



CONSTITUTION & BYLAWS

Kemptonville and District Little League



NOVEMBER 13, 2013
AMENDED NOVEMBER 19, 2014

Constitution

Amended: November 19, 2014

Article I: Name

This organization will be known as the Kemptville and District Little League, hereinafter referred to as "KDLL."

Article II: Objective

Section I

The objective of the KDLL shall be to implant firmly in its participants 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 II

To achieve this objective, the KDLL will provide a supervised program under the Rules and Regulations of Little League Baseball, Incorporated. All Directors, Officers and 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 the Canada Not-for-Profit Corporations Act (NFP Act), the KDLL 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.

Article III: Boundaries

The geographic boundaries of this organization shall be as per Attachment I of this Constitution.

Article IV: Membership

Section I - Membership Class(es)

There shall be the following classes of Members:

Regular Members: Any adult person actively interested in furthering the objectives of the KDLL and whose child (children) was (were) registered players in the current year may become a Regular Member upon election. The secretary shall maintain the roll of membership to qualify voting members. Only Regular Members in good standing are eligible to vote at General Membership Meetings. All Officers, Board Members, Committee Members, Managers and Coaches must be active Regular Members in good standing.

As used hereinafter, the word "Member" shall mean a Regular Member unless otherwise stated.

Section II – Other Affiliations

Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as members of the KDLL.

Regular Members should not be actively engaged in the promotion and/or operation of any other baseball/softball program.

Section III – Suspension or Termination of Membership

Membership may be terminated by resignation or action of the Executive Committee as follows.

- (i) The Executive Committee, by a two-thirds vote of those present at any duly constituted Executive meeting, shall have the authority to discipline or suspend or terminate the membership of any Member, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of the KDLL 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.

Article V – General Membership Meetings

Section I – Definition

A General Membership Meeting is any meeting of the membership of the league (including Special General Membership Meetings, Section 7). A minimum of one per year (Annual Meeting, see Section 6) is required.

Section II – Notice of Meeting

Notice of each General Membership Meeting shall be delivered personally, electronically or by mail to each Member at the last recorded address at least seven (7) days in advance of the meeting, setting forth the place, time and purpose of the meeting. In lieu of the above methods, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened General Membership Meeting.

Section III – Quorum

At any General Membership Meeting, the presence in person or representation by absentee ballot of (choose one) one third (33.3 percent) of the members (as defined in Article IV - Membership) shall be necessary to constitute a quorum. If a quorum is not present, no business shall be conducted.

Section IV – Voting

Only Regular Members shall be entitled to make motions and vote at General Membership Meetings. However, the Executive Committee may invite, admit and recognize guests for presentations or comments during General Membership Meetings. (Those eligible to take part at meetings of the Executive Committee are described in Article VI, Section 4.)

Section V – Absentee Ballots

For the expressed purpose of accommodating a Regular Member in good standing who cannot be in attendance at the Annual Meeting, or any General Membership Meeting at which new Board members will be elected, an

absentee ballot may be requested and obtained from the Secretary of the KDLL. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Election Chairman (appointed at the meeting) on the date of the meeting, prior to the voting portion of the election process.

Section VI – Annual General Meeting

The Annual Meeting of the Members of the KDLL shall be held **no later than six (6) months after the end of the Fiscal Year** for the purpose of electing new Members, electing the Executive Committee, receiving reports, reviewing the Constitution, appointing committees, and for the transaction of such business as may properly come before the meeting.

- (I) The Membership shall receive at the Annual Meeting of the Members of the Local League a report, verified by the President and Treasurer, or by a majority of the Executive Committee, showing:
 - (1) The condition of the KDLL, to be presented by the President or his/her designate;
 - (2) A general summary of funds received and expended by the KDLL for the previous year, the amount of funds currently in possession of the KDLL, and the name of the financial institution in which such funds are maintained;
 - (3) The whole amount of real and personal property owned by the KDLL, where located, and where and how invested;
 - (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;
 - (5) The names of the persons who have been admitted to regular membership in the KDLL during such year. This report shall be filed with the records of the KDLL and entered in the minutes of the proceedings of the Annual Meeting.
2. At the Annual Meeting, the Members shall determine the number of Executive Committee Officers to be elected for the ensuing year and shall elect such number of Officers. After the election, the Executive Committee shall assume the performance of its duties immediately. The Executive Committee's term of office shall continue until its successors are elected and qualified under this section. The Officers of the Executive Committee shall include, at a minimum, the President, one or more Vice Presidents, Treasurer, Secretary, a Director of Player Safety and an Umpire **Coordinator**.

Section VII – Special General Membership Meetings

Special General Membership Meetings of the Members may be called by the Executive Committee or by the Secretary or President at their discretion. Upon the written request of twenty (20) Members, the President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such Special General Membership Meeting shall be scheduled to take place not less than fourteen (14) days after the request is received by the President or Secretary.

Section VII – Rules of Order

Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except where same conflicts with this Constitution of the KDLL.

Article VI – Executive Committee

Section I – Authority

The management of the property and affairs of the KDLL shall be vested in the Executive Committee.

Section II - Increase in Numbers

The number of Executive Committee Officers so fixed at the Annual Meeting may be increased at any General Membership Meeting or Special Meeting of the Members. If the number is increased, the additional Officers may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Officers shall be by majority vote of all Regular Members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

Section III – Vacancies

If any vacancy occurs in the Executive Committee, by death, resignation or otherwise, it may be filled by a majority vote of the remaining Officers at any regular Executive Committee meeting or at any Special Executive Committee Meeting called for that purpose.

Section IV – Executive Committee Meetings, Notice and Quorum

Regular meetings of the Executive Committee shall be held immediately following the Annual Meeting and on such days thereafter as shall be determined by the Committee.

1. The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of three (3) Officers, issue a call for a Special Executive Committee Meeting. In the case of Special Executive Committee Meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.
2. Notice of each Committee meeting shall be given by the Secretary personally, electronically or by mail to each Officer at least fourteen (14) day(s) before the time appointed for the meeting to the last recorded address of each Officer.
3. Fifty percent (50%) of the members of the Executive Committee shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.
4. Only officers of the Executive Committee may make motions and vote at meetings of the Executive Committee. However, the Executive Committee may invite, admit and recognize guests for presentations or comments during Committee meetings

Section V – Duties and Powers

The Executive Committee shall have the power to appoint such standing committees as it shall determine appropriate and to delegate such powers to them as the Committee shall deem advisable and which it may properly delegate.

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

The Executive Committee shall have the power by a two-thirds vote of those present at any regular Executive Committee or Special Executive Committee Meeting to discipline, suspend or remove any Officer or Committee Member of the KDLL in accordance with the procedure set forth in Article III, Section 4 (a).

Section VI – Rules of Order

Robert's Rules of Order shall govern the proceedings of all Executive Committee Meetings, except where same conflicts with this Constitution of the KDLL

Article VII – Duties and Powers of the Executive Committee

Section I – The President

The President shall:

1. Conduct the affairs of the KDLL and execute the policies established by the Executive Committee.
2. Present a report of the condition of the KDLL at the Annual Meeting.
3. Communicate to the Executive Committee such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the KDLL
4. Be responsible for the conduct of the KDLL in strict conformity to the policies, principles, Rules and Regulations of Little League Baseball, Incorporated, as agreed to under the conditions of charter issued to the KDLL by that organization.
5. Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of the KDLL such contracts and leases they may receive and which have had prior approval of the Executive Committee.
6. Investigate complaints, irregularities and conditions detrimental to the KDLL and report thereon to the Executive Committee as circumstances warrant.
7. With the assistance of the Registrar, examine the application and support proof-of age documents of every player candidate and certify to residence and age eligibility before the player may be accepted for tryouts and selection.

Section II – The Vice-President – Baseball Operations

The Vice-President – Baseball Operations shall:

1. Perform such duties as from time to time may be assigned by the Executive Committee or by the President.
2. Be responsible for the coordination of all activities relating to baseball year round.
3. Coordinate with the President, Director of Equipment, Director of Player Safety and Registrar in making sure that all safety issues are addressed.
4. Ensure that all baseball covenors, coaches and players at all levels are receiving proper instruction.
5. Report to the President on all activities undertaken for the conduct of KDLL's baseball operations.

Section III – The Vice-President – Softball Operations

The Vice-President – Softball Operations shall:

1. Perform such duties as from time to time may be assigned by the Executive Committee or by the President.
2. Be responsible for the coordination of all activities relating to softball year round.
3. Coordinate with the President, Director of Equipment, Director of Player Safety and Registrar in making sure that all safety issues are addressed.
4. Ensure that all baseball covenors, coaches and players at all levels are receiving proper instruction.
5. Report to the President on all activities undertaken for the conduct of KDLL's softball operations.

Section IV – The Vice-President – Finance and Administration

The Vice-President – Finance and Administration shall:

1. Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or the Executive Committee so to act. When so acting, the Vice President –

Finance and Administration shall have all the powers of that office.

2. Perform such duties as from time to time may be assigned by the Executive Committee or by the President.
3. Be responsible for the oversight and coordination of all activities relating to the Finance and Administration of KDLL, including: financial affairs, public affairs, registration, equipment and field management, health and safety, electronic communications, government relations, tournaments, and officiating.
4. Report to the President on all activities undertaken for the conduct of KDLL's operations.

Section V – The Secretary

The Secretary shall:

1. Be responsible for recording the activities of the KDLL and maintain appropriate files, mailing lists and necessary records.
2. Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary or as may be assigned by the Executive Committee.
3. Maintain a list of all Regular Members, Executive Committee Officers and committee members and give notice of all meetings of the KDLL, the Executive Committee and Committees.
4. Keep the minutes of the meetings of the Members and the Executive Committee, and cause them to be recorded.
5. Conduct all correspondence not otherwise specifically delegated in connection with said meeting and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed.
6. Notify Members, Officers and committee members of their election or appointment.

Section VI – The Treasurer

The Treasurer shall:

1. Perform such duties as are herein set forth and such other duties as are customarily incident to the Office of Treasurer or may be assigned by the Executive Committee.
2. Receive all moneys and securities, and deposit same in a depository approved by the Executive Committee.
3. Keep records for the receipt and disbursement of all moneys and securities of the KDLL, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Executive Committee. All disbursements by check must have dual signatures.
4. Prepare an annual budget, under the direction of the Vice-President, Finance and Administration, for submission to the Members at the Annual Meeting.
5. Prepare an annual financial report, under the direction of the Vice-President, Finance and Administration, for submission to the Membership at the Annual Meeting.

Section VII – Director of Player Safety

The Director of Player Safety shall:

1. Be responsible to create awareness, through education and information, of the opportunities to provide a safer environment for children and all participants of the KDLL.
2. Develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance and reporting.
3. Report to the Vice-President, Finance and Administration on all activities undertaken for the conduct of player safety.

Section VIII – Umpire Coordinator

The Umpire Coordinator shall:

1. Be responsible for the recruiting, hiring, and scheduling of all umpires for baseball and softball.
2. Coordinate with the Umpire-in-Chief to schedule all training clinics, seminars, etc.
3. Coordinate with the Vice President and Umpire-in-Chief to prepare all umpire work schedules for games and tournaments.
4. Notify the Treasurer of payment of umpires.
5. Provide umpires with the appropriate rulebooks.
6. Ensures that the diamonds have the appropriate equipment for the umpires. Work with the Director of Equipment to ensure the proper safety equipment is in place.
7. Ensure that the umpires have the proper uniforms.
8. Report to the Vice-President, Finance and Administration on all activities undertaken for the conduct of KDLL's officiating.

Section IX – Director of Public Affairs

The Director of Public Affairs shall:

1. Set up and manage the KDLL's official website.
2. Set up online registration and ensure the KDLL rosters are uploaded to Little League.
3. Assign online administrative rights to other local volunteers.
4. Collect, post, and distribute important information on KDLL activities to Little League Baseball, Incorporated, the district, the public, KDLL members, and the media..
5. Serve as primary contact person for the KDLL to the media.
6. Report to the Vice-President, Finance and Administration on all activities undertaken for the conduct of KDLL's public affairs.

Section X – Director of Fundraising and Local Awareness

The Director of Fundraising and Local Awareness shall:

1. Solicit and secure local sponsorships to support KDLL operations.
2. Collect and review sponsorship and fundraising opportunities.
3. Organize and implement approved KDLL fundraising activities.
4. Coordinate participation in fundraising activities.
5. Maintain records of monies secured through sponsorship and fundraising initiatives
6. Organize and implement approved KDLL activities for raising awareness of KDLL activities in the community.
7. Report to the Vice-President, Finance and Administration on all activities undertaken for the conduct of KDLL's fundraising and local awareness activities.

Section XI – Director of Equipment

The Director of Equipment shall:

1. Pre-season, purchase new equipment based on requirement and budget (to be discussed with the Executive Committee).
2. Ensure that indoor practice equipment is ready and distributed to Spring Training coaches.
3. Pre-season, review all equipment and ensure that the proper equipment is placed in bags for the appropriate levels Organize distribution of equipment to coaches.
4. Maintain an electronic inventory of all equipment to ensure that all equipment is returned and that equipment which has exceeded its life expectancy is replaced.

5. At season end, organize, receive, sort and store equipment.
6. Ensure the upkeep of all diamonds, fences, bleachers, batting cage.
7. Maintain in good working condition liners, rakes etc.
8. Report to the Vice-President, Finance and Administration on all activities undertaken for the conduct of KDLL's equipment and field maintenance activities.

Section XII – Registrar

The Registrar shall:

1. Work closely with the Executive Committee regarding the current registration information (dates, times, format, accessibility of KDLL officers).
2. Work with the Director of Public Affairs in the development of the online registration forms, updating all fields as required, inform the Director of Public Affairs of the registration dates and times so they can be advertised.
3. Collect all registration forms and payments (physical and/or electronic payment via PayPal) while registration is underway.
4. Book the facilities required for paper-based registration and coordinate assistance to ensure all registration times and dates are manned for receipt of payment and forms.
5. Ensure that all registration monies are given to the Treasurer for input into the financial ledger and deposit to the bank.
6. Coordinate with the Treasurer refunds as required.
7. Communicate with Division Convenors, coaches and managers of all teams (Baseball and Softball) to obtain final rosters (players, coaches, managers). The Registrar must also communicate with the Umpire Coordinator regarding the completion of an umpire roster and with the Executive Committee to form a listing of these personnel for the completion and submission to Little League Canada for the application of insurance.
8. Be responsible for coordinating, planning, and directing all team picture taking, etc.
9. Report to the Vice-President, Finance and Administration on all activities undertaken for the conduct of player registration.

Section XIII – Director of Tournaments

The Director of Tournaments shall:

1. Be responsible for coordinating, planning, and directing all KDLL tournaments.
2. Be responsible for coordinating, planning, and directing all T-Ball and Coach Pitch Fun Day events.
3. Coordinate with the Treasurer to ensure that all tournament and Fun Day related invoices are paid.
4. Report to the President on all activities undertaken for the conduct of KDLL tournaments.

Section XIV – Director of Player Development

The Director of Player Development shall:

1. Ensure the proper representation of the BlastBall, T-Ball and Coach Pitch Divisions on the Executive Committee.
2. Coordinate with the Director of Equipment and coaches/managers in making sure that equipment bags and uniforms are distributed to and returned by managers in a timely manner.
3. Coordinate with the Vice-President, Director of Equipment, and Director of Player Safety in making sure that all safety issues are addressed.
4. Report to the Vice-President, Finance and Administration on all activities undertaken for the conduct of player development.

Article VIII – Other Committees

Section I – Nominating Committee

The Executive Committee may appoint a Nominating Committee consisting of three (3) Executive Committee Officers and other appointed Regular Members. The Committee shall investigate and consider eligible candidates and submit at the Annual Meeting a slate of candidates for the Executive Committee.

Section II – Membership Committee

The Executive Committee may appoint a Membership Committee consisting of three (3) Executive Committee Officers and other appointed Regular Members. The Committee shall receive the names of prospective Regular Members, investigate for eligibility and recommend those qualified for election at the annual, regular or any special meeting of the Members or the Executive Committee as the case may be.

Section III – Finance Committee

The Executive Committee may appoint a Finance Committee consisting of not less than three (3) nor more than five (5) Executive Committee Officers. The Treasurer shall be an ex-officio member of the Committee. The Committee shall investigate ways and means of financing the KDLL including team sponsorships and submit recommendations.

Section IV – Building and Fields Committee

The Executive Committee may appoint a Building and Fields Committee consisting of three (3) Executive Committee Officers and other appointed Regular Members. The Committee shall investigate and recommend available, suitable sites and plans for development, including ways and means, the latter in cooperation with the Finance Committee. It shall be responsible for repair and improvement recommendations, other than normal maintenance, and supervise the performance of approved projects.

Section V – Managers Committee

The Executive Committee may appoint a Managers Committee consisting of three (3) Executive Committee Officers. The Committee shall interview and investigate prospective managers and coaches, including those for the All-Star teams and recommend acceptable candidates to the President, for appointment and subsequent approval by the Executive Committee. It shall, during the playing season, observe the conduct of the managers and coaches and report its findings to the President of the KDLL. It shall, at the request of the President or Executive Committee, investigate complaints concerning managers and coaches and make a report thereof to the President or Executive Committee as the case may be.

Section VI – Umpires Committee

The Executive Committee may appoint an Umpire Committee consisting of three (3) Executive Committee Officers and other appointed Regular Members. The KDLL President shall be chairman of any such Committee. The Committee shall recruit, interview and recommend to the President for appointment a staff of umpires and replacements. When appointed, the staff of umpires shall be under the personal direction of the KDLL President, assisted by the Umpire-in-Chief and Umpire Coordinator who shall train, observe and schedule the staff.

Section VII – Fundraising and Local Awareness Committee

The Executive Committee may appoint a Fundraising and Local Awareness Committee consisting of the Director of Fundraising and Local Awareness and two (2) other Executive Committee Officers and other appointed Regular Members. The Committee shall review, evaluate and coordinate fundraising and local awareness projects and make recommendations to the Executive Committee. The Executive Committee shall approve in advance all projects and actions of the Committee.

Section VIII – Tournaments Committee

The Executive Committee may appoint a Tournaments Committee consisting of the Director of Tournaments and two (2) other Executive Committee Officers and other appointed Regular Members. The Committee shall review, evaluate and coordinate tournament activities and make recommendations to the Executive Committee. The Executive Committee shall approve in advance all projects and actions of the Committee.

Section IX – Auditing Committee

The Executive Committee may appoint an Auditing Committee consisting of three (3) Executive Committee Officers. The President, Treasurer or signatories of checks are not eligible. The Committee will review the KDLL's books and records annually prior to the Annual Meeting and attach a statement of its findings to the annual financial statement of the President and Treasurer; or may, if directed by the Executive Committee or Membership, secure the services of a Certified Public Accountant to accomplish such review.

Article IX – Affiliations

Section I – Charter

The KDLL shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. The KDLL 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 II – Rules and Regulations

The Official Playing Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, Pennsylvania, shall be binding on the KDLL.

Section III - Local Rules, Ground Rules and/or Bylaws

The local rules, ground rules and/or bylaws of this Local League shall be adopted by the Executive Committee 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 bylaws of the KDLL shall expire at the end of each fiscal year, and are not considered part of this Constitution. (See Article XI, Section 7 for fiscal year of this league.)

Article X – Finance and Accounting

Section I – Authority

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

Section II – Contributions

The Executive Committee shall not permit the contribution of funds or property to individual teams but shall solicit funds for the common treasury of the KDLL, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the KDLL.

Section III – Solicitations

The Executive Committee shall not permit the solicitation of funds in the name of Little League Baseball, Incorporated unless all of the funds so raised be placed in the KDLL treasury.

Section IV – Disbursement of Funds

The Executive Committee shall not permit the disbursement of KDLL funds for other than the conduct of Little League activities in accordance with the rules, regulations and policies of Little League Baseball, Incorporated. All disbursements shall be made by check or PayPal. All checks shall be signed by the KDLL Treasurer and such other officer or officers or person or persons as the Executive Committee shall determine.

Section V – Compensation

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

Section VI – Deposits

All moneys received, shall be deposited to the credit of the KDLL in its PayPal Account or bank account(s).

Section VII – Fiscal Year

The fiscal year of the KDLL shall begin on **January 1** and shall end on **December 31**.

Section VIII - Distribution of Property upon Dissolution

Upon dissolution of the KDLL and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of the KDLL to one or more qualified donees within the meaning of subsection 248(1) of the Income Tax Act.

Article XI – 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.

This Constitution was approved by the Kemptville and District Little League Membership on:

(date).

President's Name (Print)

President's Signature

(date).

Little League ID No.
