***ARTICLE I ‑ PURPOSE***

To further define the intent of the Association's constitution and charter and provide a more defined format by which the divisions should establish their bylaws and guidelines.

***ARTICLE II ‑ OFFICES***

Section A The registered office shall be in Penn Township, Westmoreland County,

Pennsylvania. The Corporation may also have offices at such other places as the PTAA Board may designate.

***ARTICLE III ‑ SEAL***

The Corporate seal shall have inscribed thereon the name of the Corporation, the year of its

original organization, and the word "Corporate Seal, Pennsylvania".

***ARTICLE IV ‑ PTAA OFFICERS***

Section A The Board of Directors shall be comprised of the PTAA executive officers, a Director of Concessions, a Director of Field Maintenance,a Director of Sponsorships & Fundraising, Director of Web & Communications, and a Director from each of the Divisions within the Association.

Section B The executive officers of the Corporation shall be a President, Vice President, Secretary and Treasurer. The same person, except the offices of President and Treasurer, may hold any two or more PTAA offices.

The officers of the Corporation shall hold office for one year and until their successors are elected. Any officer elected or appointed may be removed by the Board of Directors whenever, in the Board's judgment, the best interest of the Corporation will be served thereby.

1. President

The President shall be the Chief Executive Officer of the Corporation; he/she shall preside at all meetings of the PTAA general membership and/or Directors; he/she shall have general and active management of the business of the Corporation; shall see that all the orders and resolutions of the Board are carried into effect, subject, however to the right of the Directors to delegate any specific powers, except such as may be by statute exclusively conferred on the President to any other officer or officers of the Corporation.

He/She shall execute all instruments and contracts requiring a seal, under the seal of the Corporation.

He/She shall be ex‑officio a member of all committees and shall have the general powers and the duties of supervision and management usually vested in the office of the President of a Corporation, except as set forth in these bylaws and the constitution.

2. Vice President

The Vice President shall subordinate in authority only to the President, and shall on behalf of the President act in the absence of the President, with all authority given to the President hereunder; he/she shall preside at meetings of the members; and, in any event, shall perform all other duties as shall from time to time be delegated to him/her by the Board. In the event of the incapacity or absence of the President for more than one month, the Vice President, by act of the Board of Directors, shall succeed to the office of the President, for the remainder of the unexpired term of the preceding President's term in office.

3. Secretary

The Secretary shall attend all sessions of the Board and all meetings of the general membership and act as clerk thereof, and record all votes of the Corporation and the minutes of all its transactions, in a book of record to be kept for that purpose; and shall perform like duties for all committees of the Board of Directors when required. He/She shall give, or cause to be given, notice of all meetings of the members and of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or President, and under whose supervision he/she shall be. He/She shall keep in safe custody the corporate seal of the Corporation and, when authorized by the Board, affix the same to any instrument requiring it.

4. Treasurer

The Treasurer shall have custody of the corporate funds and shall keep full and accurate accounts of receipts and disbursements in books of account belonging to the Corporation, and shall keep the monies of the Corporation in a separate book account to the credit of the Corporation. He/She shall disburse the funds of the Corporation as may be set forth in these bylaws or ordered by the Board if not in conflict with these bylaws, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meetings of the Board or whenever they may require it, an account of all his/her transactions as Treasurer and of the financial condition of the Corporation.

He/She shall generate a financial report to be presented to the general membership in the April and October meetings. This report shall disclose in detail, all income and disbursements of the association and its divisions.

He/She shall be properly bonded by the PTAA, with corporate surety, in an amount deemed necessary by the PTAA Board of Directors, indemnifying the Corporation from any loss arising from his/her authorized or unauthorized acts as Treasurer.

Section C Division Directors

Each Division of the Association will elect a director, who will be a member of the Board of Directors and have all the powers of that office. He/She will also act as Chief Executive Officer of that division; he/she shall preside at all meetings of the division membership; he/she shall provide general and active management of the business of the Division; shall see that all the orders and resolutions of the Association are carried into effect within the Division.

Section D Director of Concessions

The Director of Concessions shall oversee the management of all concessions for all PTAA activities at any and all locations; shall act as chairperson of the "Concessions Committee", to operate the concessions of the Association.

The Director and Concessions Committee shall be responsible for providing adequate account to the PTAA Board, for all monies collected and in the possession of the concessions personnel.

Section E Director of Field Maintenance

The Director of Field maintenance shall oversee all activity regarding upkeep and improvements to all fields. This includes, but is not limited to, preparation of fields, overseeing both directors of field maintenance, getting all boards together for preparation of the organization improvement list for budget purposes, getting all bids for all improvements, and authority to play or call games because of field conditions.

Section F Director of Sponsorships & Fundraising

The Director of Sponsorships & Fundraising is responsible for or managing the overall PTAA sponsorship program, soliciting all sponsorship deals, and maximizing sponsorship revenue. This includes, but is not limited to, sponsorship opportunities for all divisions, teams, scoreboards, and fencing signage for the organization. Also responsible for overseeing all fundraisers required by each of the PTAA divisions and making sure they are successful.

Section G Director of Web & Communications

The Director of Web & Communications is responsible for the design, creation and maintenance of the appearance and functionality of the www.playptaa.com website, which is the centerpiece for all the PTAA divisions registrations and means of communication to all of its members.

Section H The business of this Corporation shall be managed by its Board of Directors, who shall reside within the Penn-Trafford School District, Westmoreland County, Pennsylvania.

Section I The Board shall monitor disbursement of all Association funds to insure that each Division receives those monies accorded it by these bylaws.

Section J The PTAA Board has the responsibility of insuring that all mangers, coaches and persons working within the Association meet the requirements of their position and that they shall act in accordance with the guidelines, as set forth in these bylaws.

Section K In addition to the powers and authorities, that these bylaws confer upon them, the Board may exercise all such powers of the Corporation and do all such lawful acts that are not in conflict with legal statues or the charter or constitution or these bylaws, or as directed or required to be exercised or done by members.

## ARTICLE V ‑ MEMBERSHIP

Section A A member is any person elected to office or appointed to office as set forth in these or approved divisional bylaws and any person listed as a member by the approved divisional bylaws.

Section B Parents or players of the organization are not considered members of PTAA unless they hold a membership position as documented by the organizational or division by-laws.

Section C A "member in good standing" is a member who, in the judgment of the PTAA Board of Directors, is performing the duties of his position, does not have possession of monies or materials due the Association for a period of time deemed in excess of reasonable, and is conducting himself/herself in a manner consistent with that intended by the Association.

Section D A member who has been determined to be "not in good standing" by the PTAA Board of Directors shall not be eligible to vote at any general membership meetings or divisional meetings and may be subject to further disciplinary and/or legal action, as is deemed necessary, by the PTAA Board, including dismissal from the Association in accordance with these bylaws.

***ARTICLE VI ‑ MEMBERSHIP ROSTER***

Section A The membership roster shall contain the names, phone numbers, and e mail addresses (if available) of all PTAA members, listed in alphabetical order.

Section B This roster will be present at all PTAA general membership meetings and indicate what members are "not in good standing". This roster shall be open for inspection by any member, at any time, during reasonable hours.

This roster will be kept current and on file by the Secretary of the PTAA.

***ARTICLE VII – MEETINGS***

Section A There shall be two general membership meetings per year. The first shall be in April, before opening day, and the other in October, after the conclusion of the fall season, to elect officers.

Section B Special meetings of the general membership may be called by the President when necessary.

Section C The general membership shall be notified of the April and October meetings, and other general meetings, at least two week before the meeting date. The primary means of notification will be e-mail and the meeting notice will be posted on the website.

***ARTICLE VIII ‑ VOTING LIST AND VOTING***

Section A The voting list shall be comprised of those members listed as "in good standing" on the Association membership roster.

Section B In order for any matter being voted on to pass, a majority 51% of the voting members in attendance is required.

Section C The President will only vote at a general membership meeting in the case of a tie.

The President will, however, vote on all matters before the PTAA Board of

Directors.

Section D Two-thirds of the PTAA Board members must be in attendance at any PTAA Board meeting before conducting any business.

Section E A majority or 51% of the voting Board members in attendance is required to pass any issue being voted on by the Board.

Section F All elections will be by secret ballot.

Section G All other voting will be by a show of hands, except when a ballot vote is requested by any member "in good standing".

***ARTICLE IX ‑ ELECTIONS***

Section A The election of the PTAA officers will be held in October at the general membership meeting.

The period of time between the election in October and January 1st should be a period of cooperate transition.

Section B Anyone, except those members “not in good standing” may be an eligible candidate for any office.

Section C The election will be conducted by those PTAA board members who are not candidates for an office. In case that there are none present, the membership shall appoint judges of election to be two (2) in number. The judges shall make report in writing of any challenge or question or matter determined by them.

Section D The election of the governing body of each of the Divisions will take place no later than one month after the election of the PTAA officers. If such election is not held within that time period, the President of PTAA may act as the Director of such Division until such time that he/she may arrange a special meeting for the purpose of electing those officers, and such officers have been elected.

***ARTICLE X ‑ DISTRIBUTION OF FUNDS***

Section A It is the responsibility of the PTAA Board to see that all of the Divisions within its Association are properly funded so as to function in a manner which is consistent with the constitution and charter of the Association.

Section B It is also the responsibility of the PTAA Board to insure that each Division is participating in various fund raising activities which will sufficiently support their yearly needs and expenditures. Certain money raised by the Division may, however, be earmarked by a Division for a particular project in that Division, if it is not considered to be an excessive and improper distribution of funds within that

Division. In the event this should happen the PTAA Board may intervene to insure the children's interests are protected.

Section C The PTAA Board will also coordinate and approve the transfer of any funds from one Division to another and enforce any agreements made by these Divisions as to the return of such money or assets as repayment.

Section D The PTAA Treasurer shall keep separate records for each division.

***ARTICLE XII ‑ CORPORATE RECORDS***

Section A The secretary shall keep, at PTAA offices, records of the proceedings of the general membership and/or the directors, and the original or a copy of its bylaws, constitution and charter, including all amendments or alterations thereof to date, and, in addition, an original or duplicate membership roster, giving the names of the members in alphabetical order, and whether or not they are "members in good standing".

Section B Every member shall have the right to examine, in person or by agent or attorney, at any reasonable time or times, for any reasonable purposes, the membership roster, books or records of account and records of the proceedings of the general membership or directors, and make extracts therefrom.

***ARTICLE XIII ‑ CHECKS***

Section A All checks or demands for money and notes of the Corporation shall be signed by the President and the Treasurer.

Section B All checks or demands for money and notes of the Concession shall be signed by those authorized Board members and Director of Concessions.

***ARTICLE XIV ‑ FISCAL YEAR***

Section A The fiscal year shall begin the first day of January of each year.

***ARTICLE XV ‑ NOTICES***

Section A Whenever written notice is required to be given to any person, it may be given to such person, either personally, or by sending a copy thereof through the mail, to his/her address appearing on the “Coaches Application Form” . If the notice is sent by mail it should be deemed to have been given to the person to whom addressed, two days after deposit in the United States mail. Such notice shall specify the place, day and hour of the meeting and, in the case of a special meeting, the general nature of the business to be transacted.

Section B Any member or director may waive any notice required to be given under these bylaws.

***ARTICLE XVI ‑ MANAGERIAL APPOINTMENTS***

Section A All persons interested in being a manager in the PTAA will be required to complete an "Coaches Application Form" on an annual basis.

Section B The information given on the “Coaches Application Form”will be used to check the Criminal History of the applicant as described in the Guidelines for Background Checks attached in Appendix A of each divisions by-laws.

Section C After the completion of registration and a determination of the number of managers required, the Divisional Governing Body will select the necessary number of managers needed from those applicants that were determined eligible.

Section D The managerial positions will be filled first by eligible managers returning from last year. The remaining applicants will fill any remaining positions.

Section E Managers returning to the same age group shall have the first opportunity to manage a team in that age group. The manager with the most seniority will have the first opportunity to manage a team. Seniority will be considered first as years as a manager.

***ARTICLE XVII ‑ MANAGERIAL RESPONSIBILITIES***

Section A All managers are required to see that he/she or a team representative attends all meetings. It is mandatory that all teams be represented at all divisional meetings.

Section B All managers shall see that all equipment and uniforms (if appropriate) are returned by players at the end of the season and returned to the Association on the days and to the place designated by the Division Director. Excuses for not having equipment and uniforms complete for turn‑in on the designated days will not be tolerated.

All managers shall instruct their players in the care of playing equipment.

Destruction of equipment such as throwing batting helmets or using bats as hammers will not be tolerated. Once turned over to the manager, the equipment becomes his/her responsibility. It is expected that the equipment be turned in at the end of the regular playing season in the same condition as it was issued at the beginning of the year, less normal wear and tear.

If the manager does not collect and return all uniforms and equipment, or at least

provide a written list of any person in possession of such equipment or uniforms, the manager may be held financially responsible.

Section C All managers must conduct themselves in a manner befitting their position. Their conduct is a constant example to their players. All managers are responsible for their coach's conduct. If any coach conducts himself/herself in a manner unbefitting that intended by the Association, the manager should ask the coach to step down or accept full responsibility for the actions of that coach. The manager will then be subject to any disciplinary actions required as a result of that coach's actions.

The conduct of the players is the responsibility of that team's manager. Poor conduct on the part of a player could result in the player's expulsion from the league.

Section D Through the course of the year, all managers will be asked by Division Officers or Board of Directors for their help in preparing and maintaining all playing facilities. It is expected that all managers will devote some of their time toward this endeavor. Furthermore, it is suggested that each manager contact the parents of his players and request their help.

Through the course of the playing season, all managers must maintain the facilities assigned for their use. Maintenance shall include, but not be limited to, grass cutting, lining the field and generally cleaning and upkeep of all facilities used by the Association.

# Section E All managers are required for his/her teams to work the concession stand. The concession stand is a 4-hour endeavor, (once or twice) which must be manned by at least by 7 to 9 persons per hour. If this is does not happen, manager could be deemed “not in good standing”.

Section F All managers are reminded that the above responsibilities are just that! They are not to be taken lightly. All individuals wishing to participate in this Association must be willing to accept and abide by all the preceding sections. Through the course of a season, should a manager ignore any responsibilities set forth herein, or in the divisional bylaws, he/she may be deemed "not in good standing".

***ARTICLE XVIII ‑ SUSPENSION OF A MEMBER***

Section A A member may be immediately suspended by a Divisional Governing Body. The matter must then be brought before the PTAA Board of Directors within three (3) days for review. The Divisional Governing Body will also furnish a complete, accurate and factual report of the allegations against the suspended member.

Section B Upon receipt of these allegations the PTAA Board will notify the suspended member that the matter has been brought before the Board and that his/her presence before the Board will be required within a time period not to exceed four (4) days after such notice. This notice should contain a general explanation of the

allegations. The notice should contain a date, time and place scheduled for a meeting between the suspended member and the PTAA Board. It will be the responsibility of the suspended member to contact the PTAA Board to reschedule the meeting if it is not possible to meet on the scheduled date.

The PTAA Board may waiver the four (4) day time period in favor of the

suspended member if it is deemed impossible for him/her to attend within that

time period. If, however, the Board feels that it is an unnecessary delay beyond the four (4) day period it may act without the presence of the suspended member.

Section C The Board may request the presence or comments of any member or involved party in order to resolve the matter.

Section D The Board, after reviewing the matter, will make a final decision as to what disciplinary action, if any, will be taken.

***ARTICLE XIV ‑ PARENTAL COMPLAINTS***

In an Association of this type, where we deal with so many children of various ages, personalities

and abilities, it is inevitable that we will not be able to satisfy all the children and parents all the

time.

It is important, however, for the future and integrity of the Association that the parents, children

and membership feel that the system is preserving the rights of all concerned to the fullest.

In order to achieve this the following format has been established:

Section A The parents' first and most direct contact to the Association is the manager of their child. Any and all complaints should be addressed to him/her first.

If this is not satisfactory or possible they must next contact the Divisional Director or a member of the Divisional Governing Body if the Director cannot be reached.

Section B The Divisional Director and/or Divisional Governing Body should make every attempt to resolve the problem.

1. If the matter concerns allegations against a manager, and are of a serious

enough nature and cannot be resolved at that level, then the Governing Body may suspend the manager and act in accordance with these bylaws concerning suspension of a member.

If, however, the problem cannot be resolved to the satisfaction of all parties, then the problem should be brought before the PTAA Board.

Section C If after review by the PTAA Board, the parent is not satisfied with the decision of the Association and withdraws his/her child from the Association, the Board will determine whether or not there is any amount of refund due to the child.

***ARTICLE XX ‑ DISMISSAL OF A MEMBER***

Section A The dismissal of a member requires a majority vote of the PTAA Board of Directors.

Section B The dismissal of a member may be the result of the member's disregard for the Association's Constitution and bylaws so as to require his/her dismissal by the Board without any referral. Here again, he/she will have an opportunity to meet with the Board to hear the allegations and present his/her viewpoint.

**ARTICLE XXI ‑ ASSISTANT MANAGERS**

Section A An assistant manager is a member of PTAA.

Section B An assistant manager is defined as the lead assistant manager for the team defined by the team manager, whom was required to pass a background check.

Section C Assistant managers are limited to one per team

Section D An assistant manager may ***not*** be appointed by a manager without approval from the Association.

Section E The assistant manager is responsible, however, for conducting himself/herself in a manner consistent with that intended by the Constitution and bylaws of the PTAA.

Section F The manager is responsible for the actions of his/her assistant. If an assistant manager does not conduct himself/herself in a manner considered appropriate by the Divisional Governing Body or of the PTAA Board, the manager may be instructed to dismiss that assistant manager. The dismissal of an assistant manager as determined by the Divisional Governing Body does not require the approval of the PTAA Board.

Section G At least one assistant per team shall supply information for a Criminal History check. Every effort shall be made by the manager to have someone with an acceptable criminal history with the team whenever they are practicing or playing a game.

**ARTICLE XXII ‑ TOURNAMENTS**

Section A All tournaments being conducted by a Division will be presented to the public as a PTAA tournament.

Section B All host tournament activities will be coordinated through the Board of Directors so as to insure there are no unnecessary conflicts with other Association tournaments or activities.

Section C The Division Director of any Division sponsoring a tournament may act as Tournament Director or appoint one. He/She shall be responsible to see that those associations attending are complying with the guidelines set forth by the Tournament Committee and abiding by the laws of the area.

Section D The Division Director shall also be responsible for coordinating with the Director of Concessions to insure that there is adequate support to the Concessions Committee by his Division.

Section E Each Division shall incorporate into its bylaws guidelines for attending tournaments sponsored by other associations. These guidelines should insure that each age group has an opportunity to attend such tournaments and that no age group is abusive in the cost of tournament play or the number of tournaments attended.

Section F Managers "in good standing" will have first opportunity to manage teams or assist in managing tournament teams within their age group. Under no circumstances will a person who is not a "member in good standing" of the PTAA be allowed to enter a team into tournament as a representative of our Association or utilize any equipment or uniforms belonging to the PTAA.

Section G All equipment and uniforms used by a tournament team will be issued to that team by the Equipment Manager of that Division. The manager of such team shall sign for that equipment and be responsible for its return at end of tournament play.

**ARTICLE XXIII ‑ DIVISIONAL BYLAWS**

Section A The Divisional bylaws within the Association shall conform with the PTAA bylaws, the Constitution and the Charter.

Section B In the event of any conflicts of Divisional bylaws and PTAA bylaws, the PTAA bylaws shall take precedence.

Section C The Divisional bylaws of the Association will be reviewed and approved by the PTAA Board.

**ARTICLE XXIV ‑ DIVISIONAL BUDGETS**

Section A The PTAA Board of Directors shall review and approve all Divisional budgets.

**ARTICLE XXV ‑ ASSOCIATION BUDGET**

Section A The PTAA Board of Directors shall develop an Association budget, based on the Divisional Budgets.

**ARTICLE XXVI ‑ FIELD AVAILABILITY AND USE**

Section A It shall be the responsibility of the PTAA Board to obtain the use of those fields and other facilities used by the various Divisions of the Association. Applications should be submitted to Penn Township Recreation and the Penn Trafford School District, if necessary, in January.

Section B It is the further responsibility of the Board to insure that all Divisions have adequate fields and facilities to accommodate their activities.

Section C The PTAA Board shall insure that each division is performing that care and maintenance to the fields or facilities as would be considered acceptable by the Board.

Section D It will be the responsibility of the PTAA Board to insure that fields or facilities used by one Division or type of sport is not used by another Division or type of sport which might in any manner cause damages to that field or facility that would result in a need for more than the normal seasonal repairs and upkeep.

**ARTICLE XXVII ‑ REGISTRATION**

Section A The PTAA Board of Directors will determine the date of registration for all Divisions.

Section B The PTAA Board will coordinate all matters of registration between Divisions registering at the same time.

Section C The PTAA Board will oversee all registrations to insure that they are properly conducted.

**ARTICLE XXVIII ‑ BIDDING PROCEDURE**

Section A Sealed bids for the annual equipment and all other purchases over $1,000 shall be done every year.

Section B Divisions may obtain separate bids or obtain them jointly.

Section C The equipment manger will first generate a list of items he/she desires prices on. This list will be sent to at least two (2) bidders in the local area with instructions to return it to the equipment manager by some established date as a sealed bid. These bids will be opened in the presence of a majority of the PTAA Board members.

**ARTICLE XXIV ‑ ALCOHOLIC BEVERAGES**

Section A The consumption of any alcoholic beverages by any persons at any PTAA facilities where children are engaged in any activities concerning the PTAA Association is prohibited.

Any person in violation will be subject to all laws of the area. They will also be

asked to refrain from any further consumption and may be asked to leave the

premises, if deemed necessary by the managers or game officials. Any serious

problems should be handled by the local law enforcement agency.

**ARTICLE XXX ‑ NON‑RESIDENT CHILDREN**

Section A To be eligible to participate in any and all activities of the PTAA Association, the player must reside within the boundaries of the Penn-Trafford School District, unless the majority of the PTAA Board of Directors agree to waiver this requirement.

Section B All children residing in the Penn-Trafford School District must first be placed on a team before a non-resident could be placed.

Section C Before acceptance of a non‑resident into the Association the PTAA Board should review any possible agreements with that area's association that would require their approval or release.

**ARTICLE XXXI ‑ PLAYER ASSIGNMENTS**

Section A All players will play in the age group designated for them in their divisional bylaws. Players will not be allowed to play in any other age group, unless at the discretion of the Director, it is appropriate.

Section B Players must play on those teams to which they have been assigned. If a player, who has been assigned to a team, does not participate in any games, exhibition or regular schedule, for one entire season in the PTAA Association, he/she would upon returning to play in the next season be available for reassignment to any team.

If, however, a player should participate as a member of his/her assigned team in any games, exhibition or regular schedule, whether or not he/she took an active part in the game, he/she shall be considered a member of that team for that season and be obligated to return to that team the following season if he/she is still in that age group.

**ARTICLE XXXII ‑ AMENDMENTS**

Section A These bylaws may be altered, amended or repealed by the affirmative vote of a majority of the members "in good standing", entitled to vote at any regular or special meeting of the general membership. Notice of the proposed alteration, amendment or repeal must be given an advance notice of one (1) meeting of the general membership before voting on the proposed alteration, amendment or repeals made.