



**JOHNSBURG PIGTAIL LEAGUE
BY-LAWS**

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ARTICLE I

NAME AND PURPOSE

Section 1: Name. The name of the league will be Johnsburg Pigtail League (hereinafter referred to as "league").

Section 2: Purpose and Philosophy

The purpose of this non-profit organization shall be to promote recreational girls softball. These efforts will provide for fellowship, physical fitness, good sportsmanship, training, and sponsorship of girls' softball. The philosophy of the league includes voluntary activities to build character in the area youth through softball activities. This will be accomplished by providing equal play and that teams are evenly matched to the extent possible. Through this philosophy, the league shall attempt to insure that each player has the opportunity to build self-confidence both physically and emotionally by participating in a team activity. A key component to accomplishing this goal is through demonstrations of good character by our adult volunteers.

Section 3: Operation as Tax Exempt Organization; Exempt Activities

- (a) The league will operate as an organization within the meaning of Section 501(c)(3) of the Internal Revenue Code ("the Code").
- (b) The league will neither have nor exercise any power, nor will it engage directly or indirectly in any activity, that would invalidate its status as a tax-exempt organization within the meaning of Section 501(c)(3) of the Code.
- (c) Notwithstanding any other provision in these Bylaws, no director, officer, employee, or agent of the league is permitted to take any action or carry on any activity by or on behalf of the league, which is not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Code.
- (d) No part of the net earnings of the league may inure to the benefit of, or be distributable to, any director, office, employee, or agent of the league.
- (e) No director, officer, employee, or agent of neither the league nor any private individual will be entitled to any distribution or division of the remaining property or proceeds of the league.
- (f) If the league dissolves, the balance of the money and property received by the league, after payment of all of the debts and obligations of the league, must be used, distributed, or transferred exclusively to an organization or organizations with a substantially similar purpose(s) to those for which this league is organized. The Board of the officers will choose the exact organization(s) for such a distribution.

Section 4: Bylaw Amendments

These bylaws may be altered, amended or repealed, and new bylaws may be made by utilizing the following procedure:

- (a) A motion in writing is presented to the Board of Directors at a general meeting when a quorum is present.
- (b) Said motion will be discussed, seconded, and approved, by a simple majority of the Board of Directors at a general meeting when a quorum is present.
- (c) All League members shall then be notified as to the date and time that an amendment will be presented to league membership for approval. Notification of all League members must be thirty (30) days in advance of the date of the amendment presentation.
- (d) Adoption of the amendment at the amendment presentation meeting requires a 2/3 vote of the voting members present.
- (e) An amendment that has failed to receive the necessary 2/3 vote shall not be voted on again until the procedure outlined in this section is repeated.

ARTICLE II

MEMBERSHIP

Section 1: General Members

Membership in the League is open to the following:

- (a) Parents and legal guardians of officially registered girls in the league.
- (b) All elected and appointed officials of the League, including all past Presidents of the League.
- (c) All managers and coaches of the league.

Section 2: Voting Members

Voting members shall be those members who have attained 18 years of age.

ARTICLE III

BOARD OF DIRECTORS

Section 1: General Powers

The affairs of the league will be managed by or under the direction of its Board of Directors. The Board of Directors shall set all reasonable and appropriate fees necessary for the operation of the league. Fees shall be payable at time of registration and any event cost shall be payable prior to player participation in the event.

Section 2: Executive Officers

The Executive Officers of this League shall be President, Vice President, Secretary, Treasurer and Player Agent. The Executive Officers will be the elected members of the Board of Directors. Each Executive Officer has one (1) vote on any question before the Board of Directors.

Section 3: Appointed Members

The appointed members of the Board of the league shall be Equipment Manager and Coordinators. All appointed members shall be a minimum of eighteen (18) years of age. Appointed members shall be appointed by a majority vote of the elected officers.

Section 4: Terms, Multiple Offices, Qualifications, Duties, and Limitations

- (a) **Number:** The number of Executive Officers of the league will be at least 3 and no more than 5.
- (b) **Multiple Offices:** The same person may hold any two or more offices, except that the President and Secretary should not be the same person. Each member shall have only (1) one vote regardless of the number of positions they may represent.
- (c) **Qualifications:** Board Members need not be residents of the State of Illinois or members of the league, but must be at least twenty-one (21) years of age. None of the Executive Officers shall be related through marriage. No Executive Officer shall have a family member who is also an Executive Officer.
- (d) **Duties:** All Board Members shall consistently serve the league in good faith consistent with the goals of the league. This includes executing the tasks of their office and consistently attending meetings during their term in office.
- (e) **Limitations:**
 - a. No part of the net earnings of league shall inure to any member of the Board, nor to any other private persons, excepting solely such reasonable compensation that the league shall pay for services actually rendered, or allowed by the league as a reasonable allowance for authorized expenditures incurred on behalf of the league.
 - b. No substantial part of the activities of league shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and league shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

- c. league shall not lend any of its assets to any member of the Board, or guarantee to any person the payment of a loan by an Officer of the league.

Section 5: Elections

- a) **When:** Elections shall be held at the annual meeting in September. The poll shall be open for a minimum of two (2) hours.
- b) **How:** All persons voting will be asked for identification and recorded as having received a ballot from the Secretary on the official league roster. All marked ballots shall be placed within a sealed ballot box. The ballots shall be counted and newly-elected officers announced prior to the conclusion of the meeting.
- c) **Terms:** Terms for both elected and appointed officers shall be two years beginning September 1 of the year elected and ending August 31 two years later. Officers may serve multiple terms, but no more than two consecutive terms in one office. All executive officers will be divided into two groups as nearly equal in number as is practicable in order to stagger the terms of the Executive Officers and achieve continuity of governance of the organization as follows: President, Treasurer, and Secretary, whose terms expire at the end of the annual meeting of members in odd-numbered years; and Vice President and Player Agent, whose terms expire at the end of the annual meeting of members in even-numbered years.
- d) **Absentee Voting:** Requests for an absentee ballot must be in writing and received by the Secretary two (2) weeks prior to the election. Absentee ballots shall be sealed within an envelope and the ballot signed on its face by the voting member.
- e) **Proxy Voting:** No proxy voting will be allowed.

Section 6: Resignation

- (a) Any Officer may resign at any time by giving written or verbal notice to the President or the Secretary of the league.
- (b) **Effective Date:** An Officer's resignation will take effect when the notice is delivered unless the notice itself specifies a future date. Moreover, unless the notice specifies otherwise, the acceptance of an Officer's resignation is not necessary to make it effective.

Section 7: Removal

Any elected member of the Board of Directors may be removed from the Board and forfeit their position for failing to carry out expected duties or conduct detrimental to the league via the following process:

- (a) A written complaint must be presented to the Board of Directors.
- (b) The complaint will be reviewed and investigated by the Executive Officers. If sufficient justification exists, a hearing before the full Board will be held.
- (c) A motion for the removal, with or without cause, of one or more members of the Board of Directors may then be made at any general or special meeting.
- (d) If a motion to remove one or more officers is passed, the Director(s) sought to be removed and all members of the league will be notified no less than twenty (20) days prior to the next general meeting where a removal vote will occur.
- (e) Removal from office requires a $\frac{3}{4}$ majority vote of the voting membership present at the next general meeting. An Officer's removal will be without prejudice to his or her contract rights, if any.

Any appointed member of the Board of Directors may be removed from office by a majority vote of the Executive Board.

Section 8: Vacancies

- (a) Any vacancy occurring in the Board of Directors, may be appointed by the Board of Directors at the annual meeting, any regular meeting, or at a special meeting of the Board of Directors called for that purpose. A quorum must be present unless all current members of the Board of Directors are present. Appointed officers shall be appointed by a majority vote of the elected officers.

- (b) **Term of Office:** Each Director elected to fill a vacancy will hold office for the duration of the unexpired term of his predecessor in office.

Section 9: Director Conflict of Interest

- (a) If a transaction is fair to the league at the time it is authorized, approved, or ratified, the fact that any Director of the league is directly or indirectly a party to the transaction is not grounds for invalidating the transaction.
- (b) In a proceeding contesting the validity of a transaction described in Section 9 (a), the person asserting validity has the burden of proving fairness unless:
 - 1. The material facts of the transaction and the Director's interest or relationship were disclosed or known to the Board of Directors, and the Board authorized, approved or ratified the transaction by the affirmative votes of a majority of disinterested officers, even though the disinterested officers did not constitute a quorum; or
 - 2. The material facts of the transaction and the director's interest or relationship were disclosed or known to the members entitled to vote, if any, and they authorized, approved or ratified the transaction without counting the vote of any member who is an interested director.
- (c) **Quorum, Voting:** The presence of the Director, who is directly or indirectly a party to the transaction described in Section 9 (a), or a Director who is otherwise not disinterested, may be counted in determining whether a quorum is present but may not be counted when the board of officers takes action on the transaction.
- (d) **Indirectly.** A Director is "indirectly" a party to a transaction if he or she either:
 - 1. Has a material financial interest in the entity with which the transaction is occurring; or
 - 2. Is an officer, Director, or general party with the entity with which the transaction is occurring.
- (e) **Grant Exception.** If a Director of the league is also an Officer or Director of both parties to a transaction involving a grant or contribution, without consideration, from one entity to the other, that Director is not "indirectly" a party to the transaction so long as the Director does not have a material financial interest in the entity that receives the grant or contribution.

Section 10: Powers and Duties

President

The President will:

- (a) be the principal executive officer of the organization and assume responsibility for the Board's operations.
- (b) ensure that all orders, resolutions and directives of the Board of Directors are carried into effect.
- (c) preside at all board meetings.
- (d) enforce the By-Laws and any amendment to them.
- (e) appoint all committees and serve as an ex-officio member of all committees.
- (f) cast the deciding vote in the event of a tie vote at Board meetings.

Vice President

The Vice President will:

- (a) have all the powers and perform all the duties of the President in the absence or incapacity of the President
- (b) be subject to the same restrictions as the president .
- (c) assist the president in the discharge of duties as the president may direct.
- (d) preside at all meetings in the absence of the President.
- (e) be responsible for the proper conduct of all regular or special elections.

- (f) coordinate the preparation of game schedules for all divisions.
- (g) chair the nominating committee and co-chair registration, and tournament committees.
- (h) be responsible for the solicitation of sponsors.
- (i) coordinate the rescheduling of rainouts and make-up games with the designated officiating organization.

Treasurer

The Treasurer will:

- (a) keep full and correct account of receipts and disbursements in the books belonging to the league, and must deposit all moneys and other valuable effects in the name and to the credit of the league, in the bank(s) designated by the Board of Directors.
- (b) will dispose of funds of the league as may be ordered by the Board, taking proper vouchers for such disbursements, and must render to the President and the Board of Directors, whenever they may require it, an account of all his or her transactions as Treasurer and of the financial condition of the league.
- (c) perform any other duties assigned to him or her by the President.
- (d) maintain the League's official bank account(s) and make monthly reports at the regularly-scheduled meetings identifying the previous month's receipts, disbursements and current balance(s).
- (e) sign all checks issued from the League's bank account and ensure that the appropriate countersignature of another board member(s) has been made.
- (f) maintain printed record of all receipts and disbursements.
- (g) at the end of term in office, the Treasurer shall audit the League's official account(s) with the Treasurer-Elect, President, and President-Elect and report findings at the next regular Board meeting.

Secretary

The Secretary will:

- (a) act as Secretary of the Board of Directors.
- (b) give, or cause to be given, all notices in accordance with the provisions of these bylaws or as required by law.
- (c) keep the minutes and attendance of each meeting and submit a written report at the following meeting.
- (d) supervise the custody of all records and reports and will be responsible for the keeping and reporting of adequate records of all meetings of the Executive Board.
- (e) maintain the official League roster of active members.
- (f) maintain the official copy of the League's By-Laws.
- (g) file appropriate documentation with government agencies to maintain not for profit and/or tax-exempt status.
- (h) perform such other duties as may be assigned from time to time by the President.

Player Agent

The Player Agent will:

- (a) act as liaison between the Executive Board, coaches, parents and players.
- (b) maintain player information & history sheets.
- (c) maintain team won-lost standings throughout the year.
- (d) conduct the League's draft.
- (e) register and assign players to teams in unusual situations after the draft has been concluded.
- (f) conduct background checks on managers and coaches in conjunction with local law enforcement authorities.
- (g) conduct the League's registrations.
- (h) record scores of all official League games and provide to Secretary.
- (i) perform all other duties as the office may require or as directed by the President.

Equipment Manager

The Equipment Manager will:

- (a) be responsible for the inventory of all league equipment prior to the beginning of the playing season.
- (b) be responsible for the distribution of all league equipment to the coaches at the beginning of the season.

- (c) be responsible for the collection, inventory and storage of all league equipment at the end of the season.
- (d) be responsible for maintaining, repairing, and/or replacing league equipment during the playing season.
- (e) at the conclusion of the playing season shall present to the Executive Board an equipment inventory and recommendations for new equipment to be purchased for the following season.
- (f) be responsible for the purchase of new equipment approved by the Executive Board.

Coordinators

A sufficient number of Coordinators shall be appointed to organize league activities deemed necessary by the President of the Board of Directors.

The Coordinator will:

- (a) Act as liaison between the managers, coaches, players and the Player Agent.
- (b) Be responsible for informing Player Agent of any and all problems, situations and occurrences (including the conduct of managers, coaches, parents and players).
- (c) Be responsible for the dissemination of pertinent information from the Board to the managers and coaches.
- (d) Be responsible for having all managers, coaches, parents and players participate in fund-raising activities.

ARTICLE IV

COMMITTEES

Section 1: Nominating

Unless otherwise directed by the Executive Officers, the Vice President shall chair the Election Nominating Committee consisting of three (3) to five (5) persons inclusive. This committee will be presented by name for approval at the regular May general meeting.

The Nominating Committee shall present their slate of nominations before the Executive Board at the regular June general meeting. Nominations will be made by the Committee and then the meeting will be opened for nominations from the general meeting audience. It is recommended that the Committee propose two (2) candidates for each office to be filled.

Section 2: Fund Raising

Unless otherwise determined by the Executive Officers, the Treasurer shall chair the Fund-Raising Committee consisting of three (3) to five (5) persons inclusive. This committee will be presented by name to the Board for approval no later than the November Board meeting.

The Fund-Raising Committee will also coordinate efforts and information with the respective coordinators.

Section 3: Other Committees

The President may appoint any such committee as he or she deems necessary for the operation of the league. The President will appoint one (1) member to be the chair of each committee. Committees need not be composed of members, but must report directly to the board of officers.

Section 4: Quorum; Voting

A majority of the entire committee will constitute a quorum for committee action at any meeting of the committee. The act of a majority of committee members present and voting at a meeting at which a quorum is present will constitute the act of the committee.

Section 5: Duties and Limitations

All committee members will serve at the direction of the Board of Directors. Each committee may only exercise the authority granted to it by the Board of Directors that are consistent with the goals of the committee.

Section 6: Term, Vacancies

- (a) **Term:** Each member of a committee will remain on that committee until the next annual meeting of the league and until his or her successor is appointed, unless the committee is terminated, a member is removed from the committee group by the Board of Directors, or the member ceases to qualify as a member.
- (b) **Vacancies:** The chair of any committee may fill vacancies in the membership of their committee by submitting the name for approval by the Board of Directors.

Section 7: Participation at Meetings by Conference Telephone

Committee members may participate in and act at any committee meeting by telephone or other communications equipment so long as all persons participating in the meeting can communicate with each other. Telephonic or electronic committee member participation in a meeting will constitute attendance and presence at the meeting.

Section 8: Meetings of Committees

Subject to action by the Board of Directors, each committee by majority vote of its members shall determine the time and place of meetings and the notice required therefor.

Section 9: Informal Action

- (a) **General:** Any action required to, or which may, be taken at a meeting of a committee may be taken without a meeting if it is consented to in writing by the all of the committee members.
- (b) **Written Consent:** The written consent must be evidenced by one or more written approvals from the members; each approval must set forth the action to be taken and provide a written record of approval. The approvals must be delivered to the Secretary of the league and filed in the corporate records.
- (c) **Effective Date:** Any action taken by the Board pursuant to this Section will be effective when all of the officers have approved the written consent unless the consent specifies a different effective date.

ARTICLE V

MEETINGS

Section 1: Annual Meetings

The annual meeting of the Board of Directors will be held in September at the place determined by the Board of Directors.

Section 2: Regular Meetings

The Board of Directors will hold regular meetings at the time and place designated by resolution of the Board of Directors. Meeting schedules shall be published in the League newsletter or website at least seven (7) days prior to each meeting. Roberts Rules of Order, in its latest revision, shall govern at all meetings when consistent with the By-Laws of the league.

Section 3: Special Meetings

Special meetings of the Board of Directors may be held at any time but only if they are properly noticed pursuant to Art. IV, Sec. (4). The meetings may be called by the President or by a written request from any two (2) Executive Officers. Any member of the League may request a special meeting by submitting a written request to the Board of Directors explaining the reason for that request. Special meetings of the Board of Directors will be held at the place

specified in the call for the meeting. Committee meetings will be held at the discretion of the Chairman of the particular committee.

Section 4: Notice of Meetings

- (a) **Timing:** Notice of each meeting must be delivered by or at the direction of the Secretary to each Director at least five (7) days, but not more than sixty (60) days, before the day on which the meeting is to be held.
- (b) **Delivery:** Notice may be given electronically via facsimile, e-mail or other electronic delivery methods permitted by law.
- (c) **Waiver:** Notice may be waived in writing by a Director, either before or after the meeting. Attendance of a Director at any meeting shall constitute a waiver of notice of such meeting except where the Director attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- (d) **Description of Meeting in the Notice:** Neither the business to be transacted at, nor the purpose of, any special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

Section 5: Quorum; Voting; Proxies

- a) **Voting:** If quorum is present, the act of the majority of the officers present is equivalent to the act of the entire Board of Directors unless the act of a greater number is required by law, the Articles of Incorporation of the league, or these bylaws.
- b) **Proxies:** No Director may vote by proxy on any matter of the league.
- c) **Quorum:** A quorum shall consist of a majority, of the number of current Executive Officers.

Section 6: Presumption of Assent

If a Director is present at a meeting of the Board of Directors, he or she will be conclusively presumed to have assented to any corporate action taken at the meeting unless any of the following occurs:

- (a) His or her dissent was entered in the minutes of the meeting,
- (b) He or she filed a written dissent to the action with the person acting as the secretary of the meeting before adjournment, or
- (c) He or she forwarded such dissent by registered or certified mail to the Secretary of the league immediately after the meeting adjourned. However, this right to dissent will not apply to a Director who voted in favor of an action.

Section 7: Electronic Participation at Meetings

Directors may participate in and act at any meeting of the Board of Directors through the use of a conference telephone or other communications equipment so long as all persons participating in the meeting can communicate with each other. Email is not considered a proper form of electronic participation at a meeting of the Executive Board. Telephonic or electronic director participation in a meeting will constitute attendance and presence at the meeting.

Section 8: Informal Action; Written Consent; Effective Date; Conveyences

- (a) **Informal Action:** Any action required to, or which may, be taken at a meeting of the Board of Directors may be taken without a meeting if it is consented to in writing by the all of the officers.
- (b) **Written Consent:** The written consent must be evidenced by one or more written approvals from the officers; each approval must set forth the action to be taken and provide a written record of approval. The approvals must be delivered to the Secretary of the league and filed in the corporate records.
- (c) **Effective Date:** Any action taken by the Board pursuant to this Section will be effective when all of the officers have approved the written consent unless the consent specifies a different effective date.
- (d) **Conveyences:** Written consents in ARTICLE IV includes conveyences such as e-mails and faxes.

ARTICLE VI

MANAGERS AND COACHES

Section 1: Eligibility & Responsibilities

All Managers must be at least twenty-one (21) years of age. All Coaches must be at least eighteen (18) years of age. Each team will have One (1) Manager and one (1) Coach. Assistant coaches may be approved per team after the draft. The Coach should be non-related to the Manager. If a Manager, coach, or assistant coach cannot be present for a game or practice, a parent from that team may be used, but the same parent may not be used at all of the games and/or practices. Managers, coaches, and any parent volunteering in a coaching role shall understand and follow the league's objectives, philosophies, and codes of conduct. The Manager and/or the coach must attend the league draft and any required events as determined by the Executive Board.

Section 2: Selection

Volunteers will be requested at the time of registration. Selection of managers will be made by the Executive Officers from a list of volunteers. All coaches and assistant coaches must obtain a majority vote of confidence from the Executive Officers and sign any required league Codes of Conduct. Members of the Board of Directors will recuse themselves from voting on themselves or family members. Managers with previous League experience will receive first positions within the division of their choosing.

The Board will consider coaching candidates that:

- (a) Have completed a background check.
- (b) Have attended any required coach's events as determined by the Board of Directors.
- (c) Have the ability to commit to effectively coaching a team.
- (d) Have needed no league Board intervention.
- (e) Have successfully coached within the previous year.
- (f) Positive Coaching evaluations.

Section 3: Background Check

All Managers and Coaches will be subjected to a background check by the local law enforcement authorities. The check shall be limited to pedophile activities; any coaching staff applicant with a history of pedophile activities will be denied participation in the league.

Section 4: Disciplinary Action

Appropriate disciplinary action may be taken by the Board of Directors against a coach for violations of the Code of Conduct or failure to effectively coach his/her team in accordance with the goals of the league. Disciplinary action can include but is not limited to: Verbal Warnings, Written Warnings, Suspension, and Removal. Any action taken against a coach can be referenced by the Board for a period of 1 year.

Section 4: Removal

A Manager, head coach or assistant coach may be removed by a majority vote of the Board of Directors. The vote shall be required after written notification and a period of remediation has been completed.

ARTICLE VII

PLAYERS

No Travel Players are allowed to participate on regular season teams. Players meeting the definition of a 'Travel Player' will be the determination of the Board of Directors. Travel players may be rostered on a non-regular season team if players are needed to roster a full team. Rostered travel players must constitute less than 1/3 of the total roster. Any rostering of travel players must be approved by the Board of Directors.

Section 1: Divisions

The Board of Directors will select the organization(s) to participate in which provide for organized Spring, Summer, and/or Fall girls softball play. The Board may modify the league's age divisions based on the available organizations and rostered players in the league.

League Divisions include: 6U, 8U, 10U, 12U, 14U, 16U, 18U, and 20U.

Division assignment is determined as follows:

- (a) **6U:** Girls 6 and 5 years old as of 1/1 of the current year.
- (b) **8U:** Girls 8 and 7 years old as of 1/1 of the current year.
- (c) **10U:** Girls 10 and 9 years old as of 1/1 of the current year.
- (d) **12U:** Girls 12 and 11 years old as of 1/1 of the current year.
- (e) **14U:** Girls 14 and 13 years old as of 1/1 of the current year.
- (f) **16U:** Girls 16 and 15 years old as of 1/1 of the current year.
- (g) **18U:** Girls 18 and 17 years old as of 1/1 of the current year.
- (h) **20U:** Girls 20 and 19 years old as of 1/1 of the current year.

The Board of Directors may approve any player who wishes to play outside of divisional age brackets. It is recommended that input from the previous year's coach be assessed. Player safety will be the primary concern in any decision to promote a player.

Section 2: Pre-Draft Player Selection

All players shall be evaluated by their previous year's manager. Rating sheets shall be turned into the player agent no later than August 1st.

Players may be assigned to teams prior to the general draft. Pre-draft player selection will occur for players in the following situations:

- (a) Manager's children
- (b) Coach's children

Additional pre-draft player selection may occur as long as the talent distribution between teams within a division is equitable. Any disputes concerning pre-draft selections will be resolved by the Player Agent and Managers. If resolution is not possible, the Board of Directors will render a final decision.

Additional pre-draft player selection situations:

- a) players designating up to one (1) manager/coach whom she does NOT want to play for

Section 3: Special Designations

Pitchers and catchers are identified prior to the draft. Pitchers will be drafted first followed by catchers. These players will be categorized by the Player Agent and Managers. Any unresolved categorizations will be resolved by the Board of Directors.

Any player identified as both a pitcher and catcher will fill a pitcher and catcher draft selection for that drafting team. For example, a pitcher/catcher player who is drafted in the pitcher draft will count as a drafted pitcher and catcher for that team.

Any pre-draft players who are identified as pitchers or catchers will constitute a drafted pitcher or catcher.

The team with the fewest players after pre-draft selection and special designation process will select players until they have one (1) more player than the team with the most players. This process will continue until all teams have one (1) more player than the team with the most players immediately after the pre-draft selection. The open draft will then continue in a round robin fashion until all players have been selected. Pitchers and catchers are drafted before position players.

Section 4: Open Draft Player Selection

If no players were selected in the pre-draft player selection or special designation process, the order of draft for each division will be determined by drawing numbers prior to the start of the draft.

The team with the fewest players after pre-draft selection and special designation will select players until they have one (1) more player than the team with the most players. This process will continue until all teams have one (1) more player than the team with the most players immediately after the pre-draft selection. The open draft will then continue in a round robin fashion until all players have been selected.

In the situation of late registrants, these players will be assigned to the team that had the next selection in the open draft. Late registrants will be assigned, in order of registration, to each team in the order that was in place during the open draft. Any unresolved open draft picks will be resolved by the Board of Directors.

Additional open-draft player selection situations:

- a) players requiring teammates for transportation purposes.
- b) Siblings will be allowed to play on the same team.

Once a player is drafted by a team, she will remain on that team. Trades would be allowed in the event of extenuating circumstances. All trades would be at the discretion of the board.

ARTICLE VIII

TOURNAMENTS

Section 1: Participation

The league will participate in All-Star competition. The goal of this effort is to assemble the best collection of players from the regular season to represent the league. It is expected that there will be an increased level of competition in the selected tournaments. While there will be a greater emphasis on winning, the core goals and philosophies of the league will be observed.

Section 2: Tournament Selection

The Board of Directors shall determine in which tournaments the league will participate. Tournament selection will be based on:

- (a) Alignment with the goals and philosophies of the league.
- (b) Opportunity to provide a positive experience to the league players
- (c) Recommendations of regular season coaches
- (d) Availability of teams to participate
- (e) Availability of funds to participate

Section 3: Managers and Coaches

Coaches will adhere to all requirements outlined in Article IV outlining the conduct of regular season coaches. Any coach participating in the tournament season shall commit to all of the tournaments that the team will be participating in.

All coaches who have committed to coach an all-star team will participate equally with the other coaches. Disagreements between coaches during the tournament season that are not resolved will be referred to the Player Agent and presented to the Board of Directors for resolution.

Section 4: Player Selection

No Travel Players are allowed to participate on the All-Star teams. Players meeting the definition of a 'Travel Player' will be the determination of the Board of Directors.

Tournament team rosters will consist of up to 15 players while observing the roster rules for the selected tournaments. Players will be selected based on regular season performance as well as participation in scheduled evaluation practice or try-out. Player selections shall be done as early as possible, preferably at least one (1) month prior to the first tournament start date.

If multiple teams will be participating in one division, the process for player draft outlined in Article V will be observed.

ARTICLE IX

WAIVER OR REDUCTION OF FEES

It is the general policy of this league that any fees or charges associated with the charitable services or products of the league will be waived or reduced in accordance with each recipient's ability to pay. The league, being organized exclusively for charitable purposes under Illinois law, will strive to make its services and products available to the appropriate general public without undue obstacles to access. The Board of Directors will have the discretion to make such waivers or reductions, when appropriate, to ensure the maximum distribution of the league's charitable services or products.

ARTICLE X

INDEMNIFICATION

- (a) Any person made or threatened to be made a party to any proceeding because he or she is, or was, a Director or Officer of the league will be indemnified by the league against any liability and reasonable expenses, including attorneys' fees and disbursements, incurred by him or her regarding the defense or settlement of the proceeding or in connection with any appearance in the proceeding.
- (b) Article VI, Sec. 1(a) will not apply in any proceeding in which the Director or Officer is liable for negligence or misconduct in the performance of his or her duties.
- (c) Such rights of indemnification will not be exclusive of any other rights to which such Director or Officer may be entitled apart from this provision.
- (d) The Board of Directors has the power to:
 - 1. Purchase and maintain, at the league's expense, insurance on behalf of the league and on behalf of others to the extent that power to do so has been or may be granted by statute; and
 - 2. Give other indemnification to the extent permitted by law.

ARTICLE XI
BOOKS AND RECORDS

Section 1: Corporate Records

The league must maintain the following books and records with its Secretary:

- (a) Accurate and complete books and records of account;
- (b) The original copy of its bylaws including all amendments and alterations and any other corporate documents;
- (c) The minutes of the proceedings of either the Board of Directors or any Committees established by the Board of Directors;
- (d) All documents relating to the league's tax status;
- (e) Recent annual reports;
- (f) Copies of the organization's recent newsletters, journals or other publications;
- (g) Financial statements; and
- (h) Insurance Policies

Section 2: Right of Inspection

- (a) **General Right of Inspection:** Any Director may examine and make copies of the books and records related to any of the proceedings of the Board of Directors provided that he or she has a proper purpose for doing so. This inspection must take place at a mutually agreed upon time.
- (b) **Inspection by Agents:** A Director's agent or attorney may be afforded the same right under Art. VII, Sec. 2(a) so long as
- (c) The books and records of account and records of the proceedings of the Board of Directors may be examined by any Director in person or by agent or attorney for any proper purpose, and to make copies or extracts therefrom, at any mutually agreed upon time.

ARTICLE XII
MISCELLANEOUS

Section 1: Sponsors

A sponsor may have a team preference only if there is no participant involved. If a participant is involved then they must sponsor the participant's team.

Section 2: Contracts

All League business activities involving the exchange of goods or services for monies in excess of five hundred dollars (\$500.00) shall require a written and signed contract. All contracts shall be reviewed by the Executive Board and signed by the Treasurer and the President or Vice President.

The Treasurer shall maintain copies of all League contracts.

Section 3: Attitudes and Actions of Participants and Fans

The purpose of the league is to develop sportsmanship, camaraderie, and team-work skills through athletic competition. As such, the attitudes and actions of participants and fans shall promote these goals. League participants and fans using profane or abusive language, exhibiting violent behavior, demonstrating disrespect for authority or other League participants, or participating in activities which compromise the League's goals, will have their League membership revoked.

No alcoholic beverages will be permitted on the grounds during games or practices.

Section 4: Depositories

All funds of the league not otherwise employed will be deposited from time to time to the credit of the league in any banks, trust companies or other depositories designated by the Board of Directors.

Section 5: Checks, Drafts, Notes, Etc.

All checks, drafts or other orders for the payment of money and all notes or other evidences of indebtedness issued in the name of the league must be signed by at least two (2) Executive Officers.

Section 6: Fiscal Year

The fiscal year of the league will end on the last day of December of each year.

Section 7: Delivery of Notice

Any notices will be considered to be "delivered" when any of the following occurs:

- (a) Notice is transferred or presented to the proper party;
- (b) Notice is deposited in the United States mail with proper postage and is addressed to the proper party at his, her, or its address as it is listed in the records of the league; or
- (c) Notice is transmitted by electronic means such as e-mail, facsimile, or any other contact information appearing on the records of the league that is authorized or approved in the articles of incorporation.

Section 8: Execution of Documents

- (a) Every contract entered into, including any loans or other evidence of indebtedness, issued in the name of or on behalf of the league must be authorized or ratified by a resolution of the Board of Directors.
- (b) Such authority may be general or confined to specific instances.
- (c) Except as otherwise provided by law, all checks, drafts, promissory notes, and other evidence of indebtedness issued in the name of the league and all contracts, deeds, mortgages, and other instruments executed in the name of and on behalf of the league must be executed and attested by such Officer or Officers, or agent or agents, of the league and in such manner as shall periodically be determined by resolution of the Board of Directors.

Section 9: Gifts

The Board of Directors may accept on behalf of the league any contribution, gift, bequest or devise for the

general purposes or for any special purpose of the league.

Section 10: Construction

If any portion of these bylaws is found to be invalid or inoperative, then so far as is reasonable and possible:

- (a) The remainder of these bylaws will be considered valid and operative; and
- (b) Effect will be given to the intent manifested by the portion held invalid or inoperative.

Section 11: Effective Date

These bylaws will be effective upon acceptance by the Board of Directors.