

Murphey Candler Little League Constitution and By-Laws

Article I – Name

This organization shall be known as Murphey Candler Little League, hereinafter referred to as “MCLL.” MCLL shall annually operate a recreational youth baseball program at Murphey Candler Park, 1551 West Nancy Creek, Brookhaven, GA 30319.

Article II – Objective

SECTION 1

The objective of the MCLL shall be to implant firmly in the children of the community the ideas 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 MCLL will provide a supervised recreational baseball program under the rules and regulations of a national youth baseball association to be determined by the Board of Directors of MCLL. All Directors, Officers and Members shall bear mind that the attainment of exceptional athletic skill or in 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, MCLL shall operate exclusively as a nonprofit educational organization providing a supervised program of competitive baseball. 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

Eligibility. Any person sincerely interested in active participation to affect the objective of MCLL may become a member.

SECTION 2

Classes. There shall be the following classes of members:

- a) Player Members. Any player candidate who resides within the defined boundaries of MCLL shall be eligible to participate but shall have no rights, duties or obligations in the management or in the property of the MCLL.
- b) Regular Members. Any adult person who has a child or other dependent playing at MCLL. Regular members of the league automatically include all current Managers, Coaches, Team Parents, Volunteer Umpires, Board Members, Officers of the Board and any other person who is recognized by the Board as a volunteer in the Local League.
- c) Honorary Members. Any person may be elected as Honorary Member by the unanimous vote of all Directors present at any duly held meeting of the Board of Directors but shall have no rights, duties or obligations in the management of in the property of the Local League.
- d) Sustaining Members. Any person not a Regular Member who makes a financial or other contribution to the Local League may by a majority vote of the Board of Directors become a Sustaining Member, but such person shall have no rights, duties or obligations in the management or in the property of the Local League.

SECTION 3

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 MCLL.

SECTION 4

Suspension or termination. Membership may be terminated by resignation or action of the Board of Directors.

a) The Board of Directors, by a two-thirds vote of those present at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class when the conduct of such person is considered detrimental to the best interests of the MCLL. 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 of which the player is a member. Said manager shall appear, in the capacity of an advisor, with the player before a duly appointed committee of the Board of Directors, which shall have full power to suspend or revoke such player's right to future participation.

Article IV – Dues

SECTION 1

Dues for Regular Members may be fixed at such amounts as the Board of Directors shall determine prior to the beginning of any membership period. (See Article XI, Section 7 for fiscal year of this league). Note: Dues for Regular Members are separate from registration fees for Player Members, which are determined annually by the Board.

SECTION 2

Regular members who fail to pay their fixed dues within thirty (30) days from the time the same become due may by vote of the Board be dropped from the rolls and shall forfeit all rights and privileges of membership.

SECTION 3

A reasonable participation fee may be assessed as a parents' obligation to assure the operational continuity of the MCLL. AT NO TIME SHOULD PAYMENT OF ANY FEE BE A PREREQUISITE FOR PARTICIPATION IN THE BASEBALL PROGRAM.

Article V – Meetings

SECTION 1

Annual Meeting. The annual meeting of the Members of the MCLL shall be held on the second Sunday or at another date set by the Board during the month of June each year for the purpose of electing a Board of Directors, receiving reports and for the transaction of such business as may properly come before the meeting. After the Board of Directors is elected, the board shall meet to elect the officers.

SECTION 2

Notice of Meeting. Notice of each meeting of the Members shall be delivered personally, electronically or mailed or otherwise delivered to each Member at the last recorded address at least five (5) days in advance thereof setting forth the place, time and purpose of the meeting; or in lieu thereof, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened meeting.

SECTION 3

Special Meetings. Special meeting of the Members may be called by the Board of Directors or by the Secretary or President at their discretion. Upon written request of ten (10) 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 Members.

SECTION 4

A number of regular members present in person or presented by absentee ballot that is equal to or greater than 5 percent (5%) of the total regular membership shall constitute a quorum for the annual meeting or special meetings. One half (1/2) of the Board of Directors shall constitute a quorum for any meeting of the Board of Directors.

SECTION 5

Voting. Only Regular Members shall be entitled to vote at any meeting of the MCLL.

SECTION 6

Absentee Ballot. For the expressed purpose of accommodating a regular member in good standing who cannot be in attendance at the annual meeting, an absentee ballot may be requested and obtained from the Secretary of the league. The absentee ballot shall be properly completed, signed and returned to the Secretary prior to the date of the annual or special meeting. The Secretary shall present all absentee ballots prior to the conduct of the voting process.

SECTION 7

Rules of Order. Robert Rules of order shall govern the proceedings of all meetings, except where same conflicts with the Constitution or By-Laws of the MCLL.

Article VI – Board of Directors

SECTION 1

Board and Number. The management of the property and affairs of the MCLL shall be vested in the Board of Directors. The number of Directors shall be not less than seven (7). The Directors shall upon election immediately enter upon the performance of their duties and shall continue in office until their successors shall have been duly elected and qualified.

SECTION 2

Required Members. The Board membership shall include the Officers, including the Player Agent, Safety Officer, Coaching Coordinator and a minimum of one manager.

SECTION 3

Annual Election and Term of Office. Conclusion of the Annual Meeting is start date for current board of directors. At each 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 so fixed may, within the limits prescribed by the foregoing Section 1, be increased at any regular or special meeting of the Members, and if the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent meeting. All elections of Directors shall be by majority vote of all members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

SECTION 4

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 5

Meetings, Notice and Quorum. Regular meetings of the Board of Directors shall be held immediately following the annual election and on such days thereafter as shall be determined by the Board. The President or the Secretary may, whenever they deem it advisable or the Secretary shall at the request in writing of seven (7) Directors issue a call for a special meeting of the Board. Notice of each meeting shall be given by the Secretary to each Director either by mail at least (3) days before the time appointed for the meeting to the last recorded address of each Director, or by telephone or by electronic or personal notice twenty-four 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. One-half (1/2) of the Board of Directors shall be constitute a quorum for the transaction of business.

SECTION 6

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 and which it may properly delegate. The Board may adopt such rules and regulations for the conduct of its meetings and the management of the MCLL as it may deem proper.

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

The Membership shall receive at the annual meeting of the Members of MCLL a report verified by the President and Treasurer or by a majority of the Directors, showing the total assets and real and personal property owned by MCLL, where located, and where and how invested; and the total income and expenditures for the year immediately preceding the date of the report, which report shall be filed with the records of the MCLL and an abstract thereof entered in the minutes of the proceedings of the annual meeting.

Article VII – Executive Committee

SECTION 1

The Board of Directors may appoint an Executive Committee which shall consist of not less than three (3) or more than seven (7) Directors, one of whom shall be the President of the MCLL.

SECTION 2

The Executive Committee shall advise and assist the Officers of the MCLL in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by the Board.

SECTION 3

At any meeting of the Executive Committee a majority of the total number of members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee.

Article VIII – Other Committees

SECTION 1

Nominating Committee – The Board of Directors may appoint a Nominating Committee consisting of not less than three (3) Directors. The Committee shall investigate and consider eligible candidates and submit at the annual meeting a slate of candidates for the Board of Directors. The Committee shall also submit for consideration by the Board of Directors a slate of Officers and Committee Members.

SECTION 2

Finance Committee. The Board of Directors may appoint a Finance Committee consisting of not less than three (3) nor more than five (5) Directors. The Treasurer shall be an ex-officio member of the Committee. The Committee shall investigate ways and means of financing the MCLL including team sponsorship and submit recommendations. It shall be responsible for taking up collections at games, if such collections are authorized by the MCLL and shall turnover said collections to the Treasurer immediately after each game.

The Committee will review the MCLL books and records annually prior to the Annual Meeting and attach a statement of their findings to the annual financial statement of the President and treasurer; or may, if directed by the Board of Directors or Membership, secure the services of a Certified Public Accountant to accomplish such review.

SECTION 3

Managers Committee. The Board of Directors may appoint a Managers Committee consisting of not less than three (3) Directors. The Committee shall investigate prospective managers and coaches, including those for the Minor League teams and recommend acceptable candidates to the President, for appointment and subsequent approval by the Board of Directors. It shall, during the playing season, observe the conduct of the managers and coaches and report its findings to the President of MCLL. It shall, at the request of the President or Board of Directors, investigate complaints concerning managers and coaches and make a report thereof to the President or Board of Directors as the case may be.

SECTION 4

Auxiliary Committee. The Board of Directors may appoint an Auxiliary Committee consisting of the MCLL Treasurer and not less than two (2) other Directors and other appointed Regular Members. The Committee shall coordinate the activities of the Auxiliary. It shall review and evaluate auxiliary projects for raising money and disposition of profits, and make recommendation to the Board. The Board of Directors shall approve in advance all projects and actions of the Auxiliary.

Article IX – Officers, Duties and Powers

SECTION 1

Election. Immediately following the annual meeting, the Directors present, provided there be a quorum, shall meet for the purpose of electing Officers and appointing committees for the ensuing year.

SECTION 2

Officers. The Officers of the MCLL shall consist of a President, one or more Vice Presidents, a Secretary, and a Treasurer, all of whom shall hold office for the ensuing year or until their successors are duly elected. Regulations 1(b).

The Board of Directors may appoint such other Officers or agents as it may deemed necessary or desirable, and may prescribe the powers and duties of each and may fill any vacancy which may occur in any office. 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 3

President. The President shall:

- a) Conducts the affairs of the MCLL and execute the policies established by the Board of Directors.
- b) Present a report of the condition of the MCLL at the annual meeting.
- c) Communicate to the Board of Directors, such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Local League.
- d) Be responsible for the conduct of the MCLL in strict conformity with the policies, principles, Rules and Regulations of the national youth baseball association MCLL is affiliated with.
- e) Designate in writing, other officers if necessary, to have power to make and execute for/and in the name of the MCLL such contracts and leases they may receive and which have had prior approval of the Board.
- f) Investigate complaints, irregularities and conditions detrimental to the MCLL and report thereon to the Board or executive Committee as circumstances warrant.

SECTION 4

Executive Vice President. In case of the absence or disability of the President, and provided he is authorized by the President or Board so to act, the Executive Vice President shall perform the duties of the President, and when so acting, shall have the powers of that office, and shall have such other duties as from time to time may be assigned by the Board of Directors or by the President.

SECTION 5

Vice Presidents. Vice Presidents shall perform such duties as from time to time may be assigned by the Board of Directors or by the President.

SECTION 6

Secretary. The Secretary shall:

- a) Be responsible for recording the activities of the MCLL and maintain appropriate files, mailing lists, and necessary records.
- b) Perform such duties as are herein specifically set forth, in addition to such other duties are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.
- d) Keep the minutes of the meetings of the Members, the Board of Directors and the Executive Committee, and cause them to be recorded in a book kept for that purpose.

- e) Shall conduct all correspondence not otherwise specifically delegated in connection with said meetings and shall be responsible for carrying out all orders, votes, and resolutions not otherwise committed.
- f) Notify Members, Directors, Officers and Committee Members of their election or appointment.

SECTION 7

Treasurer. The Treasurer shall:

- a) Perform such duties as herein specifically set forth and such other duties as are customarily incident to the Office of the Treasurer or may be assigned by the Board of Directors.
- b) Receive all monies and securities and deposit same in a depository approved by the Board of Directors.
- c) Keep records for the receipt and disbursement of all monies and securities of the MCLL, including the Auxiliary, approve all payments from allotted funds, and draw checks therefore in agreement with policies established in advance of such actions by the Board of Directors. All disbursements greater than \$25,000 by check must express prior approval of the Board of Directors.
- d) Prepare an annual budget, under the direction of the President, for submission to the Board of Directors at the annual meeting.
- e) Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the annual meeting.

SECTION 8

Player Agent. The Player Agent shall:

- a) Record all player transactions and maintain an accurate and up-to-date record thereof.
- b) Receive and review applications for player candidates and assist the President in checking residence and age eligibility.
- c) Conduct the player draft and all other player transactions or selection meetings.
- d) Prepare the Player Agent's lists.

SECTION 9

Safety Officer. The Safety Officer shall:

- a) Coordinate all safety activities including supervision of ASAP (A Safety Awareness Program).
- b) Ensures safety in player training, ensures safe playing conditions, coordinates reporting and prevention of injuries.

SECTION 10

Coaching Coordinator. The Coaching coordinator:

- a) Represents coaches/managers in league; presents a coach/manager training budget to the board; gains the support and funds necessary to implement a league-wide training program
- b) Orders and distributes training materials to players, coaches and managers; coordinates mini-clinics as necessary; helps the manager-coach education program for the league.

Article X – Managers, Coaches and Umpires

SECTION 1

Team Managers and Coaches shall be appointed annually by the President, and be approved by the Board of Directors. Managers shall be responsible for the selection of their teams and for their actions on the field.

SECTION 2

Umpires shall be appointed annually by the President, with the approval of the Board of Directors, who shall be responsible for their assignments and for their actions on the field.

SECTION 3

Player Agents shall not manage or coach in their respective league. League Directors shall not manage, coach or umpire in their respective league.

Article XI – Affiliation

SECTION 1

Charter. MCLL shall associate with a national youth baseball association as determined by the Board of Directors by a two-thirds (66.67%) majority. Such determination to be made and communicated to the Members prior to the opening of player registration if such affiliation is to be changed for the upcoming season.

SECTION 2

Rules and Regulations. MCLL shall adopt a set of generally accepted national youth baseball rules as determined by the Board of Directors with the necessary Local League Rules that meet the needs of MCLL's program. Copies of these rules will be made available to all Members.

SECTION 3

Local League rules. The Board of Directors may adopt and administer such local league rules as required for the safe and effective administration. The local rules of the MCLL shall be adopted by the Board of Directors at a meeting to be held no less than one month previous to the first scheduled game of the season.

Article XII – Financial and Accounting

SECTION 1

The Board of Directors shall decide all matters pertaining to the finances of MCLL and it shall place all income, including Auxiliary funds, in a common league treasury, directing the expenditure of same in such a 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 contribution of funds or property to individual teams but shall solicit for the common treasury of the MCLL, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the MCLL.

SECTION 3

The Board shall not permit the solicitation of funds in the name of MCLL unless all of the funds so raised are placed in the MCLL treasury.

SECTION 4

The Board shall not permit the disbursement of MCLL funds for other than the conduct of recreational youth baseball activities conducted by MCLL and improvements to the baseball facilities used by MCLL. .

SECTION 5

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

SECTION 6

All monies received, including Auxiliary Funds, shall be deposited to the credit of the MCLL in a U.S. federally chartered financial institution covered by the Federal Deposit Insurance Corporation. All disbursements shall be made by check, debit card or electronic transfer. All disbursements shall be authorized by the MCLL Treasurer and such other Officer or Officers or person(s) as the Board of Directors shall determine.

SECTION 7

The fiscal year of the MCLL 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 MCLL and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of the MCLL to another Federally Incorporated entity which maintains the same objectives as set forth herein, which are or may be entitled to exemption under section 501(c)(3) of the Internal Revenue Code or any further corresponding provision.

Articled XIII – Amendments

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 Members provided notice of the proposed change is included in the notice of such meeting.

This Constitution was approved by MCLL membership on June 12, 2016.