

CATO LITTLE LEAGUE CONSTITUTION AND BY-LAWS

ARTICLE I - CATO LITTLE LEAGUE

This organization shall be known as the HOME TOWN Little League, herein referred to as "Cato Little League" or "Cato LL".

ARTICLE II – OBJECTIVE

Section 1: The objective of the Cato LL 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 the Cato LL 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 that the molding of future citizens is of prime importance. In accordance with Section 501-c-3 of the Federal Internal Revenue Code, the Cato LL 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; 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 effect the objective of the Cato LL may apply to become a member.

Section 2: CLASSES: There shall be the following classes of membership:

(a) **PLAYER MEMBERS:** Any player candidate meeting the requirements of Little League Regulation IV and who resides within the boundaries of the Cato LL Charter shall be eligible to compete for participation in the Cato LL; but shall have no rights, duties or obligations in the management or in the property of the Cato LL.

(b) **REGULAR MEMBERS:** Any person actively interested in furthering the objective of the Cato LL may become a regular member as hereinafter provided. Each member must submit the required documents for a background check. Membership period shall run from the first day of October, to expire the last day

of September, the following year. The secretary shall maintain the role of membership to qualify voting members. All Officers, Board Members and other elected or appointed officials must be active and in good standing.

(c) HONORARY MEMBERS (optional): Any person may be elected as an 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 or the property of Cato LL.

(d) SUSTAINING MEMBERS (optional): Any person not a Regular Member who makes financial or other contribution to the Cato LL 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 Cato LL.

(e) As used hereinafter the word "Member" shall mean a Regular Member unless otherwise stated.

Section 3: OTHER AFFILIATIONS:

(a) Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as members of the Cato LL.

(b) Regular Members should not be actively engaged in the promotion and/or operation of any youth baseball organization that would be detrimental to Cato LL.

Section 4: SUSPENSION OR TERMINATION:

Membership may be terminated by resignation or action of the Board of Directors or the executive committee

(a) The Board of Directors, by 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 to be detrimental to the best interest of the Cato LL and/or Little League Baseball.

(b) 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. Said manager shall appear, in the capacity of advisor, with the player before the Board of Directors or the executive committee, which shall have full power to suspend or revoke such player's right to future participation.

(c) If a member has 3 unexcused absences to any function of the Cato LL board or 3 consecutive meetings without notification, will warrant a warning. One more will warrant termination from the board, upon a board discussion.

ARTICLE IV – MEETINGS

Section 1: ANNUAL MEETING: The meeting of the members of the Cato LL shall be held at a time and place determined by the president each year in September for the purpose of 1) Election of all officers for the upcoming year 2) Review the end of the year financial report 3) The directors shall determine the number of open positions on the board that needs to be filled 4) After the officers are elected, they shall assume all duties that they are elected for as of October 1st 5) The board of directors shall consist of the President, one or more vice-Presidents, Treasurer, Secretary, one or more Player Agent, and a safety officer.

Section 2: NOTICE OF MEETING: Notice of the annual meeting of the Members shall be publicly displayed at least five (5) days in advance thereof setting forth the time, place and purpose of the meeting. Regular meetings shall be held once each month at the President's discretion, and notified by phone at least two (2) days prior.

Section 3: SPECIAL MEETING: Special Meetings of the Members may be called by the Board of Directors or by the Secretary or President at their discretion. Upon request, by phone or text 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: QUORUM: The presence, either in person or by proxy, of one-half of the Members shall be necessary to constitute a quorum.

Section 5: VOTING: Only Regular Members shall be entitled to vote at any open portion of a meeting of the Cato LL.

Section 6: PROXIES: Each Member shall be entitled to one vote in person or proxy. All proxies must be in verifiable written form with signature and phone # and may be submitted to any regular voting member. Proxies may be withdrawn at any time.

Section 7: RULES OF ORDER: Robert's Rules of Order shall govern the proceedings of all meetings, except where same conflicts with the Constitution or Bylaws of the Cato Little League.

ARTICLE V - BOARD OF DIRECTORS

Section 1: BOARD AND NUMBER: The management of the property and affairs of the Cato LL shall be vested in the Board of Directors. The number of Directors shall not be less than five (5) nor more than fifteen (15). 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. The newly elected Directors shall enter into the performance of their duties upon the adjournment of the annual meeting in which they were elected.

Section 2: REQUIRED MEMBERS: The Board membership shall include Officers, including the Player Agent/League Coordinators.

Section 3: ANNUAL ELECTION AND TERMS OF OFFICE: At each annual meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect by secret ballot, such number of Directors. The number fixed, may within the limits prescribed by the foregoing Section 1, be increased at any regular or special meeting of the Members. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or any subsequent meeting. All election of Directors shall be by majority vote of all Members present or represented by proxy at the time of the meeting.

Section 3A: Absentee Ballots: If a member of the Board is unavailable for a meeting that has to have something voted on, they may submit a ballot either in person or by mail to the secretary 24hrs prior to the meeting. 1) The Cato Little league board of trustees voted unanimously, not to use the absentee ballot.

Section 4: VACANCIES: If any vacancy occurs on 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, and the Secretary shall, at the written request of five (5) Directors, issue a call for a special meeting of the Board. Notice of each meeting shall be given by the Secretary to each Director by telephone or text message twenty four hours prior to the meeting. In the case of a special meeting, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at that meeting. **Section 6:** DUTIES AND POWERS: (a) The Board of Directors shall have the power to appoint such standing committees as it shall determine and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate. The Board may adopt such rules and regulations for the conduct of its meetings and the management to the Cato LL as it may deem proper. (b) 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 the Cato LL in accordance with the procedure set forth in ARTICLE III Section 4(a). The Board shall receive at the annual meeting of the Members of the Cato LL a report verified by the President and Treasurer, or by a majority of the Directors, showing the whole amount of real and personal property owned by it, where located, and where and how invested; the amount and nature of the property acquired during the year immediately preceding, the date of the report and the manner of the acquisition; the amount applied, appropriated or expended during the year immediately preceding such date, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made; and the names and places of residence of the persons who have been admitted to membership in the Cato LL during such year, which report shall be filed with the records of the Cato LL and an abstract thereof entered in the minutes of the proceedings of the annual meeting. A copy of such ' report may be forwarded to Little League Headquarters.

ARTICLE VI - EXECUTIVE COMMITTEE

Section 1: The Executive Committee shall consist of the President, treasurer, Secretary, VP/baseball, VP/Softball.

Section 2: The Executive Committee shall advise with and assist the Officers of the Cato LL in all matters concerning its interests and management of it's affairs, and shall have such other powers as may be delegated to it by the Board.

Section 3: The President may call an Executive Committee meeting at any time deemed necessary.

ARTICLE VII - OFFICERS, DUTIES AND POWERS

Section 1: OFFICERS: The Officers of the Cato LL shall consist of a President, one or more Vice Presidents, a Secretary, a Treasurer and one or more Player Agents/League Coordinators, all of whom shall hold office for the ensuing year or until their successors are duly elected. (See Regulation (b)). 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 and may fill any vacancy which may occur in any office.

Section 2: PRESIDENT: The President shall: (a) Conduct the affairs of the Cato LL and execute the policies established by the Board of Directors. (b) Present a report of the condition of the Cato LL at the annual meeting (c) Communicate to the Board of Directors such matters as deemed appropriate and take such suggestions as may tend to promote the welfare of the Cato LL. (d) Be responsible for the conduct of the Cato LL in strict conformity to the policies, principles, Rules and Regulations of Little League Baseball, Incorporated, as agreed to under the conditions of the charter issued to the

Cato LL by said organization. (e) Designate in writing, offer officers, if necessary, to have power to make and execute for/and in the name of Cato Little League such contracts and leases as may have received prior approval of the Board of Directors. (f) Investigate complaints, irregularities and conditions detrimental to the Cato LL and report thereon to the Board or Executive Committee as circumstances warrant. (g) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof, (h) With the assistance of the Player Agent/League Coordinators, examine the application and support proof of age documents of every player candidate and certify that they have residence and age eligibility before the player may be accepted for tryouts and/or selection.

Section 3: VICE PRESIDENT/Baseball: In the case of the absence or disability of the President, and provided he/she is authorized by the President or Board to act, the Vice President shall perform the duties of the President for their divisions, and when so acting, shall have all 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 4: VICE PRESIDENT/Softball: In the case of the absence or disability of the President, and provided he/she is authorized by the President or Board to act, the Vice President shall perform the duties of the President for their divisions, and when so acting, shall have all 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: SECRETARY: The Secretary shall: (a) Be responsible for recording the activities of the Cato LL and maintain appropriate files, mailing lists and necessary files. (b) 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 Board of Directors. (c) Maintain a list of all Regular, Sustaining and Honorary Members, Directors and Committee Members and give notice of all meetings of the Cato LL, the Board of Directors and committees. (d) Keep the minutes for all meetings of the Board of directors, all executive committee meetings, and any special meetings called. . (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 6: TREASURER: The Treasurer shall: (a) Perform such duties as are herein specifically set forth and such other duties as are customarily incident to the Office of 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 Cato LL. (d) Prepare a annual budget, under the direction of the President, for submission to the Board of Directors at the annual meeting.

Section 7: PLAYER AGENT: The Player Agent shall: (a) Record all player transactions and maintain an accurate and up-to-date record (b) Receive and review applications for player candidates and assist the President in checking residence and age eligibility. (c) Conduct the player auction or draft and all other player transaction or selection meetings. (d) Prepare the Player Agents list

Section 8: Information Officer: The Information Officer shall: (a) Collect all registration forms for players (b) Input the player's information into a spreadsheet to provide the president with rosters. (c) Prepare the spreadsheet of the team's roster for the President's signature and submission to Little League Headquarters, including players claimed, and the tournament eligibility affidavit. (d) Notify Little League Headquarters of any subsequent player replacements or trades. (e) Prepare registration forms

ARTICLE VIII - MANAGERS, COACHES

Section 1: Coaches shall be appointed annually by the President after the Board of Directors vote on the positions. The coaches shall be responsible for the selection of their teams by way of draft and for their actions on the field (Regulation (b)).

Section 2: The coaches will pick their own assistant coaches after the teams have been drafted.

Section 3: At no point of a playoff game can a parent umpire a game without a 24 hour courtesy call to the other coach. At that time both coaches must agree on the decision of the ump.

ARTICLE IX – AFFILIATION

Section 1: CHARTER: The Cato LL shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter.

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 Cato LL.

Section 3: CATO LITTLE LEAGUE RULES: The Cato Little League will follow the local rules set forth by Northern Cayuga Little League, but shall in no way conflict with the Rules and Regulations of Little League Baseball, Incorporated.

ARTICLE X - FINANCIAL AND ACCOUNTING

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

Section 2: The Board shall not permit contribution of funds or property to individual teams but shall solicit same for the common treasury of Cato LL, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the Cato LL.

Section 3: The Board shall not permit the solicitation of funds in the name of Little League Baseball unless all funds raised will be placed in the Cato LL treasury.

Section 4: The Board shall not permit the disbursement of Cato LL funds for other than the conduct of Little League activities in accordance with the rules and policies of Little League Baseball, Incorporated.

Section 5: No Director, Officer or Member of the Cato LL shall receive directly or indirectly, any salary, compensation or emolument from the Cato LL for services rendered as Director Officer or Member.

Section 6: All monies received, shall be deposited to the credit of the Cato LL in the Cato branch of Community Bank, N. A. and all disbursement shall be made by check. All checks shall be signed by the Cato LL Treasurer, or President if the Board so designates, and such other officer or officers or person or persons as the Board of Directors shall determine.

Section 7: The fiscal year of the Cato LL 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 Cato LL and after all outstanding debts and claims have been satisfied, the Members shall distribute the property of the Cato LL to such other organization or organizations maintaining an objective similar to that set forth herein, which are or may be entitled to exemption under section 501(c) (3) of the Internal Revenue Code or any future corresponding provision.

Section 9: Travel expense: The President or someone covering for them will be reimburse for their travel mileage to and from District ,N Cayuga or special meetings per the IRS rate. Not to exceeded \$500 dollars a year.

ARTICLE XI - AMENDMENTS

This Constitution and Bylaws may be amended, repealed or altered in whole or in part by a majority vote at any July organized meeting of the members, provided notice of proposed change is included in the notice for such meeting. Draft of all proposed amendments shall be submitted to Little League Baseball, Incorporated, for approval.

CATO LITTLE LEAGUE SUMMARY OF OFFICERS AND THEIR DESCRIPTIONS

Equipment Manager: Responsible for ensuring an adequate quantity of player equipment. Distributes all equipment to the coaches at the beginning of the season and collects it at the end of the season. Inspects all equipment to make sure it is in compliance with Little League, Incorporated standards.

Uniform Manager: Responsible for obtaining and issuing shirts, hats, etc. to division leaders in a timely fashion so as to ensure players' readiness for opening day (picture day).

CIMARF Liaison: Serves as Primary communications link between CIMARF and Cato LL. Attends all of CIMARF's monthly meeting and reports back to the Board of directors.

Safety Officer: Is responsible for updating the Cato LL Safety Plan each year. Must submit a Qualified Safety program, and Facility Survey on the Little League website each year.