

Twin Valley Baseball Association Bylaws

ARTICLE I - NAME

This organization shall be known as the Twin Valley Baseball Association (TVBA), hereinafter referred to as “**Local League.**” The Local League shall consist of all divisions and age groups of baseball and softball.

ARTICLE II - OBJECTIVE

SECTION 1

The objective of the Local 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, happier children and will grow up to be good, decent, healthy, and trustworthy citizens.

It shall be the policy of TVBA to conduct all activities so that the physical and moral welfare of the young people for whose benefit it is organized, shall remain paramount and all matters of policy shall be determined on that basis. It shall promote good sportsmanship, honesty, and loyalty towards the officials, opposing team members and out of town visitors at all events.

SECTION 2

To achieve this objective, the Local League will provide a supervised program under the Rules and Regulations of Babe Ruth League (baseball), Incorporated and Little League International (softball). All Directors, Officers and Members shall consider that attaining exceptional athletic skill or winning 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, the Local League 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 insure 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 – STATEMENT OF AFFILIATION

SECTION 1

Charter. The Local League shall annually apply for a charter from Babe Ruth League, Incorporated for Baseball and Little League International for Softball and shall do all things necessary to obtain and maintain such charters. The local league reserves the right to participate in organized leagues, tournaments, and training activities apart from Babe Ruth League, Incorporated and Little League International.

SECTION 2

Rules and Regulations. This league shall be affiliated with Babe Ruth League, Incorporated, a New Jersey corporation, and shall be governed by, and shall comply with, the principles, rules and regulations enunciated and decreed by Babe Ruth League, Incorporated. This league shall also be affiliated with Little League International, a Pennsylvania corporation, and shall be governed by, and shall comply with, the principles, rules and regulations enunciated and decreed by Little League International, a Pennsylvania corporation.

SECTION 3

Local League Rules. The local league rules shall be adopted by the Executive Board of Directors at a meeting to be held not less than one month before the first scheduled game of the season, but shall in no way conflict with the Rules, Regulations and Policies of Babe Ruth League, Incorporated or Little League International, nor shall they conflict with this set of by-laws. The local league rules shall expire at the end of each fiscal year and are not considered part of these by laws.

ARTICLE IV – SITE OF PRINCIPAL OPERATIONS

The principal operations of this Local League shall be in and about the Township of Honey Brook, County of Chester, and State of Pennsylvania, but may extend into such areas as provided for by the State, Region, and National Headquarters rules and regulations.

ARTICLE V - DUTIES AND POWERS OF THE EXECUTIVE AND AUXILLARY BOARD AND THE LEVEL REPRESENTATIVES

SECTION 1

Appointments. The Executive 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 (Auxiliary Board) or agents shall have no vote on actions taken by the Executive Board of Directors such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board. The Executive board shall be comprised of the President, Vice President of Baseball, Vice President of Softball, Secretary, Treasurer, Player Agent, and a Member at Large voted in by the existing Executive Board of Directors.

EXECUTIVE BOARD

The Executive Board of Directors are **ELECTED** positions. Members of the Executive Board of Directors will hold their positions for a maximum of 3 years before having to be re-elected.

President, Vice President of Softball, Treasurer, and Member at Large will have the first election at the end of September 2025. The new term for these positions will begin in October 2025 – for the 2026 season. (Future elections will take place in September of the following years: 2028, 2031, 2034, 2037...)

Vice President of Baseball, Secretary, Player Agent will have the first election at the end of September 2026. The new term for these positions will begin in October 2026 for the 2027 season. (Future elections will take place in September of the following years: 2029, 2032, 2035, 2039...)

SECTION 2

President. The President shall:

- (a) Conduct the affairs of the Local League and execute the policies established by the Executive Board of Directors.
- (b) Present a report on the condition of the Local League at the Annual Meeting.
- (c) Communicate to the Executive 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 Local League in strict conformity to the policies, principles, Rules, and Regulations Babe Ruth League, Incorporated, as agreed to under the conditions of charter issued to the Local League by that organization.
- (e) Designate in writing other officers, if necessary, to have power to make and execute for/and in the name of the Local League 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 Local League and report thereon to the Board or Executive Committee as circumstances warrant.
- (g) Prepare and submit an annual budget to the Executive Board of Directors and be responsible for the proper execution thereof.
- (h) With the assistance of the Player Agent, examine the application and support proof-of age documents of every player candidate and certify residence and age eligibility before the player may be accepted for tryouts and selection.

SECTION 3

Vice President Baseball. The Vice President shall:

- (a) Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board to so act. 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 Executive Board of Directors or by the President.
- (c) Responsible for coordination of field assignment, games, and practices.
- (d) Shall be the master scheduler. The board may assign a master scheduler to work with the VP's.
- (e) Provide schedule of games and practices to property owners. (Township, Municipalities and School District)
- (f) Coordinate with Umpire in Chief so that coverage for gameplay is adequate.

SECTION 4

Vice President Softball. The Vice President shall:

- (a) Perform such duties as from time to time may be assigned by the Executive Board of Directors or by the President.
- (b) Responsible for coordination of field assignment, games and practices related to softball.
- (c) Shall be the master scheduler for softball activities. The board may assign a master scheduler to work with the VP's.
- (d) Coordinate with Umpire in Chief so that coverage for gameplay is adequate.

SECTION 5

Secretary. The Secretary shall:

- (a) Be responsible for recording the activities of the Local League 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 as are customarily incident to the office of Secretary or as may be assigned by the Executive 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 Local League, the Executive Board of Directors, and Committees.
- (d) Issue membership cards to Regular Members, if approved by the Executive Board of Directors.
- (e) Keep the minutes of the meetings of the Members, the Executive Board of Directors, and the Executive Committee, and cause them to be recorded in a book kept for that purpose.
- (f) Conduct all correspondence not otherwise specifically delegated in connection with said meeting and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed.
- (g) Notify Members, Directors, Officers and committee members of their election or appointment.
- (h) Process / Submit assistance Forms to the League Board for approval. Notify of approved assistance terms.

SECTION 6

Treasurer. The Treasurer shall:

- (a) Receive all money and securities, and deposit same in a depository approved by the Executive Board of Directors.
- (b) Keep records for the receipt and disbursement of all moneys and securities of the Local League, 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 Executive Board of Directors.
- (c) Prepare monthly financial statements to present at monthly meetings.
- (d) Prepare an annual budget, under the direction of the President, for submission to the Executive 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 Executive Board of Directors at the Annual Meeting.
- (f) Must file all tax returns and follow all 501c3 guidelines.

SECTION 7

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 verifying residence and age eligibility.
- (c) Conduct the tryouts, the player draft, and all other player transaction or selection meetings.
- (d) Prepare the Player Agent's list.
- (e) Prepare for the President's signature and submission to Babe Ruth League, Incorporated and Little League International, team rosters, including players claimed, and the tournament team eligibility affidavit.
- (f) Work with coaches to prepare and organize tournament trail binders.
- (g) Notify Babe Ruth League, Incorporated or Little League International, of any subsequent player replacements or trades.
- (h) Administer the divisional player pool.
- (i) Schedule and conduct evaluations of registered members prior to the draft.

SECTION 8

Member at Large. The Member at Large can be a local community member, league member or business owner. This person may hold a position on the auxiliary board. This person will be voted on by the current Executive Board of Directors.

AUXILLIARY BOARD

SECTION 9

Safety Officer. The Safety Officer shall:

- (a) Be responsible for creating awareness, through education and information, of the opportunities to provide a safer environment for children and all participants of Babe Ruth League.
- (b) Develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance, and reporting.
- (c) Coordinate First Aid and CPR training for all coaches and volunteers.

- (e) Verify First Aid kits are up to date. Replace accordingly.
- (f) Verify AEDs are in designated locations and in compliance with manufacturers usage dates.
- (g) Verify all baseball coaches/volunteers have and are current on Babe Ruth Inc. volunteer clearance through the Sports Engine portal.
- (h) Verify all Softball coaches/volunteers have and are current on Little League International volunteer clearance through the JDP portal.

NOTE: To implement a safety plan using education, compliance and reporting, 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.

SECTION 10

Coaching Coordinator. The coaching coordinator shall:

- (a) Represent coaches/managers in league.
- (b) Present a coach/manager training budget to the board.
- (c) Gain the support and funds necessary to implement a league-wide training program.
- (d) Order and distribute training materials to players, coaches, and managers.
- (e) Coordinate mini-clinics, as necessary.
- (f) Serve as the contact person for Babe Ruth League, Incorporated and Little League International.
- (g) Position can be fulfilled by an individual that already holds another officer role.

SECTION 11

League Information Officer. The League Information Officer shall:

- (a) Set up and manage the league's official website (site authorized by Babe Ruth League, Incorporated and Little League International).
- (b) Set up online registration and ensure the league rosters are uploaded to by Babe Ruth League, Incorporated and Little League International.
- (c) Assign online administrative rights to other local volunteers.
- (d) Encourage creation of team web sites for managers, coaches, and parents.
- (e) Ensure that league news and scores are updated online regularly.
- (f) Collect, post, and distribute valuable information on league activities including direct dissemination of fund-raising and sponsor activities to Babe Ruth League, Incorporated, Little League International, the district, the public, league members, and the media.
- (g) Serves as primary contact person for Babe Ruth League, Incorporated, Little League International and Sports Connect regarding optimizing use of the Internet for league administration and for distributing information to league members and to Babe Ruth League, Incorporated and Little League International.

SECTION 12

Sponsorship/Fundraising Manager. The Sponsorship/Fundraising Manager shall:

- (a) Solicits and secures local sponsorships to support league operations.
- (b) Collects and reviews sponsorship and fundraising opportunities.
- (c) Organizes and implements approved league fundraising activities.
- (d) Coordinates participation in fundraising activities
- (e) Maintains records of monies secured through sponsorship and Fundraising initiatives.

SECTION 13

Concession Manager. The Concession Manager shall:

- (a) Maintains the operation of concession facilities.
- (b) Organizes the purchase of concession products.

- (c) Responsible for the management of the concession sales at league events
- (d) Schedules volunteers to work at the concession booth during league events.
- (e) Collects and reviews concession related offers including coupons, discounts, and bulk-purchasing opportunities.
- (f) Organizes, tallies, and keeps records of concession sales and purchases.

SECTION 14

Equipment Manager. The Equipment Manager shall:

- (a) Maintains, inventories, and distributes league owned player equipment.
- (b) Presents quotes to the President or Vice President for purchasing approval.
- (c) Presents quotes to Treasurer for payment.
- (d) Keep accurate accounting of equipment signed out to coaches.
- (e) Verifies all equipment is returned at the end of the season.

SECTION 15

Facilities Manager. The Facilities Manager shall:

- (a) Maintains, inventories field and ground maintenance equipment.
- (b) Provide training for coaches/assistant coaches in field preparation.
- (c) Provide budget(s) to the board for Spring, Summer and Fall field preparations.
- (d) Provide costs to the board for equipment repair or replacement.

SECTION 16

Umpire in Chief. The Umpire in Chief shall:

- (a) Coordinate with the umpire staff to account for all league home games.
- (b) The Vice President of Baseball and Softball shall coordinate and see that all scheduled games have umpire coverage.
- (c) The Umpire in Chief shall interview and recommend to the President for appointment a staff of umpires. When appointed, the staff of umpires shall be under the personal direction of the Local League President, assisted by the Chief Umpire who shall train, observe, and schedule the staff.
- (d) Make an official request to the Treasurer for needed umpire fees for each division. The request MUST be verified and approved by the Vice President of Baseball or the Vice President of Softball.

LEVEL REPRESENTATIVES

SECTION 1

T-Ball Division Representative. The Executive Board of Directors shall appoint a T-Ball Division Coordinator. His/her duties shall include scheduling and reporting to the board. All scheduling activities shall be coordinated with the Master Scheduler.

SECTION 2

Rookies Division Representative. The Board of Director shall appoint a Rookies Division Coordinator. His/her duties shall include scheduling, reporting to the board and All-Star team coordination. All scheduling activities shall be coordinated with the Master Scheduler.

SECTION 3

Minor Division Representative. The Executive Board of Directors shall appoint a Minor League Coordinator who shall report to the Executive Board of Directors concerning all activities associated with the Minor 10U division. This will include Diamond League, Cal Ripken recreational baseball and All-Star team coordination. All scheduling activities shall be coordinated with the Master Scheduler.

SECTION 4

Major 70/12U Division Representative. The Executive Board of Directors shall appoint a Major 70 Coordinator who will report to the Executive Board of Directors concerning all activities associated with the Major 70/12U division. This will include Diamond league, Cal Ripken recreational baseball and All-Star team coordination. All scheduling activities shall be coordinated with the Master Scheduler.

SECTION 5

Senior Division (13-18) Representative. The Executive Board of Directors shall appoint a Senior Division Representative who will report to

the Executive Board of Directors concerning all activities associated with the Senior division. This will include 13U Prep and 14-18 age groups. All scheduling activities shall be coordinated with the Master Scheduler.

SECTION 6

Softball league Representative. Individual representatives to be determined by VP of Softball

ARTICLE VI - MEMBERSHIP

SECTION 1

Eligibility. Any person interested in active participation in furthering the objective of this Local 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 requirements of Babe Ruth League, Incorporated and Little League International shall be eligible to compete for participation. Player Members shall have no rights, duties, or obligations in the management or in the property of the Local League.
- (b) **Regular Members.** Any adult person actively interested in furthering the objectives of the Local League may become a Regular Member upon election and payment of dues as hereinafter provided. The secretary shall maintain the roll of membership to qualify voting members.
 - (1) Only Regular Members in good standing and those that have attended at least Fifty (50%) of meetings, are eligible to vote at General Membership Meetings.
 - (2) **All Officers, Board Members, Committee Members, Managers, and other elected or appointed officials must be active Regular Members in good standing.**
 - (3) Regular Members of the league automatically include all current Managers, Board Members, Officers of the Board, and any other person who is recognized by the Board as a volunteer in the Local League.

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 Local League.
- (b) Regular Members shall not be actively engaged in the promotion and/or operation of any other baseball/softball program without the written approval from the Executive Board of Directors.

SECTION 4

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

- (a) The Executive Board of Directors, by a two-thirds vote of those present at any duly constituted Board meeting, shall have the authority to discipline, 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 the Local League, Babe Ruth League, Incorporated or Little League International. 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 Executive Board of Directors shall, in the 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, as an adviser, with the player before the Executive Board of Directors committee of the Board of Directors. The player's parent(s) or legal guardian(s) may also be present. The Executive 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 at any duly constituted meeting (quorum is required).

ARTICLE VII – EXECUTIVE BOARD OF DIRECTORS

SECTION 1

Authority. The management of the property and affairs of the Local League shall be vested in the Executive Board of Directors.

SECTION 2

Increase in number. The number of Executive Board of Directors fixed at the Annual Meeting may be increased at any General Membership Meeting or Special Meetings of the Members. 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 eligible Regular Members present. All votes must be in person.

SECTION 3

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

SECTION 4

Board Meetings, Notice and Quorum. Regular meetings of the Executive Board of Directors shall be held immediately following the Annual Meeting and, on such days thereafter as shall be determined by the Board.

- (a) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of **Fifty-One (51%)** of the 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 to each Director at least **Five (5) Days** before the time appointed for the meeting to the last recorded address of each Director.
- (c) **Fifty-One (51%)** of the members of the Executive 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 Executive Board of Directors may make motions and vote at meetings of the Executive Board of Directors. Executive Board of Directors may invite, admit, and recognize guests for presentations or comments during Board meetings.

SECTION 5

Attendance. The Executive Board of Directors shall attend a minimum of **Fifty (50%)** of all scheduled Board meetings.

SECTION 6

Duties and Powers. The Executive 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 Local League as it may deem proper, provided such rules and regulations do not conflict with this Bylaws.

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

SECTION 7

Rules of Order for Board Meetings. Robert's Rules of Order shall govern the proceedings of all Executive Board of Directors meetings, except where Robert's Rules conflict with the Bylaws of the Local League.

ARTICLE VIII - EXECUTIVE COMMITTEE

SECTION 1

The Executive Board of Directors may appoint an Executive Committee which shall consist of not less than three (3) nor more than five (5) Directors, one of whom shall be the President of the Local League.

SECTION 2

The Executive Committee shall advise with and assist the Officers of the Local League 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, but in no event will the Executive Committee have authority over the Executive Board of Directors.

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 IX - OTHER COMMITTEES

SECTION I

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

Directors a slate of Officers and Committee members. All nominations are due to the Committee no later than one month prior to the scheduled Annual Meeting date (Article X, Section 5). The nominees must be Members in good standing in order to be put on the ballot.

SECTION 2

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

SECTION 3

Finance Committee. The Executive Board of Directors may appoint a Finance Committee of three (3) or 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 Local League, including team sponsorships, and submit recommendations. It shall be responsible for taking up collections at games, if such collections are authorized by the Local League, and shall turnover said collections to the Treasurer immediately after each game.

SECTION 4

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

SECTION 5

Grounds Committee. (May be combined with Building and Property Committee) The Executive Board of Directors may appoint a Grounds Committee which shall be responsible for the care and maintenance of the playing field(s), buildings, and grounds. It shall operate within the amount appropriated in the approved budget for that purpose. The Committee shall be responsible for the proper issuance of such supplies and equipment and for the repair, cleaning, and storage thereof at the close of the season.

SECTION 6

Managers Committee. The Executive Board of Directors may appoint a Managers Committee consisting of three (3) Directors. The Committee shall interview and 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 Executive 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 the Local League. It shall, at the request of the President or Executive Board of Directors complaints concerning managers and coaches and make a report thereof to the President or Executive Board of Directors as the case may be.

SECTION 7

District Committee. The Executive Board of Directors may appoint a District Committee consisting of the Local League President as Chairman and two (2) other Directors. The Committee shall assist the District Administrator in interleague district functions including the selection of members of the District Administrator's Advisory Committee and the selection of tournament sites and area tournament directors. Coordinate and approve payment for District, State, Regional and National tournaments. Coordinate summer travel/tournament teams.

SECTION 8

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

ARTICLE X - GENERAL MEMBERSHIP MEETING

SECTION 1

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

SECTION 2

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

Agenda. Topics shall be added by Members but must be received no later than 24 hours prior to the scheduled meeting date. If a topic or question is presented and NOT on the scheduled meeting agenda, only the Executive Board of Directors shall decide if the non-agenda topic or question will be discussed or addressed at the current meeting or tabled until the next regularly scheduled meeting.

SECTION 3

Quorum. At any General Membership Meeting, the presence in person or representation by absentee ballot of **One Fifth (20%)** of the members (as defined in Article VI - Membership) 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 Executive Board of Directors may invite, admit, and recognize guests for presentations or comments during General Membership Meetings. (Those eligible to take part in meetings of the Executive Board of Directors. All votes must be in person. **There will be no absentee votes.**

SECTION 5

Annual Meeting of the Members. The Annual Meeting of the Members of the Local League shall be held the **2nd Tuesday of September at 7:00pm** each year for the purpose of electing new Members, electing the Executive Board of Directors, receiving reports, reviewing the Bylaws, appointing committees, and for the transaction of such business as may properly come before the meeting.

- (a) The Membership shall receive at the Annual Meeting of the Members of the Local League a report, verified by the President and Treasurer, or by a majority of the Directors, showing:
 - (1) The condition of the Local League, to be presented by the President or his/her designate.
 - (2) A general summary of funds received and expended by the local league for the previous year, the amount of funds currently in possession of the local 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 the Local League where located, and where and how invested.
 - (4) For the year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated, or expended, and the purposes, objects, or persons to or for which such applications, appropriations or expenditures have been made.
 - (5) The names of those admitted to regular membership in the Local League during such year. This report shall be filed with the records of the Local League and entered in the minutes of the proceedings of the Annual Meeting. A copy of this report shall be forwarded to Babe Ruth League, Incorporated.
- (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 be not less than seven (7).
- (c) After the Executive Board of Directors is elected, the Board shall meet to elect the officers. After the election, the Executive Board of Directors assume the performance of its duties on **October 1st**. The Board's term of office shall continue until its successors are elected.
- (d) The Officers of the Executive Board of Directors shall include, at a minimum, the **President, Vice President of Baseball, Vice President of Softball, Treasurer, Secretary, Player Agent, and a Member at Large.**

SECTION 6

Special General Membership Meetings. Special General Membership Meetings of the Members may be called by the Executive Board of Directors or by the Secretary or President at their discretion. Upon the written request of **Ten (10)** Members, the President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such Special General Membership Meeting shall be scheduled to take place not less than **Fourteen (14) Days** after the request is received by the President or Secretary.

SECTION 9

Rules of Order for General Membership Meetings. Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except where Robert's Rule conflicts with the Bylaws of the Local League.

ARTICLE XI - FINANCIAL AND ACCOUNTING

SECTION 1

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

SECTION 2

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

SECTION 3

Solicitations. The Board shall not permit the solicitation of funds in the name of Babe Ruth League, Incorporated and Little League International unless all the funds so raised are placed in the Local League treasury.

SECTION 4

Disbursement of Funds. All disbursements shall be made by check or Debit Card. All checks shall be signed by the Local League Treasurer or other officer or officers or person or persons as the Executive Board of Directors shall determine. Any disbursement in excess of \$10,000 shall need Membership approval.

SECTION 5

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

SECTION 6

Deposits. All moneys received, including Auxiliary Funds, shall be deposited to the credit of the Local League at Truist Bank.

SECTION 7

Fiscal year. The fiscal year of the Local League shall begin on *November 1st and shall end on October 31st.*

SECTION 8

Distribution of Property upon Dissolution. Upon dissolution of the Local League and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of the Local League to another Federally Incorporated entity which maintains the same objectives as set forth in Article II , Sections 1 and 2 of these Bylaws, which are or may be entitled to exemption under Section 501-(c)-(3) of the Internal Revenue Code or any future corresponding provision.

ARTICLE XII – CONFLICTS OF INTEREST - REFER TO TBVA CONFLICT OF INTEREST POLICY

Any possible conflict of interest on the part of any member of the Executive Board of Directors, Auxiliary Board, Level Representatives, and Members of the Association shall be disclosed in writing to the Executive Board and made a matter of record through an annual procedure and also when the interest involves a specific issue before the Board. Where the transaction involving a board member or officer exceeds five hundred dollars (\$500) but is less than two thousand five hundred dollars (\$2500) in a fiscal year, a two-thirds vote of the disinterested directors is required. Where the transaction involved exceeds five thousand dollars (\$2500) in a fiscal year, then a

two-thirds vote of the disinterested directors and notification to the Members of the Association is required. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself.

Every new member of the Board will be advised of this policy upon entering into the duties of his or her office, and shall sign a statement acknowledging, understanding of, and agreement to this policy. The Board will comply with all requirements of Pennsylvania law in this area and the Pennsylvania requirements are incorporated into and made a part of this policy statement.

ARTICLE XIII - AMENDMENTS

The Bylaws may be amended, repealed, or altered in whole or in part by a majority vote of the eligible Members present at any duly organized meeting of the Executive Board, provided notice of the proposed change is included in the notice of such General Membership meeting.

This Constitution was approved by the Twin Valley Baseball Association Executive Board of Directors on

President's Name (Print) Damon P. Scott III

President's (Signature)



10/11/2023

Federal ID No. (if available) 92-1649160

State ID No. (if available) 92-1649160