

By-Laws of Gulfport Little League, Inc. a Not-for-profit corporation.

Article I – Name:

The organization, previously known as Gulfport Lions Little League, shall be known as Gulfport Little League, Inc. hereinafter referred to as “Gulfport Little League”.

Article II – Objective:

Section 1.

The objective of Gulfport Little League shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority, so that they may be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

Section 2.

To achieve this objective, Gulfport Little League 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 the primary importance. In accordance with Section 501(c)(3) of the Federal Internal Revenue Code, Gulfport Little League shall operate exclusively as a non-profit education organization providing a supervised program of competitive baseball and softball games. No part of the net earnings shall insure to the benefit of any private shareholder or individual; no substantial part of the activities may 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 further the objective of Gulfport Little League may apply to become a Member.

Section 2.

Classes: There shall be the following classes of Members:

- (a) Player Members: Any player candidate meeting the requirement of Little League Regulation IV shall be eligible to compete for participation. Player Members shall have no rights, duties or obligations in the management or in the property of Gulfport Little League.
- (b) Regular Members: Any adult person actively interested in furthering the objectives of Gulfport Little League may become a Regular Member upon election and payment of dues as hereinafter provided. Regular Members shall be issued a card numbered in sequential order annually. 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, Coaches, Volunteer Umpires and other elected or appointed officials must be active Regular Members in good standing.

Section 3.

Other Affiliations.

- (a) Regular or Player Members shall not be required to be affiliated with any other organization or group to qualify as members of Gulfport Little League.

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- (b) Regular Members should not be actively engaged in the promotion and/or operation of any other baseball / softball program to the detriment of Gulfport Little League.

Section 4.

Suspension or Termination: Membership may be terminated by resignation or action of the Board of Directors as follows:

- (a) The Board of Directors, by a two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class, including Managers and Coaches, when the conduct of such person is considered detrimental to the best interests of gill and/or Little League Baseball Incorporated. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.
- (b) The Board of Directors shall, in case of a Player Member: Give notice to the Manager of the team for which the player is a player Member. Said Manager shall appear, in the capacity of an adviser, with the player before the Board of Directors or a duly appointed committee of the Board of Directors. The Player's parent(s) or legal guarding(s) may also be present. The Board of Directors shall have full power to suspend or revoke such player's right to future participation by two-thirds vote of those present a any duly constituted meeting (quorum is required).

Article IV – Dues for Regular Members (not Player Members):

Section 1.

Dues for Regular Members may be fixed at such amounts as the Board of Directors shall determine for a particular fiscal year (see Article XI, Section 7 for fiscal year). Dues should be set to cover the cost of providing membership cards and not considered a source of fund raising.

Note: Dues for Regular Members are separate from registration fees for Player Members.

Section 2.

Membership cards will be available for purchase at each monthly General Meeting during the period of January through May of each year.

Section 3.

Only Regular Members who have paid their dues within the time period as stated above may make motions, nominations, or vote at General Membership Meetings or Special General Membership Meetings.

Article V – General Membership Meetings:

Section 1.

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

Section 2.

Notice of Meeting. Notice of each General Membership meeting shall be delivered personally, electronically or by mail (at the last recorded address) to each Regular Member at least seven (7) days in advance of the meeting, setting forth the place, time

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and purpose of the meeting. In lieu of the above methods notice by be authorized at a regularly convened General Membership Meeting.

Section 3.

Quorum: At any General Membership Meeting the presence in person or representation by absentee ballot of one-fifth (20 percent) of the members shall be necessary to constitute a quorum. If a quorum is not present, no business shall be conducted.

Section 4.

Voting: Only Regular Members shall be entitled to make motions and vote at General Membership Meetings. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General Membership Meetings.

Section 5.

Absentee Ballot: For the 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 of Directors members will be elected, an absentee ballot may be requested and obtained from the Secretary of Board of Directors. 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 6.

Annual Meeting of the Members: The Annual Meeting of the Members of Gulfport Little League shall be held The Third Saturday in June each year at 2 PM for the purpose of electing a Board of Directors, for receiving reports and for the transaction of such business as may properly come before such meeting.

(a) The Membership shall receive at the Annual Meeting of the Members of Gulfport Little League a report, verified by the President and Treasurer, or by a majority of the Board of Directors, showing:

- (1) The condition of Gulfport Little League, to be presented by the President or their designate.
- (2) A general summary of funds received and expended by Gulfport Little League for the previous year, the amount of funds currently in possession of the league, and the name of the financial institution in which such funds are maintained.
- (3) The whole amount of real and personal property owned by Gulfport Little League, where located, an 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 Gulfport Little League during such year. This report shall be filed with the records of Gulfport Little League and entered in the minutes of the proceedings of the Annual Meeting.

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- (b) 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 not be less than six (6). Election shall be by plurality vote.
- (c) After the Board of Directors is elected, the Board shall meet to elect the Officers. After the election, the Board of Directors shall assume the performance of its duties immediately. The Boards term of office shall continue until its successors are elected and qualified under this section.
- (d) The Offices of the Board of Directors shall include, at a minimum, the President, one or more Vice Presidents, Treasurer, Secretary, one or more Player Agents and a Safety Officer.

Section 7.

Special General Membership Meetings. Special General Membership Meetings of the Members may be called by the Board of Directors. Upon the written request of ten (10) Members in good standing, 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 ten (10) days after the President or Secretary receives the request.

Section 8.

Robert's Rules of Order shall govern all General Membership Meeting and Special General Membership Meeting, except where they conflict with these by-laws or the Constitution of Gulfport Little League.

Article VI – Board of Directors

Section 1.

Authority: The management of the property and affairs of Gulfport Little League shall be vested in the Board of Directors.

Section 2.

Increase in number. The number of Board of Directors so fixed at the Annual Meeting may be increased at any General Membership Meeting or Special General Membership Meeting. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Directors 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 3.

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 Board of Directors meeting or at any Special Board of Directors meeting called for that purpose.

Section 4. Board 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 of Directors.

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- (a) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of five (5) Directors, issue a call for a Special Board Meeting. In the Case of Special board Meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.
- (b) Notice of each Board meeting shall be given by the Secretary personally, electronically or by mail (at the last recorded address) to each Director at least ten (10) days before the time appointed for the meeting.
- (c) Five (5) Members of the Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.
- (d) Only members of the Board of Directors may make motions or 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 5.

Duties and Powers:

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

The Board of Directors may adopt such rules and regulations for the conduct of its meetings and the management of Gulfport Little League as it may deem proper, provided such rules and regulations do not conflict with these by-laws or Gulfport Little League Constitution.

They shall have the power by two-thirds vote of those present at any regular Board of Directors or Special Board of Directors meeting to discipline, suspend or remove any Director or Officer or Committee Member of Gulfport Little League in accordance with Article III, Section 4 (a) and (b).

Section 6.

Robert's Rules of Order shall govern all meetings of Board of Directors, except where they conflict with these by-laws or the Constitution of Gulfport Little League.

Article VII – Duties and Powers of the Board

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 god unless such individuals have been elected to the Board of Directors by the membership or have been elected to fill a vacancy on the Board of Directors.

Section 2.

President: The President shall:

- (a) Conduct the affairs of Gulfport Little League and execute the policies established by the Board of Directors.
- (b) Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of Gulfport Little League.

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- (c) Be responsible for the conduct of Gulfport Little League in strict conformity to the policies, principles, Rules and Regulations of Little League Baseball, Inc. as agreed to under the conditions of the Charter issued to Gulfport Little League by Little League Baseball, Inc.
- (d) Investigate complaints, irregularities and conditions detrimental to Gulfport Little League and report thereon to the Board of Directors as circumstances warrant.
- (e) With the assistance of the Player Agent, examine the application and supporting proof-of-age documents of every player candidate and certify residence and age eligibility before the player may be accepted for tryouts and/or draft selection.
- (f) Present a report of the condition of Gulfport Little League at the Annual Meeting.
- (g) Designate in writing other Officers, if necessary, to have power to make and execute for /and in the name of Gulfport Little League such contracts and leases they may receive and which have had prior approval of the Board of Directors.
- (h) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.

Section 3.

Vice-President: The Vice-President shall:

- (a) Perform the duties of the President in the absence or disability of the President. When so acting, the Vice-President shall have all the powers of that office.
- (b) Perform such duties as from time to time may be assigned by the Board of Directors or the President.

Section 4.

Secretary: The Secretary shall:

- (a) Be responsible for recording the activities of Gulfport Little League and maintain appropriate files, mailing lists and necessary records.
- (b) Maintain a list of all Regular, Sustaining and Honorary Members, Directors and committee members and give notice of all meetings of Gulfport Little League and the Board of Directors.
- (c) Issue membership cards to Regular Members upon payment of proper fees.
- (d) Keep the minutes of all General Membership Meetings and Special General Membership Meetings and Meetings of the Board of Directors, and cause them to be recorded in a book kept for the purpose.
- (e) Conduct all correspondence not otherwise specifically delegated in connection with all 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 5.

Treasurer: The Treasurer shall:

- (a) Receive all monies and securities, and deposit same in a depository approved by the Board of Directors.
- (b) Keep records of all receipts and disbursement of all monies and securities of Gulfport Little League.
- (c) Make payments from Gulfport Little League funds as approved by the Board of Directors. Emergency expenditures occurring between meetings of the Board of

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Directors must be approved by at least two Board of Directors members (other than the Treasurer).

- (d) Prepare an annual budget, under the direction of the President, for submission to the Membership and the Board of Directors at the January meeting.

Section 6.

Player Agent: The Player Agent(s) shall:

- (a) Record all Player transactions and maintain an accurate and up-to-date record thereof.
- (b) Receive and review all applications for player candidates and assist the President in verifying residence and age eligibility.
- (c) Conduct the Tryout, the player Draft and all other player transactions.
- (d) Prepare for the President's signature for submission to Little League Baseball, Inc., team rosters, including players claimed, and the tournament team eligibility affidavit.
- (e) Notify Little League Baseball, Inc. of any subsequent player replacements or trades.

Section 7.

Safety Officer: The Safety Officer shall:

- (a) Be responsible to create awareness, through education and information, of the opportunities to provide a safer environment for youngsters and all participants of Gulfport Little League.
- (b) Develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance and reporting.

Note: the following suggestions may be utilized by the Safety Officer.

- (1) Education: Should facilitate meetings and distribute information among participants including players, managers, coaches, umpires, league officials, parents, guardians, and other volunteers.
- (2) Compliance: Should promote safety compliance leadership by increasing awareness of the safety opportunities that arise from these responsibilities.
- (3) Reporting: Define a process to assure that incidents are recorded, information is sent to league / district and national offices and follow-up information on medical and other data is forwarded as available.

Article VIII – Affiliation

Section 1.

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

Gulfport Little 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, Inc. shall be binding on Gulfport Little League

Article IX – Finances and Accounting

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Section 1.

Authority: The Board of Directors shall decide all matters pertaining to the finances of Gulfport Little League and shall place all income in a common treasury. The funds shall be expended in such manner that will give no individual or team an advantage over those in competition with such individual or team.

Section 2.

Contributions: The Board of Directors shall not permit the contribution of funds or property to individuals or teams but shall solicit funds for the common treasury of Gulfport Little League, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the League.

Section 3.

Solicitations: The Board of Directors shall not permit the solicitation of funds in the name of Little League Baseball, Inc. unless all of the funds so raised are placed in the Gulfport Little League treasury.

Section 4.

Disbursement of Funds: The Board of Directors shall not permit the disbursement of Gulfport Little League funds for other than the conduct of Gulfport Little League activities in accordance with rules, regulations and policies of Little League Baseball, Inc. All disbursements shall be made by check.

Section 5.

Compensation: No Director, Officer or Member of Gulfport Little League shall receive directly or indirectly any salary or compensation for service rendered as Director, Officer or Member.

Section 6.

Deposits: All monies received shall be deposited to the credit of Gulfport Little League and a bank approved by the Board of Directors.

Section 7.

Fiscal Year: The fiscal year of Gulfport Little League shall begin on October 1 of each year and shall end on September 30 of the following year. (Note: This fiscal year must be chosen if Gulfport Little League intends to qualify under the Little League Baseball, Inc. Group Tax Number.)

Section 8.

Distribution of Property upon Dissolution: Upon dissolution of Gulfport Little League and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of Gulfport Little League to another Federally Incorporated entity which maintains the same objectives as set forth in Article II of the League Constitution, which are or may be entitled to exemption under Section 501(c)(3) of the Federal Internal Revenue Code or any future corresponding provision.

Article X – Amendments

These 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(s) is included in the notice of such meeting.

These by-laws approved by Gulfport Little League Membership on

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Date _____

Dawn Johnson, President _____

Date _____

Terry Molinaro, Secretary _____

Date _____

Additional Board Member Signatures:

Little League Baseball, Inc. ID # 03-09-05-05