

UPPER OTTAWA VALLEY LITTLE LEAGUE INCORPORATED
CONSTITUTION
LEAGUE ID: 557-02-22

THIS BOX FOR REGIONAL USE ONLY					
Date submitted:		Date accepted:		Not accepted:	

ARTICLE I – NAME

This organization shall be known as the Upper Ottawa Valley Little League Inc., hereinafter referred to as “UOVLL”.

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 and happier children and will grow to be good, decent, healthy and trustworthy citizens.

SECTION 2

To achieve this objective, the UOVLL will provide a supervised program under the Rules and Regulations of Little League Baseball, Incorporated. All Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. The UOVLL shall operate exclusively as a not-for-profit corporation providing a supervised program of competitive baseball and softball. No part of the net earnings shall inure to the benefit of any private shareholder or individual.

ARTICLE III – MEMBERSHIP

SECTION 1

ELIGIBILITY:

Any person sincerely interested in active participation to further the objective of UOVLL may apply to become a member.

SECTION 2

CLASSES:

There shall be the following classes of Members:

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- a) Player Members - Any player candidate meeting the requirements of Little League Regulation IV shall be eligible to compete for participation. Player Members shall have no rights, duties or obligations in the management or in the property of UOVLL
- b) Regular Members – All parents and guardians of Player Members are Regular Members of the UOVLL upon payment of dues. The secretary shall maintain the roll of membership to qualify voting members. Only Regular Members in good standing are eligible to vote at General Membership Meetings. All Officers, Board Members, Committee Members, Managers, Coaches, Volunteer Umpires, and other elected or appointed officials must be active Regular Members in good standing. Regular Members of the league automatically include all current Managers, Coaches, Volunteer Umpires, Board Members, Officers of the Board, and any other person who is recognized by the Board as a volunteer in UOVLL.

NOTE: Regular Members of the league automatically include all current Managers, Coaches, Volunteer Umpires, Board Members, Officers of the Board, and any other person who is recognized by the Board as a volunteer in UOVLL.

- c) Honorary Members — Any person may be elected as Honorary Member by the unanimous vote of all Directors present at any duly held meeting of the Board of Directors but shall have no rights, duties or obligations in the management or in the property of the Local League.
- d) Sustaining Members— Any person not a Regular Member who makes financial or other contribution to the UOVLL may by a majority vote of the Board of Directors become a Sustaining Member, but such person shall have no rights, duties or obligations in the management or in the property of the Local League.
- e) As used hereinafter, the word “Member” shall mean a Regular Member unless otherwise stated.

SECTION 3

OTHER AFFILIATIONS:

- a) Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as members of the Local League.
- b) Regular Members should not be actively engaged in the promotion of any other baseball/softball program.

SECTION 4

SUSPENSION OR TERMINATION:

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

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

ARTICLE IV - GENERAL MEMBERSHIP MEETINGS

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 one 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 seven (7) days in advance 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.

SECTION 3

QUORUM:

At any General Membership Meeting, the presence in person of five (5) members of the Board of Directors plus three (3) non-board Regular members of the UOVLL shall be necessary to constitute a quorum, unless the Board consists of less than 5 members then all Board members must be present plus 3

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If a quorum is not present, no business shall be conducted.

SECTION 4

VOTING:

Only Regular Members shall be entitled to make motions and vote at General Membership Meetings. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during General Membership Meetings. (Those eligible to take part at meetings of the Board of Directors are described in Article V, Section 4).

The election of officers for the Board of Directors shall be by secret ballot. During the elections for officers, the President may vote. The person with the most votes shall be declared the winner. In the case of a tie, a second vote will take place between the tied candidates. Should the second vote result in a tie, a coin toss shall break the deadlock.

For all other issues, the vote shall be taken by a show of hands unless a ballot is demanded by any member. For these issues a two-thirds (2/3) majority is required for an issue to be passed.

SECTION 5

ANNUAL MEETING OF THE MEMBERS:

The Annual Meeting of the Members of the UOVLL shall be held no later than November 01 each year for the purpose of electing the board of Directors, receiving reports. Reviewing the Constitution, 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 UOVLL a report, verified by the President and Treasurer, or by a majority of the Directors, showing:
 - i. The condition of the Local League, to be presented by the President or his/her designate;
 - ii. 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;
- b) At the Annual Meeting, the Members shall elect individuals from the slate of nominees to specific positions. The Board of Directors shall consist of at a minimum: President, Vice-President, Secretary, Treasurer, Player Agent/Registrar, Umpire-In-Chief, Media Officer, Safety Officer
- c) All Members of the Board of Directors shall be elected for a term of one year apart from the President, Vice -President and the Player Agent/Registrar who shall be elected for a term of two years.

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- d) The Board of Directors shall assume the performance of its duties on the first day of the month proceeding the month of the annual Meeting. The Board's term of office shall continue until its successors are elected and qualified under this section.
- e) The Officers of the Board of Directors shall include, at a minimum the president, Vice President, Secretary, Treasurer, and Player Agent/Registrar.

SECTION 6

SPECIAL GENERAL MEMBERSHIP MEETINGS:

Special General Membership Meetings of the Members may be called by the 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 Meeting Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of Meeting shall be transacted at any Special General Membership meeting. Such Special General Meeting shall be scheduled to take place not less than ten (10) days after the request is received by the President or Secretary.

SECTION 7

RULES OF ORDER FOR GENERAL MEMBERSHIP MEETINGS:

Robert's Rules of Order shall govern the proceedings of all General Membership meetings, except where same conflicts with this Constitution of the UOVLL.

SECTION 8:

VIRTUAL MEETINGS:

If the Corporation chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of members, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided by the Act. A person is deemed to be a participant of the meeting as outline by the attendance set out by the Corporation. Notwithstanding any other provision of this by-law, any person participating in a meeting of members pursuant to this section who is entitled to vote at that meeting may vote, in accordance with the Act, by means of any telephonic, electronic or other communication facility that the Corporation has made available for that purpose. Technical difficulties do not invalidate decisions made.

ARTICLE V - BOARD OF DIRECTORS

SECTION 1

AUTHORITY:

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

SECTION 2

VACANCIES:

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

SECTION 3

BOARD MEETINGS, NOTICE AND QUORUM:

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

- a) The President or the Secretary may, whenever they deem it advisable, or the Secretary shall at the request in writing of four (4) 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 seven (7) days before the time appointed for the meeting to the last recorded address of each Director.
- c) Four Members of the Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.
- d) Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during Board meetings. Motions shall be passed by two-thirds majority vote by the Board of Directors. The president shall only vote in the case of a tied vote

SECTION 4

DUTIES AND POWERS:

The 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 UOVLL as it may deem proper, provided such rules and regulations do not conflict with this Constitution. The Board shall have the power by a two-thirds vote of those

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present at any regular Board or Special Board Meeting to discipline, suspend or remove any Director or Officer or Committee Member of the UOVLL in accordance with the procedure set forth in Article III, Section 4 (a, b).

SECTION 5

RULES OF ORDER FOR BOARD MEETINGS:

Robert's Rules of Order shall govern the proceedings of all Board of Director's meetings, except where same conflicts with this Constitution of the UOVLL.

ARTICLE VI — DUTIES AND POWERS OF THE BOARD

SECTION 1

APPOINTMENTS:

The Board of Directors may appoint such other officers or agents as it may deem necessary or desirable (eg. Convenors, Coaches, Equipment manager, Field manager, coaching development officer) and may prescribe the powers and duties of each. Appointed officers or agents shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board.

Choosing of All-Star coaches will be done by interview process by at least 3 members of the executive and/or District Administrator. If there is only one applicant, they shall be appointed by the executive.

SECTION 2

PRESIDENT:

The president shall:

- a) Conduct the affairs of the UOVLL and execute the policies established by the Board of Directors.
- b) Present a report of the condition of the UOVLL at the Annual Meeting.
- c) Communicate to the Board of Directors such matters as deemed appropriate and make such suggestions as may tend to promote the welfare of the UOVLL.
- d) Be responsible for the conduct of the UOVLL in strict conformity to the policies, principles, Rules and Regulations of Little League Baseball, Incorporated, as agreed to under the conditions of charter issued to the UOVLL 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 UOVLL such contracts and leases they may receive and which have had prior approval of the Board.

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- f) Investigate complaints, irregularities and conditions detrimental to the UOVLL and report thereon to the Board or Executive Committee as circumstances warrant.
- g) Prepare and submit an annual budget to the Board of Directors in collaboration with the treasurer 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 to residence or school enrollment, and age eligibility before the player may be accepted for tryouts and selection.
- i) Be responsible to create awareness, through education and information of the opportunities to provide a safer environment for youngsters and all participants of Little League Baseball.
- j) Complete the required background checks per Little League Regulation I (b) and I (c) 8 & 9; or delegate this responsibility to other designated Board member.
- k) Acts as a representative of District 8 as required.

SECTION 3

VICE PRESIDENT:

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 so to 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 Board of Directors or by the President.

SECTION 4

SECRETARY:

The Secretary shall:

- a) Be responsible for recording the activities of the UOVLL 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 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 UOVLL, the Board of Directors and Committees.
- d) Keep the minutes of the meetings of the Members, the Board of Directors and the Executive Committee, and cause them to be recorded in a book or an electronic record

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- e) 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.
- f) Notify Members, Directors, Officers and committee members of their election or appointment.
- g) Act as the main contact for sponsors and be responsible for ensuring sponsorship commitments are met such as, but not limited, to the following as necessary:
 - a. Jersey ordering
 - b. Photos and team schedules to sponsors
 - c. Signage
 - d. Maintaining sponsor list and list of logos
 - e. Advertising on social media/liaising with media officer
 - f. Liaising with treasurer to get receipts to sponsors

SECTION 5

TREASURER:

The Treasurer shall:

- a) Perform such duties as are herein set forth and such other duties as are customarily incident to the Office of Treasurer or may be assigned by the Board of Directors.
- b) Receive all moneys and securities, and deposit same in a depository approved by the Board of Directors.
- c) Keep records for the receipt and disbursement of all moneys and securities of the UOVLL, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Board of Directors. All disbursements by check must have dual signatures.
- d) Prepare an annual budget, under the direction of the President, for submission to the 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 Board of Directors at the Annual Meeting.
- f) File all appropriate record changes to Corporations Canada and any other Government agency as required.

SECTION 6

PLAYER AGENT:

The Player Agent shall:

- a) Record all player transactions and maintain an accurate and up-to-date record thereof.

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- b) Receive and review applications for player candidates and assist the President in verifying residence or school enrollment and age eligibility.
- c) Conduct and/or oversee the tryouts, the player draft (house league evaluations) 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 Little League Headquarters International, team rosters, including players claimed, and the tournament team eligibility affidavit.
- f) Notify Little League Headquarters International of any subsequent player replacements or trades.
- g) Set up online registration and ensure player, manager, and coach data is uploaded to the Little League Data Center.

SECTION 7

SAFETY OFFICER:

Safety Officer - The Safety Officer shall:

- a) If the League President so designates, the safety officer will complete the required background checks per Little League Regulation I (b) and I (c) 8 & 9 .
- b) Be responsible to create awareness, through education and information, of the opportunities to provide a safer environment for children and all participants of Little League.
- c) Develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance and reporting.

In order 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 8

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MEDIA/INFORMATION OFFICER

The League Information Officer shall:

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

SECTION 9

UMPIRE IN CHIEF

The Umpire-in-Chief shall:

- a) Serve as coordinator of and advise the league President on the league umpire program.
- b) Be responsible for recommending umpires to the league President for appointment to the league umpire roster.
- c) Recruit and retain umpires.
- d) Establish a league umpire training program consistent with Little League guidelines.
- e) Coordinate and assist with conducting umpire clinics at league and district level.
- f) Communicate rule change to league umpires.
- g) Schedule league umpires for regular season games.
- h) Evaluate league umpires to maintain program integrity.
- i) Communicate with and provide updates to the district umpire in chief on the league umpire program.
- j) Helps establish ground rules for conduction of games within the league (see Article VII, section 3).
- k) Settles disputes about rule interpretation and provide education.

SECTION 10

DISTRICT ADMINISTRATOR

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The District Administrator shall :

- a) Openly share his/her knowledge and guidance in the general operation.
- b) Attend the league's general annual meeting and settle any disputes that may arise in Upper Ottawa Valley Little League.

ARTICLE VII — AFFILIATION

SECTION 1

CHARTER:

The UOVLL shall annually apply for a charter from Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter. The UOVLL shall devote its entire energies to the activities authorized by such charter and it shall not be affiliated with any other program or organization or operate any other program.

SECTION 2

RULES AND REGULATIONS:

The Official Playing Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, Pennsylvania, shall be binding on this UOVLL.

SECTION 3

LOCAL RULES, GROUND RULES AND/OR BYLAWS:

The District 8 rules, ground rules and/or bylaws of this UOVLL shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season, but shall in no way conflict with the Rules, Regulations and Policies of Little League Baseball, Incorporated, nor shall they conflict with this Constitution. The local rules, ground rules and/or bylaws of this UOVLL shall expire at the end of each fiscal year, and are not considered part of this Constitution. (See Article VIII, Section 7 for fiscal year of this league.)

SECTION 4

NAME CHANGE:

The league must receive permission in writing from Little League Canada to make any changes to the League such as League name change and/or regulatory body.

ARTICLE VIII - FINANCIAL AND ACCOUNTING

SECTION 1

AUTHORITY:

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The Board of Directors shall decide all matters pertaining to the finances of the UOVLL and it shall place all income 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 PPLI, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of the UOVLL.

SECTION 3

SOLICITATIONS:

The Board shall not permit the solicitation of funds in the name of Little League Baseball, Incorporated unless all the funds so raised be placed in the UOVLL treasury.

SECTION 4

DISBURSEMENT OF FUNDS:

The Board shall not permit the disbursement of UOVLL funds for other than the conduct of Little League activities in accordance with the rules, regulations, and policies of Little League Baseball, Incorporated. All cheques shall be signed by the UOVLL Treasurer and such other officer or officers, or person or persons, as the Board of Directors shall determine.

SECTION 5

COMPENSATION:

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

SECTION 6

DEPOSITS

All monies received shall be deposited to the credit of the UOVLL at a chartered bank, savings office or trust company.

SECTION 8

FISCAL YEAR:

The fiscal year of the UOVLL shall begin on October 1 and shall end on September 30.

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SECTION 9

DISTRIBUTION OF PROPERTY UPON DISSOLUTION:

Upon dissolution of the UOVLL and after all outstanding debts and claims have been satisfied, the Members shall direct the remaining property of UOVLL equally to the RCDSB - Renfrew County District School Board and the RCCDSB - Renfrew County Catholic District School Board

ARTICLE IX — AMENDMENTS

This constitution may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting to the Members provided notice of the proposed change in included in the notice of each meeting.

This Constitution was approved by the Upper Ottawa Valley Little League, Inc. Membership on

A. Williamson		August 31, 2022
_____ President's Name (Print)	_____ Signature	_____ Date
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Note: Make one copy for the District Administrator and copies for the UOVLL. Send original to Regional Headquarters. This Local League's Constitution on file at Regional Headquarters (most recently-accepted copy) is the official Constitution of this Local League. Little League Baseball, Incorporated does not limit participation in its activities based on disability, race, creed, color, national origin, gender, sexual preference or religious preference.

Previous amendments: Sept 21, 2021; Oct 13, 2020; Sept 26, 2019,