. The term of office for a class of Board members shall be for three years with the right of successive election. Player Members are not eligible for election to the Board.

Section 3. Office. The Directors shall upon their election immediately enter into the performance of their duties, and shall continue in office until their successors shall have been duly elected and seated; provided that this shall not prohibit a Director from resigning his or her office for any reason. Immediately following the election of The Board of Directors, The Board shall elect Officers from its ranks to include a President, Secretary, Treasurer, VP Baseball, VP Softball, and VP Player Agent to serve a one (1) year term.

Section 4. Vacancies. If a vacancy occurs in the Board by death, resignation or otherwise, it will be filled by the majority vote of remaining Directors, if necessary, and to maintain a Board of not less than ten.

Section 5. Attendance. Board Members are expected to attend all meetings as posted on the League website. The Secretary will keep a record of attendance, and advise The Board if any Board of Director member is not fulfilling their obligation in the best interest of the League.

Section 6. Additional Appointments. Board Members are eligible to be elected or appointed to one (1) position as a League Officer or Division Director in addition to their position on the Board of Directors. Should the Board determine there are no Regular Members available or qualified to fill key League positions, the Board may assign one of its Members to an additional appointment. Board Members are eligible to Manage and Coach in all divisions.

## **ARTICLE VIII – OFFICERS**

Section 1. Appointments. The Board of Directors may appoint such other officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each. Appointed officers or agents shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board.

Section 2. President. The President of the League shall be elected from the ranks of the Board by a quorum of the Board members voting as stated in Article VI – Section 4, and shall conduct the program of

the League and execute the policies established by the Board. The President shall be the chief operating officer of the League. The President will preside over all Regular Meetings, the Annual Meeting, and Special Meetings.

1. The President also shall:

1. Present a report of the condition of the League at the Annual Meeting.
2. Communicate to the Board such matters as deemed appropriate, and make recommendations for the conduct of the League and its Membership.
3. Be responsible for the conduct of The League program in accordance with stated objectives of the League, and with the principles, rules and regulations of Little League Baseball, Inc.
4. Operate the program of the League, in accordance with the direction of the Board, and appoint staff members required for the conduct of the League's program.
5. Have the authority to enter into, and make and execute on behalf of the League such contracts and covenants as may have received prior authorization of the Board.
6. Investigate complaints, irregularities and conditions which could become detrimental to the League, and to report to the Board thereon.
7. In cooperation with the Treasurer, prepare and submit an annual budget to the Board, and appoint a Board audit committee to review League finances on a semi-annual basis.
8. Manage League registration activities.
9. With the assistance of the League's Player agents and others so delegated, examine the registration and support proof-of-age documents of every Player Member candidate, and certify to residence and age eligibility before the Player Member candidates may be finally accepted for tryout and selections.
10. Oversee allocation of fields to provide optimal play for all divisions.
11. Represent the League or assign a delegate(s) to represent the League at all required District, Sectional, or other Little League meetings or events.
12. Perform other duties that from time to time may be delegated by the Board.

Section 3. Secretary. The Secretary shall ensure all actions of the League are carried out in accordance with the League Constitution and By-Laws, keep the minutes of all League meetings, and maintain custody of the official League minutes book, Membership, and other appropriate records of the League (excepting the financial record book and financial or property oriented documents which shall be in the custody of the League Treasurer).

1. The Secretary also shall:

1. Notify Directors, Members, Officers and others of their election and/or appointment.
2. Conduct all correspondence directed by the Board
3. Maintain a list of all Regular Player and Honorary Members, Directors, Officers and others, and give or cause notice to be given of all meetings of The League, the Board of Directors and its Committees.
4. Perform all such duties that may be reasonably coincident with the office of Secretary, or as may be assigned by the Board.

Section 4. Treasurer. The Treasurer shall have charge and custody of all funds of the League and receive all monies and securities and deposit same in the name of the League at a depository approved by the Board.

1. The Treasurer also shall:

1. Keep all records for the receipt and disbursement of all monies and securities of the League, and approve all payments from allotted funds and draw checks there from.
2. Prepare an annual budget, in cooperation with the President, for submission to the Board and the Membership.
3. Prepare and file any and all financial reports to the Federal and Commonwealth governments to maintain the non-profit, tax-exempt standing of the League.
4. Shall at the request of the Board or President, prepare the required documents and records for audit by League official or membership.
5. Perform such duties as specifically are set forth herein and other such duties as are customarily incumbent to the office, or may be assigned to it by the Board.
6. On behalf of the League and its Directors, the Treasurer shall not permit the contribution of funds or property to individual teams or Divisions of the League, but shall cause and allow solicitation of same for the common treasury of the League, only, thereby discouraging and avoiding favoritism among teams or other Divisions within the League.

Section 5. Vice President Baseball. The VP Baseball will oversee and be the League official responsible for the management of all programs and activities regarding Baseball.

1. The VP Baseball also shall:

1. Enforce the by-laws, league rules, and division guidelines for the Baseball program, and bring any matters to the League President and Board of Directors that warrant their involvement and discussion.
2. Recommend Division Directors for each season to the Board of Directors for approval and appointment.
3. In conjunction with Division Directors, recommend Managers for individual teams within each division for each season to the Board of Directors for approval and appointment.
4. Coordinate mandatory coaching clinics to ensure all volunteer coaches are certified by the League to mentor and develop players.
5. In conjunction with Division Directors and Player Agent, administer the try-out and team assignment process for all levels of play.
6. Review and approve game and practice schedules of all divisions.
  
7. Direct all activities regarding Tournament Teams in accordance with By-Laws approved by the League Board of Directors. This includes coordination of

volunteers, selection of Managers and Coaches with Board of Director approval, coordination of tryout and player selection process in conjunction with Player Agent and Team Managers, serve as the official liaison with League, District, and other Little League officials.

8. Oversee the Fall Ball program and ensure all key elements are in place to implement this developmental activity.

Section 6. Vice President Softball. The VP Softball will oversee and be the League official responsible for the management of all programs and activities regarding Softball and T-Ball.

2. The VP Softball also shall:

1. Enforce the by-laws, league rules, and division guidelines for the Softball program, and bring any matters to the League President and Board of Directors that warrant their involvement and discussion.
2. Recommend Division Directors for each season to the Board of Directors for approval and appointment.
3. In conjunction with Division Directors, recommend Managers for individual teams within each division for each season to the Board of Directors for approval and appointment.
4. Coordinate mandatory coaching clinics to ensure all volunteer coaches are certified by the League to mentor and develop players.
5. In conjunction with Division Directors and Player Agent, administer the try-out and team assignment process for all levels of play.
6. Review and approve game and practice schedules of all divisions. Act as liaison with Berwyn Paoli Little League for all matters relating to inter-league play.
7. Direct all activities regarding Tournament Teams in accordance with By-Laws approved by the League Board of Directors. This includes coordination of volunteers, selection of Managers and Coaches with Board of Director approval, coordination of tryout and player selection process in conjunction with Player Agent and Team Manager, liaison with League, District, and other Little League officials.
8. Oversee the Fall Ball program and ensure all key elements are in place to implement this developmental activity.

Section 7. Player Agent. The Player Agent shall be the League official that acts as the advocate for all player members to the Board of Directors and general Membership. The Player Agent shall act as representative for all players at League meetings and activities (including player selection activities for regular – tournament – and fall seasons). The Player Agent will ensure to the best of their ability that all Little League and local League rules and guidelines are enforced.

Section 8. Safety Officer. - 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, solicits suggestions for making conditions safer, and reports suggestions to Little League International through the ASAP system. The Safety Officer is also responsible for coordinating and confirming all League Board of Directors, Managers and Coaches, and all Volunteers have submitted and completed the appropriate background check and reference information to the League and/or District.

Section 9. Information Officer. - The Information Officer manages the League's official web-site, ensures that league news and activities are updated on a regular basis, and displays enthusiasm for using the Internet to create a more enjoyable and efficient Little League experience.

Section 10. Resignation, Suspension, Removal from Position. The Board of Directors shall retain the right to suspend or remove any League Official, League Member, or Volunteer for cause, provided that the individual is given notice of his or her right to a hearing before the Board. The cause for suspension or removal must be specified, and the individual in question must be given the opportunity of due process, with prior notification of such pending action no less than ten (10) days in advance of the date for such a meeting. Reason for suspension or removal will be consistent with the League's stated objective.

1. In the event of removal from position, the Board may act immediately to fill the vacancy, and the person so designated to serve the unexpired term of the position and will not be denied the right of election or appointment to that position at any future time. Quorum and voting requirements outlined in Article VI – Section 4 apply to this section.

B. In the event of resignation of an official or appointed person of the League, the Board may act immediately to fill the vacancy, and the person so designated to serve the unexpired term of the position and will not be denied the right of election or appointment to that position at any future time.

Section 11. Appointments. All Vice Presidents and Key Volunteers will be appointed by the League President with the consent and approval of the Board of Directors. All Division Directors, Managers and Coaches of all teams in a given League Year will be appointed to those positions by the VP Baseball and VP Softball respectively, with the consent and approval of the Board of Directors.

## **ARTICLE IX – COMMITTEES**

Section 1. Nominating Committee. The Board of Directors shall act as a Nominating Committee which will be chaired by the League President.

1. The Nominating Committee shall investigate and consider candidates for Board of Director membership and shall present a slate of such candidates to stand for election at the Annual Meeting.

Section 2. Ad Hoc Committees. The Board of Directors may cause the creation of Ad Hoc committees as its needs or interests may dictate. At the time of their creation, appropriate duties and powers will be identified.

1. The Board retains the right to dissolve such Ad Hoc committees as it may cause to be created.

## ARTICLE X – AFFILIATION

Section 1. Charter. The Local League shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. The Local League shall devote its entire energies to the activities authorized by such charter and it shall not be affiliated with any other program or organization or operate any other program.

Section 2. Rules and Regulations. The Official Playing Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, Pennsylvania, shall be binding on this league.

Section 3. Local Rules, Ground Rules, and/or By-Laws. The local rules, ground rules, and/or by-laws of this Local League shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season, but shall in no way conflict with the Rules, Regulations, and policies of Little League Baseball, Incorporated, nor shall they conflict with this Constitution. The local rules, ground rules, and/or by-laws of this Local League shall expire at the end of each fiscal year, and are not considered part of this Constitution.

## ARTICLE XI – FINANCIAL AND ACCOUNTING

Section 1. Authority. The Board of Directors shall decide all matters pertaining to the finances of the League and it shall place all income including Auxiliary funds, in a common league treasury, directing the expenditure of funds in such a manner as will give no individual or team an advantage over those in competition with such individual or team.

Section 2. Solicitation of Funds. The Board shall not permit the solicitation of funds in the name of the League or Little League Baseball, Inc. unless all funds so raised are placed in The League treasury.

Section 3. Disbursement. The Board shall not permit the disbursement of League funds for other than the conduct of the program to meet its stated objectives, in accordance with the Articles of Incorporation and these By-Laws.

1. All monies received by the League will be deposited to the credit of the League in one or more accounts at a financial institution where all such accounts are insured against loss.

2. All disbursements shall be made by check or by voucher receipt of cash in circumstances where issuance of a check might not be feasible, but under no single circumstance will cash be dispersed in the amount of more than \$250.00.

Section 4. Accounting and Oversight. The President shall appoint with Board approval required an accounting professional to audit the League's finances at least one (1) time per year, or more frequently as appropriate.

## ARTICLE XII - INDEMNIFICATION

Section 1. Right to Indemnification. The League shall indemnify any person who was or is a party to, or threatened to be made a party to any threatened pending, or completed, action suite to proceeding either civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a Director, officer or employee of the League, or is or was serving at the request of the League, as a Director, officer or employee of another organization, against expenses (including attorney's fees) judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding to the extend that such person is not otherwise indemnified and the power to do so has been or may be granted by statute. For this purpose, the Board may, and on request of any such person shall be required to, determine in each case whether or not the applicable standards in any such statue have been met, or such determination shall be made to independent legal counsel, if the Board so directs or if the Board is not empowered by statute to make such determination.

Section 2. Indemnification Not Exclusive. The foregoing indemnification shall not be deemed exclusive in any other right to which one indemnified may be entitled, both as to action in an official capacity and as to action in another capacity while holding such office, and shall insure to be benefit of the heirs, executors and administrators of any such person.

Section 3. Insurance and Other Indemnification. The Board shall have the power to (a) purchase and maintain, at The League's expense, insurance on behalf of the League, and on behalf of others to the extent that power to do so has been or may be granted by statute, and (b) give other indemnification to the extent permitted by law.

## ARTICLE XIII – AMENDMENTS

Section 1. Constitution Amendments. This Constitution may be amended, repealed or altered in whole or in part by the Board of Directors at any meeting of the Board, by a two-thirds vote of those Directors holding office at the time of the vote, provided notice of the proposed change(s) is included in the notice of such meeting, and that the change(s), alteration(s), deletion(s), etc. do not invalidate the stated objective of the League as recorded in its Articles of Incorporation.

1. Amendments so approved by the procedure in Section 1 require ratification of the league Membership at an Annual or Special Meeting, so called for the purpose, prior to being validated and made part of these By-Laws, and such ratification shall require a two-thirds vote of Regular Member in good standing voting at the Annual or Special Meeting called for that purpose.

#### ARTICLE XIV – ADOPTION OF BY-LAWS

All persons present should take notice that these By-Laws, complete and full as recorded above were duly approved and favorably voted for at the Board meeting of October 25, 1983, and as amended on October 5, 1994, and as amended on January 8, 2007.

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President's Name (Print)    President's Signature    Date