

LAKWOOD VILLAGE LITTLE LEAGUE CONSTITUTION AND BY-LAWS

This organization shall be known as the Lakewood Village Little League, hereinafter referred to as the "League." Lakewood Village Little League, P.O. Box 8446, Long Beach, California 90808, (562) 429-5206, 5680 East Carson Street, between Bellflower Boulevard and Woodruff Avenue, in Heartwell Park, LakewoodVillageBaseball.com

The objective of the League shall be to firmly implant in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority and others, so that they may be well adjusted, stronger and happier children and will grow to be good, decent healthy and trustworthy citizens.

To achieve this objective, the League 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. In accordance with section 501-0-(3) of the Federal Internal Revenue Code, the League shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball. No part of the net earnings shall inure to the benefit of any private shareholder or individual; no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

MEMBERSHIP

Player members: Any player candidate meeting the requirements of Little League regulation IV and who resides within the authorized boundaries of the League shall be eligible to compete for participation but shall have no rights, duties or obligations in the management or in the property of the League.

Regular members: Any adult person actively interested in furthering the objectives of the League may become a regular member. All parents or legal guardians of participating player members are regular members. The secretary shall maintain the roll of membership to Qualifying voting members. All Officers, Board Members, Committee Members, Managers, Coaches and other elected or appointed officials must be active regular members in good standing. As used hereinafter, the word "Member" shall mean a Regular Adult Member, unless otherwise stated.

Term of membership: Membership for player members and their parents or guardians shall begin upon initial registration and end with their, or their children's, Little League playing career. Membership for regular members without children playing in the League shall begin upon receipt of their registration form and payment of their dues for the current season and end the following year at the close of registration, unless otherwise renewed.

Dues: Dues for regular members may be fixed at such amounts as the Board of Directors shall determine prior to the beginning of any membership period.

Fees: A reasonable little League participation fee may be assessed as a parents' obligation to assure the operational continuity of the League. At no time shall payment of any fee be prerequisite for a player member's participation in the little League Baseball program. -Little League Regulation, XIII (c).

Annual meeting: The annual meeting of the members of the League shall be held on Closing Day each year for the purpose of electing a Board of Directors, receive reports and for transaction of such business as may property come before the meeting. Fifteen percent of the membership shall constitute a quorum. A plurality vote of those members casting ballots shall be necessary to elect Board Members (see Board of Directors election procedures).

Special meetings: A special meeting of the members may be called by a majority vote of the Board or by the President at his/her discretion. A petition, stating the exact business to be transacted and signed by 25 regular members shall cause the President to call a special meeting. No business other than that specified in

the notice of the meeting shall be transacted at any special meeting of the members. Every effort shall be made to schedule special meetings at a time and place most convenient to the majority of members.

Notice of meetings: notice of all meetings of the members shall be emailed, mailed to or otherwise delivered to members at the last recorded address at least ten days in advance thereof setting forth the place, time and purpose of the meeting.

Voting: All regular members shall be entitled to vote at meetings of the members. A member may request an absentee board election ballot for him or herself from the Secretary prior to the date of the annual meeting. The ballot shall be completed, signed and returned to the Secretary prior to the date of the election. The secretary shall present absentee ballots to the Election Chairman on the date of the annual meeting prior to the conduct of the election.

Termination: Membership may be terminated by resignation or action of the Board of Directors (see Board of Directors duties and powers).

BOARD OF DIRECTORS

Duties and powers: The management of the property and affairs of the League shall be vested in the Board of Directors. The Board may adopt such rules and regulations for the conduct of its meetings and the management of the League as it may deem proper.

The Board of Directors, by a two-thirds vote of those present at any duly constituted meeting, shall have the authority to discipline, suspend or terminate the membership of any member when the conduct of such person is considered detrimental to the best interests of the League and/or Little League Baseball. The member involved shall be notified of such meeting, informed of the general nature of the charges and be given an opportunity to appear at the meeting to answer such charge.

The Board of Directors shall, in the case of a player member, give notice to the manager of the team of which the player is a member. The manager shall appear, in the capacity of advisor, with the player before the Executive Committee of the Board of Directors, which shall have full power, by a two-thirds majority vote of those present, to suspend or revoke such player's right to future participation.

The Board shall have the power by a two-thirds vote of those present at any regular or special meeting, to discipline, suspend or remove any Director, Officer or Committee Member of the League.

Upon the recommendation of the President, the Executive Committee shall have the power by a majority vote to discipline or suspend any manager, coach or umpire.

Upon the recommendation of the President, the Board shall have the power by a two-thirds majority vote of those present at any regular or special meeting to remove any manager, coach or umpire.

Term of office: The term of office for board members shall begin on September 1 and will end on August 31 of the following calendar year.

Annual election: Annual elections of the Board of Directors, held on Closing Day, shall be a plurality vote of all members casting ballots in accordance with the election procedures established by the election committee. *Candidates must remain at least 50 feet from polling station(s) during elections except when casting own ballot.

Number: the number of directors shall not be less than fifteen, or more than 30.

Vacancies: If any vacancy occurs in the Board of Directors by death, resignation or otherwise, it shall be filled by a majority vote of the remaining directors at any regular meeting or at any special meeting called for that purpose.

Board positions: Members of the League may run for multiple offices in the annual Board election. In order to hold an executive position (President, Vice President, Chief Umpire/Head Scorekeeper, and Auxiliary Board President) there must be one year of prior experience on the LVLL Board of Directors. The Main Board will ask any person winning more than one position to choose one by July 1 after the election. The next highest vote-getter for the vacated position would then be appointed to fill the vacancy.

Meetings, notice and quorum: Regular meetings of the Board of Directors shall be held on such days and place as shall be determined by the Board.

The President or the Secretary may whenever they may deem it advisable or the Secretary shall, at a request in writing of seven directors, issue a call for a special meeting of the Board. Notice of each meeting shall be given by the Secretary to each Director either by mail at least three days before the time appointed for the meeting to the last recorded address of each Director, or by telephone or personal notice three days before the meeting.

In the case of special meetings such notice shall include the purpose of the meeting and any other matters not so stated may be acted upon at the meeting.

Fifty-one percent of the Board of Directors shall constitute a quorum for the transaction of business.

For purposes of post season voting, Board Members must attend 70% of previous meetings for said season.

Required members: The Board membership shall include: the President, Vice President, Secretary, Treasurer; Player Agent, Vice President of Majors, Vice President of Minor A, Vice President of Minor B, Vice President of Farm, Vice President of Coach Pitch and T-Ball, Safety Officer, Auxiliary President, Umpire-in-Chief/Official Scorekeeper, Field Maintenance Officer. Uniform Manager, Equipment Manager, Sponsor/Publicity Chairperson, Web Manager, Tournament Director, four Board Members at Large and such other Officers as the Board shall deem necessary.

COMMITTEES

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. All committees shall have at least five members and shall include at least two Board Members. Fifty-one percent of the members of a committee shall constitute a quorum.

Executive Committee: The Board of Directors may appoint an Executive Committee. which shall consist of five Directors, one of whom shall be the President of the Local League. The Executive Committee shall advise and assist the officers of the League in all matters concerning the interests and the management of its affairs, and shall have such other powers, as may be delegated to it by the Board. In no event will the Executive Committee have authority over the Board of Directors.

Nominating Committee: The Board of Directors may appoint a Nominating Committee consisting of three 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 Board of Directors. The committee shall also submit, for consideration by the Board of Directors, a slate of officers and committee members.

Election Committee: The Election Committee shall be appointed by the President and shall be composed of league members that are not candidates for Board positions. This committee shall meet as necessary to plan and implement the election of the Board of Directors. This committee shall run the election in a fair and impartial manner on Closing Day and shall be responsible for the following: Creating ballots, voting procedures, staffing the election, counting the votes, notifying the candidates, the members and Little League of election results.

Finance Committee: The Board of Directors may appoint a Finance Committee consisting of not less than three and no more than five Directors. The Treasurer shall be an ex-officio member of the committee. The

committee shall investigate ways and means of financing the League, including team sponsorships -and submit recommendations. It shall be responsible for taking up collections at games. if such collections are authorized by the League, and shall turnover said collections to the Treasurer immediately after each game.

Auxiliary Committee: The Auxiliary Committee shall be appointed by the Auxiliary President and shall include, but not be limited to, the Auxiliary President, Auxiliary Vice President, Auxiliary Secretary and the Auxiliary Treasurer. This committee shall meet at the Auxiliary President's discretion. With the exception of the funds involving sponsorship this committee shall manage all fund raising efforts on behalf of the League.

This committee shall manage and operate the Snack Bar. This committee shall adhere to all guidelines for the handling of finances as established by the Board of Directors.

Grounds Committee: The Board of Directors may appoint a Grounds Committee which shall be responsible for the care and maintenance of the playing fields, buildings and grounds. It shall operate within the amount appropriated in the approved budget for that purpose .

Umpire Committee: The Board of Directors may appoint an Umpire Committee and shall be chaired by the Umpire-in-Chief and include the Vice President of the board, Vice President of Majors, Vice President of Minor A, Vice President of Minor B, Vice President of Farm and Vice President of Coach Pitch and T-Ball divisions. This committee shall meet as necessary to address all issues involving umpires. This committee shall consider and recommend to the President for his appointment and subsequent Board approval, all prospective umpires.

Minor League Committee: The Minor League Committee shall include the Vice President of the League, Vice President of Minor A, Vice President of Minor B, Vice President of Farm and Vice President of Coach Pitch and T-Ball divisions. This committee shall meet as necessary to consider issues, and make recommendations, to ensure the Minor Leagues remain first and foremost an instructional league, where every player is given the opportunity to learn and play in an atmosphere where winning of games is secondary to the growth and the development of players. Committee members shall meet with Managers and Coaches as necessary to monitor the implementation of these goals.

By-Laws Committee: The By-Laws Committee shall be appointed by the President. This committee shall meet as necessary to review and recommend changes to the By-Laws annually.

OFFICERS

President: The President shall:

Conduct the affairs of the League and execute the policies established by the Board of Directors. Present a report of the condition of the League at the annual meeting.

Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the League.

Be responsible for the conduct of the League in strict conformity to the policies, principals, rules and regulations of Little League Baseball Incorporated, as agreed to under the conditions of the charter issued to the League by that organization.

Investigate complaints, irregularities and conditions detrimental to the League and report them to the Board or Executive Committee as circumstances warrant.

Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.

With the assistance of the Player Agent, examine the application and support proof-of-age documents of every player candidate and certify to residence and age eligibility before the player may be accepted for tryouts and selection.

Preside at all Board of Director, Executive Committee and membership meetings. Select and appoint, with Board approval, all Managers, Coaches and Umpires.

Vice President: The Vice President shall:

In case of absence or disability of the President, and provided he is authorized by the President or Board to so act, perform the duties of the President, and when so acting, shall have the powers of that office.

Schedule and secure practice fields for non-LVLL fields.

Order Trophies for regular and post season.

Oversee Divisional VPs.

Have such other duties as from time to time may be assigned by the Board or by the President.

Serve on the Executive Committee.

Secretary: The Secretary shall:

Be responsible for recording the activities of the League, maintaining files, mailing lists and records. Keep the minutes of the meetings of the members, Board of Directors and the Executive Committee. Maintain a binder of all league business including meeting minutes (the binder is to be passed to new board on September 1st every year).

Conduct all correspondence not otherwise delegated and will carry out all orders, votes and resolutions not otherwise committed.

Perform any and all duties customarily incident to the office of the Secretary or as may be assigned by the Board or by the President.

Oversee the production and mailing of a periodic newsletter to the members.

Serve on the Executive Committee.

Treasurer: The Treasurer shall:

Keep records of the receipt and disbursements of all money of the League, including Auxiliary, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Board. All the disbursements shall have the signature of both the Treasurer and the President.

Prepare an annual budget, under the direction of the President, for submission to the Board of Directors.

Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the annual meeting and to Little League Headquarters.

Present monthly financial report at board meetings.

Serve on the Executive Committee.

Serve as Chair on the Financial Committee.

Perform such other duties as are customarily incident to the office of the Treasurer or as may be assigned by the Board or the President.

Oversee and cause to be prepared all necessary tax returns and audits.

Player Agents: The Major-Minor and Farm-T-Ball Player Agents shall:

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

Receive and review applications for player candidates and assist the President in checking residency and age ability.

Conduct the registration, tryouts, draft and all other player transaction or selection meetings.

Secure 3 independent evaluators to rank all slotted players before divisional drafts.

Prepare the Player Agent's list.

Prepare for the President's signature and submission to the Little League Headquarters, team rosters, including players claimed, and the tournament team eligibility affidavit.

Notify the Little League Headquarters of any subsequent player replacements or trades.

Serve on the Executive Committee.

Serve on the Manager/Coach Nominating Committee.

Consider the election procedure and conduct the balloting for the All-Star and Select teams.

Divisional Vice Presidents: The divisional Vice Presidents shall:

Act as liaisons between Managers of their divisions and the Board and President.

Conduct preseason and regular season meetings with Managers and Coaches, as necessary, to promote the policies of the League. Assist the Player Agent in resolving any issues involving their division.

Preside as the Director of post-season play in their division.

Serve on the Manager/Coach Nominating Committee in the deliberations involving their division.

Divisional Vice Presidents shall NOT:

Manage or Coach in their division or have a child playing in that division.

Safety Officer: The Safety Officer shall:

Be responsible to create awareness, through education and information, of the opportunities to provide a safer environment for kids and all participants of Little League Baseball.

Develop and implement a plan for increasing safety of activities, equipment and facilities through education, compliance and reporting.

Distribute information among participants including players, league officials, parents or other volunteers.

Serve on the Grounds Committee as safety adviser.

Prepare accident reports in accordance with Little League guidelines.

Chief Umpire/Head Scorekeeper: The Chief Umpire/Head Scorekeeper shall:

Recommend to the Board, the names of qualified and responsible umpires.

Maintain a roster of qualified and responsible umpires.

Develop and update the umpire schedule, to ensure the availability of qualified umpires as needed. Observe and train the umpires as necessary.

Schedule games, including make-up and practice games.

Schedule practices on LVLL fields.

Serve as Chair of the Umpire Committee.

Serve on the Manager/Coach Nominating Committee.

Keep a permanent record of player participation as submitted by assistants.

Conduct training and supervision as necessary to assure that accurate records of players participation, scores and statistics for all games are permanently kept.

Verify that each team provides a scorekeeper.

Submit weekly standings to the local newspaper.

Turn over to the Secretary all records at the end of the season.

Auxiliary President: The Auxiliary President shall:

Serve as Chair of the Auxiliary Committee.

Coordinate the activities of the Auxiliary, including Snack Bar and all other fund-raising efforts of the League, excluding sponsorship.

Auxiliary Vice President: The Auxiliary Vice President shall:

Serve on the Auxiliary Committee.

Assist in coordinating the activities of the Auxiliary, including Snack Bar and all other fund-raising efforts of the League, excluding sponsorship.

Auxiliary Treasurer: The Auxiliary Treasurer shall:

Maintain sound financial records of all Auxiliary business.

Ensure that the handling of all funds is done so within the guidelines set forth by the Financial Committee.

Develop and submit to the Board, a budget prior to the February Board meeting.

Submit to the League Treasurer monthly reports detailing income, expenses and deposits.

Serve on the Auxiliary committee.

Serve on the Financial Committee.

Equipment Manager: The Equipment Manager shall:

Supervise the purchase, control, care, disbursement and collection of playing equipment and game equipment.

Submit, for Board approval, a budget prior to the February Board meeting.

Uniform Manager: The Uniform Manager shall:

Supervise the purchase, control, care, disbursement and collection of League uniforms, both regular season and post season.

Submit, for Board approval, a budget prior to the January Board meeting.

Field Maintenance Officers: The Major and Minor-T-Ball Field Maintenance Officers shall:

Serve as Co-Chairs of the Grounds Committee.

Arrange and verify each playing day that the fields are ready to play on, complete with striping, lighting, grading and clean-up.

Arrange for and verify that the playing fields and grounds are cared for and properly maintained year round.

Make recommendations to the President and Board regarding improvements to the grounds. Implement work parties as necessary; putting up and removing fences each year, etc.

Coordinate with team Managers to ensure that each team cleans the dugout and sweeps the stands after each game.

Publicity Manager: The Publicity Manager shall:

Coordinate all efforts necessary to produce the annual Roster Book and Yearbook and provide information for the Web site.

Distribute registration fliers to local community within League boundaries.

Sponsor Representative: The Sponsor Chairperson shall:

Solicit team and League sponsorships.

Web Manager: The Web Manager shall:

Maintain the League Web site with current information, standings, highlights and other information as directed by the Board.

Tournament Manager: The Tournament Manager shall: Supervise the LVLL Division Tournaments and all other tournaments LVLL hosts or enters in the post-season.

Members at Large: Two members at Large shall:

Serve on committees at the request of the President.

Be available to perform miscellaneous duties as requested by the President.

REGULAR SEASON MANAGERS/COACHES

Managers:

Selection: Team Managers and Coaches shall be appointed annually by the President and be approved by the Board of Directors

Selection Procedure - Managers: All those wishing to manage should submit their application to the President. The Nominating Committee of the President, Vice President, appropriate V.P., Player Agent and Umpire-in-Chief shall present all applicants to the Board of Directors for input, prior to interviews. (Any Nominating Committee and/or Board of Directors member and/or spouse of a Manager candidate will excuse themselves from the committee and/or Board of Directors during discussion/voting for that division). The President shall contact the individuals and schedule interviews.

The Managers/Coaches Nominating Committee shall conduct all interviews.

After the interviews, the Managers/Coaches Nominating Committee shall prepare a list of suitable managerial candidates for each division.

The Board of Directors shall vote individually on each Manager Nominee. A majority vote of those present shall be required to approve the Manager. The vote shall proceed alphabetically by team name beginning with the Major division to be followed, not necessarily at the same meeting, by the Minor A division, Minor B division, Farm division, Coach Pitch, and T-Ball division.

Should any Manager appointee not be approved by the Board, the President will appoint an alternate until all teams have an approved Manager. Every effort shall be made to complete the approval process before the start of try-outs.

Selection Procedure: Coaches: Managers, after their approval, shall inform the Nominating Committee of their choice for coaches. The Nominating Committee shall recommend a list to the President who shall appoint coaches for approval by the Board, who shall vote on each candidate in the same procedure as for Managers. Should any coach appointee not be approved by the board, the President, after conferring with the Manager, will appoint an alternate for the Board's approval. Every effort shall be made to complete the approval process before the start of try-outs.

UMPIRES

Selection: Umpires shall be appointed annually by the Umpire-in-Chief, with the approval of the Board of Directors, who shall be responsible for their assignments and for their actions on the field.

Selection Procedure: The Umpire Selection Committee shall make recommendations to the Board. A majority vote of the Board shall be necessary to approve or remove any umpire.

POST-SEASON TEAMS

Tournament Teams: The teams representing the League in the Tournament of Champions and the All-City Tournament shall be determined by their final League standings. First place teams in each respective division shall represent the League in the Tournament of Champions. The second and third place teams in each respective division as determined by their overall standings shall represent the League in the All-City Tournament, as places are available.

7-year-old Select Team:

Ten players voted on team by ballot counts of Farm Managers.

Remaining players to fill team placed by Manager and Selection Committee of Vice President, Farm V.P. and Player Agent.

All interested Managers shall make their names known to the President who shall place their names in nomination before the Board of Directors, who by majority vote shall decide. The players for the team shall be notified by the Manager on the day approved by Little League.

8-year-old Select Team:

Ten players voted on team by ballot counts of Minor B Managers.

Remaining players to fill team placed by Manager and Selection Committee of Vice President, Minor B V.P. and Player Agent.

All interested Managers shall make their names known to the President who shall place their names in nomination before the Board of Directors, who by majority vote shall decide. The players for the team shall be notified by the Manager on the day approved by Little League.

9-year-old Select Team:

Ten players voted on team by ballot counts of Minor A Managers.

Remaining players to fill team placed by Manager and Selection Committee of Vice President, Minor A V.P., Minor B V.P. and Player Agent.

All interested Managers shall make their names known to the President who shall place their names in nomination before the Board of Directors, who by majority vote shall decide. The players for the team shall be notified by the Manager on the day approved by Little League.

9/10 Year Old All Star Team:

Ballot vote by all Major and Minor A team managers (only).

Ten players voted on team by ballot counts.

Remaining players to fill team placed by Manager and Selection Committee of Vice President, V.P. of Majors, V.P. of Minor A and Player Agent.

The Manager of the 9 /10 year old All Star team shall be the Manager of the first place Minor A division team. Should that Manager choose not to participate, then the Manager of the second place team will be asked, and so on until a Manager has been selected. The players for the team shall be notified by the Manager on the day approved by Little League.

10/11 Year Old All Star Team:

Ballot vote by all Major teams players and managers (only).

Up to ten players voted on team by ballot counts.

Remaining players to fill team placed by Manager and Selection Committee of President, Vice President, V.P. of Majors and Player Agent.

All interested Managers shall make their names known to the President who shall place their names in nomination before the Board of Directors, who by majority vote shall decide. The players for the team shall be notified by the Manager on the day approved by Little League.

11/12 Year Old All Star Team: Ten of the fourteen players for the 11/12 year old All Star team shall be elected by the players and Managers. The votes shall be counted by the Player Agent, President, and Vice President of the League. The Manager of the 11/12 year old all Star team shall be the Manager of the first place Major division team. Should that Manager choose not to participate, then the Manager of the second place team will be asked, and so on until a Manager has been selected.

Remaining players to fill team placed by Manager and Selection Committee of President, Vice President, V.P. of Majors and Player agent.

The election procedure shall be considered and implemented by the Player Agent. The players for the team shall be notified by the Manager on the day approved by Little League.

FINANCIAL/ACCOUNTING

Fiscal responsibilities: The Board of Directors shall decide all matters pertaining to the finances of the League. It shall place all income, including Auxiliary funds, in a common league treasury and will direct the expenditure of same in such manner as will give no individual or team an advantage over those in competition with such individual or team.

The Board shall not permit the solicitation of funds in the name of Little League Baseball unless all of the funds so raised are placed in the League treasury. The Board shall not permit the disbursement of League funds for other than the conduct of Little League activities in accordance with the rules and policies of Little League Baseball, Inc.

No Director, Officer or member of the League shall receive, either directly or indirectly, any salary, compensation or emolument from the League for services rendered as Director, Officer or member. All money received, including Auxiliary funds, shall be deposited to the credit of the League in a bank approved by the Board of Directors. All disbursements shall be made by check and all checks shall have two signatures including the Treasurer and President or Vice President of the League.

Fiscal year: The fiscal year of the League shall begin on the first day of September and end on the last day of August of the following calendar year.

Financial Report: The membership shall receive, at the annual meeting of the members of the League, a report verified by the President and the Treasurer, or by a majority of the Directors. The report will show the whole amount of real and personal property owned by the League, where it is located, where and how it is invested, the amount and nature of the property acquired during the year immediately preceding, the date of the report and the manner of the acquisitions; the amount applied, appropriated or expended during the year immediately preceding such date, and the purposes, object or persons to or for which such applications, appropriations or expenditures have been made. This report shall be filed with the records of the League and an abstract thereof entered in the minutes of the proceedings of the annual meeting. A copy of such report shall be forwarded to Little League Headquarters.

Dissolution: Upon dissolution of the League and after all outstanding debts and claims have been satisfied, the members shall direct the remaining property of the League to another Federally Incorporated entity, which maintains the same objectives as set forth herein, which are or may be entitled to exemption under Section 501 C(3) of the internal Revenue Code or any future corresponding provision.

Indemnification: To the fullest extent permitted by law, the League will indemnify its Directors, Officers, employees or other agents described in Section 5238(a) of the California Non Profit Public Benefit Corporation Law, including persons formerly occupying any such position against all expenses, judgments, fines, settlements, attorney fees, expert fees and other amounts actually and reasonably incurred by them in

connection with any "proceeding," as that term is used in Section 5238(a) and including an action by or in the

right of the League, by reason of the fact that the person is or was a person described in Section 5238(a). "Expenses" as used here has the same meaning ascribed to the term in Section 5238(a).

Constitution and By-Laws: This Constitution and By-Laws may be amended, repealed or altered in whole or in part by as majority vote at any duly organized meeting of the members provided notice of the proposed change is included in the notice of such meeting. Fifteen percent of the membership shall constitute a quorum. Draft of all proposed amendments shall be submitted to Little League Baseball, Incorporated, for approval.

Charter: The League shall annually apply for charter for Little League Baseball, Incorporated, and shall do all things necessary to obtain and maintain such charter.

RULES AND REGULATIONS

Meeting Rules: The good, fair and common sense of the President or Chairperson, and not the three hundred plus pages of Robert's Rules of Order, shall govern how business is conducted at all assemblies and meetings of the League.

Playing Rules: The official Playing Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, PA, shall be binding on this league.

League Regulations: All previous By-Laws and Constitutions shall be null and void. Only these By-Laws, applicable to Local, State and Federal Statutes and the official Playing Rules and Regulations as published by Little League Baseball, Incorporated, Williamsport, PA, shall be binding on this league.

This Constitution was approved by the Lakewood Village Little League Membership on:

May 15, 2003 and signed by President Mike Harris

Signed in 2004 by President Greg Matthews

Signed in 2005 by President Ron Krajniak

Amended in April 2005

Signed in 2006 by President Pat McKean

Amended in June 2006

Amended in February 2007

Signed in 2007 by President Ken McNeil

Signed in 2008 by President Jim Hayes

Amended in February 2008

Signed for 2009 season by President Pat McKean

Amended in June 2014

Signed for 2015 season by President Geoff Delahanty

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