

**BYLAWS
OF
ROCKLIN PONY YOUTH BASEBALL
a California Nonprofit Public Benefit Corporation**

**ARTICLE I
RECITALS AND DEFINITIONS**

Section 1.01. Name of Corporation. The name of this Corporation shall be Rocklin Pony Youth Baseball, Inc. and shall be referred to herein as the “Corporation,” “Local League,” or “League.”

Section 1.02. Specific Purposes. The specific and primary purposes of this Corporation shall be to operate a youth baseball league dedicated to instilling in the children of this community the ideas of good sportsmanship, honesty, loyalty and a sense of teamwork so that they may become strong, healthy, well-adjusted members of the community. PONY means “protect our Nation’s youth.”

Section 1.03. Definitions.

(a) Executive Officers. “Executive Officers” means and refers, collectively, the President, the Vice President Baseball Operations, the Vice President Business Operations, Finance Director/Treasurer and the Secretary of the Corporation.

(b) General Member. “General Member” means and refers to those persons who meet the qualifications for General Membership in the Corporation as stated in Section 2.01(a), below.

(c) Good Standing. “Good Standing” means that a Member is current in the payment of his or her dues to the Corporation and is not subject to a suspension of membership privileges as the result of disciplinary action initiated pursuant to Article XIII, below.

(d) League Member. “League Member” means and refers to those persons who meet the qualifications for General Membership in the Corporation as stated in Section 2.01(b), below.

(e) Local League. “Local League” means and refers to Rocklin Pony Youth Baseball. This Corporation is the official entity representing and managing the Local League and is recognized as such by the National Organization.

(f) Majority of a Quorum. “Majority of a Quorum” means the vote of a majority of the votes cast at a meeting by League Members when the number of League Members attending the membership meeting equals or exceeds the quorum requirement specified in Section 3.06, below.

(g) Member. “Member”, except when specifically referring to the General Members of this Corporation, shall mean and refer to those persons who are League Members.

(h) National Organization. “National Organization” means and refers to Pony Baseball, Inc., Washington, PA. The Corporation is an affiliate of the National Organization.

(i) Official Rules or League Rules. “Official Rules” is a collective term that refers to the Official Major League Baseball Rules; Current Official PONY Rules, the League Adopted Rules and any subsequent amendments to those rules.

(j) Voting Power. “Voting Power” means those League Members who are eligible to vote for the election of directors or with respect to any other matter, issue or proposal properly presented to the members for approval at the time any determination of Voting Power or the League Members is made.

ARTICLE II MEMBERSHIP VOTING

Section 2.01. Classes of Membership. This Corporation shall have two classes of membership, namely General Membership and League Membership.

(a) General Membership. Any RPYB resident who is interested in active participation as a player in the Local League may become a General Member, so long as the player: (i) meets the requirements of the Local League and the rules and regulations of the National Organization Affiliation (the “Official Rules”); (ii) resides within the boundaries of Rocklin Pony Youth Baseball; and (iii) is in Good Standing. General Members shall have no rights, duties or obligations, in the management of in the property of the Local League. The Board of Directors reserves the right to disallow the participation of any person as a General Member as deemed necessary for the protection of the League and its players and participants.

(b) League Membership. Any RPYB resident who is eighteen (18) years of age or older and who is actively interested in furthering the objectives of the Local League may become a League Member of the Corporation by application. To be eligible for League Membership a candidate must have demonstrated, through volunteering his or her time to the League and its events and/or being parent or legal guardian of a General Member. On acceptance of a person’s application for League membership the secretary shall add the person’s name to the role of League Members who are eligible to vote on matters requiring the action, consent or approval of the League Members under these Bylaws or the Official Rules. Only League Members in Good Standing are eligible to vote at the annual meeting. All officers, Board members, committee members, managers, coaches, volunteers, volunteer umpires and other elected or appointed officials must be active League Members in Good Standing.

Section 2.02. Member Voting Rights. On each matter submitted to a vote of the League Members at a meeting of the membership called and held pursuant to the provisions of these Bylaws or otherwise, each League Member shall be entitled to cast one vote per family.

Section 2.03. Eligibility to Vote. The persons entitled to vote at any meeting of Members shall be those persons who are League Members in Good Standing.

Section 2.04. Manner of Casting Votes.

Section 2.05. Suspension or Termination of Memberships. Any membership in the Corporation (General or League) may be terminated by resignation or by action of the Board of Directors. Conduct by any Member that is deemed detrimental to the Local League or the National Organization Affiliation shall be subject to either suspension or termination. Any Member(s) who are alleged to be involved in conduct deemed detrimental to either the Local League or the National Organization Affiliation shall be notified by the Board and instructed to appear at the next scheduled meeting. Upon notification of the Local Board, the offending Member(s) shall be informed of such action deemed detrimental. The Member(s) shall have an opportunity to answer such charges to the conduct at the next scheduled meeting, all as more particularly provided in Article XI, below.

**ARTICLE III
MEMBERSHIP MEETINGS**

Section 3.01. Place of Meeting. The meetings of the members shall be at the principal office of the Corporation or at such other reasonable place (within Placer County) and at such time as may be designated by the Board in the notice of the meeting.

Section 3.02. Annual Meeting. There shall be an annual meeting of the League Members in June of each year. The date, time and location of the meeting shall be set forth in the notice of meeting sent to the League Members in accordance with Section 5.05, below.

Section 3.03. Other Regular Meetings. Regular monthly meetings shall be held throughout the year. Status meetings may be held in addition to monthly. Status meetings will not have action items voted on, unless a quorum is present and time sensitive issues are at hand.

Section 3.04. Special Meetings of the League Members.

(a) Persons Entitled to Call Special Meetings. Special meetings may be called by the President, Vice President of Business Operations, the Vice President of Baseball Operations, or the Secretary, upon written request of at least three (3) members of the Board, or by five percent (5%) or more of the Members may call special meetings of the Members at any time to consider any lawful business of the Corporation.

(b) Procedures for Calling Special Meetings Requested by Members. If a special meeting is called by Members other than the Board of Directors or President, the request shall be submitted by such Members in writing, specifying the general nature of the business proposed to be transacted to the President, any Vice President, or the secretary of the Corporation. A special meeting will be held, and the date, time and purpose for such meeting, which date shall be not less than thirty-five (35) nor more than ninety (90) days following the receipt of the request. If the notice is not given within the twenty (20) days after receipt of the request, the persons requesting the meeting may give the notice. Nothing contained in this subsection shall be construed as limiting, fixing, or affecting the time when a meeting of Members may be held when the meeting is called by action of the Board of Directors or the

President. Any member meeting that has been scheduled will be posted to the league calendar and emailed to the League Members.

Section 3.05. Quorum Requirements for Member Meetings. Due to the nature of the Corporation's activities and its focus on the presentation and preservation of a positive and competitive environment for the Corporation's General Members on the field, there will be no minimum quorum requirement for meetings or votes of the League Members, regular or special. Instead, on any matter that is presented to the League Members for action, consent or approval, including the election of directors, a majority of the League Members present and in Good Standing shall be required to conduct business so long as all League Members in Good Standing receive notice of the meeting or a written ballot.

Section 3.06. Adjourned Meeting. Any Members' meeting, regular or special, whether or not a quorum is present, may be adjourned to another time and/or place (but not for more than forty-five (45) days) by the vote of the majority of Members represented at the meeting. The reconvened meeting may take any action which might have been transacted at the original meeting. When a Members' meeting is adjourned to another time or place, notice need not be given of the new meeting if the time and place thereof are announced at the meeting at which the adjournment is taken. Notwithstanding the foregoing, if after adjournment a new record date is fixed for notice or voting, a notice of the rescheduled meeting must be given to each Member who on the record date for notice of the meeting is entitled to vote thereat.

ARTICLE IV BOARD OF DIRECTORS

Section 4.01. Number of Directors; Qualifications.

(a) Number and Composition of the Board of Directors. The Executive Board of Directors shall consist of the five (5) Members elected as Executive Officers of the Corporation. Those persons are: the President, the Vice President Baseball Operations, the Vice President Business Operations, Finance Director/Treasurer and the Secretary of the Corporation.

(b) Qualifications for Service on the Board. No person may serve on the Board of Directors or as an Executive Officer unless the person is a League Member in Good Standing. To be considered in Good Standing, a candidate for election to the Board or service as an Executive Officer must be current in the payment of all dues or assessments imposed pursuant to Article XI, below, and not be subject to suspension of his or her rights and privileges as a Member of the Corporation. Members elected as Executive Officers of the Corporation shall simultaneously serve as members of the Board of Directors. All candidates for Executive Officer positions shall have two or more consecutive years of service on the Board of Directors or Auxiliary Board. This requirement may be waived by the Board of Directors in an emergency.

Section 4.02. Term of Office. The term of office of all members of the Executive Board shall be two (2) years, with the Executive Officers serving for staggered terms as set forth in Section 6.03, below. There shall be no limitation upon the number of consecutive terms to which a director may be re-elected. Each director, including a director elected to fill a vacancy,

shall hold office until the expiration of the term for which elected and until a successor has been elected and qualified.

Section 4.03. Voting Rights of Directors. All Executive Officers shall have voting rights with the exception of the President who shall only vote when his or her vote is required to break a tie. The President shall also be considered present for purposes of establishing a quorum of directors at a meeting.

Section 4.04. Election of Executive Directors. The election of executive directors shall take place at the annual meeting of the League Members in June of each year. The President, the Vice President of Business Operations and the Finance Director/Treasurer shall be elected on even calendar years and the Vice President of Baseball Operations and the Secretary shall be elected in odd numbered calendar years. This requirement may be waived by the Board of Directors in an emergency.

Section 4.05. Vacancies. Unless a director position becomes vacant as a result of action by the League Members, any vacancy on the Executive Board can be filled by a vote of the Board of Directors. Any person elected or appointed to fill a vacancy shall serve for the remaining term of that individual's predecessor in office. If a sitting director is removed by vote of the League Members, the vacancy shall be filled at the next regularly scheduled membership meeting or at a special meeting of the League Members called for that purpose.

Section 4.06. Removal of Directors. The Board shall reserve the right to exercise its powers recommending, by majority vote, the expulsion or suspension of any Board members whom is discovered to possess negative personal history or background information, performs unethical conduct, misrepresenting the league's/Board's mission, lack of assigned Board duty performance or failure to attend two (2) consecutive regular meetings of the Board without just cause, the director may be removed from office. Removal of a sitting executive director shall require the affirmative vote of two-thirds of the total number of sitting directors at the time such issue is brought before the Board for vote. For purposes of removing an Executive Board member, the quorum required to conduct such business shall be increased from fifty-one percent (51%) to sixty-six and two-thirds (66.66%). Executive Directors may also be removed from office on the affirmative vote of 66.66% of all League Members. A special meeting would need to be called as per Section 5.04, and the vote would be required in person during this special meeting.

Section 4.07. General Board of Directors and Auxiliary Board Members. All General Board and Auxiliary Board members are voted in by majority vote of the current Board of Directors. Removal of General Board and Auxiliary Board members can be removed by majority vote of the current Board of Directors.

ARTICLE V BOARD MEETINGS

Section 5.01. Place of Meeting. The meetings of the members shall be at the principal office of the Corporation or at such other reasonable place (within Placer County) and at such time as may be designated by the Board in the notice of the meeting.

Section 5.02. Meetings Conducted by Conference Phone or Email. Time sensitive issues that must be resolved prior to the next scheduled Board meeting can be accomplished via phone or email distributed to all members of the Board of Directors, so long as all members of the Board are given an opportunity to participate and at least a quorum of the members of Board are participating.

Section 5.03. Annual Meeting of Directors. During monthly Board Meetings, the Board of Directors may hold elections of any directors and officers, and the transaction of other business. The annual meeting shall be held during the month of June of each year immediately following the annual membership meeting. The date, time and location of the meeting shall be set forth in the notice thereof issued in accordance with Section 5.06, below.

Section 5.04. Other Regular Meetings. Other regular meetings of the Board shall be held without call at such time as shall from time to time be fixed by the Board of Directors and communicated to the individual Board members. Ordinarily, regular meetings shall be conducted at least monthly; provided, however, that regular meetings can be held as infrequently as every six (6) months if the Board's business does not justify more frequent meetings. Notice of the date, time and place of regular meetings shall be communicated to the Board members not less than seventy-two (72) hours prior to the meeting; except in cases of emergency.

Section 5.05. Special Meetings of the Board. Special meetings of the Board of Directors for any purpose may be called at any time by the President, Vice President of business Operations, Vice President of Baseball Operations, or Secretary or upon written request of at least three (3) members of The Board.

Section 5.06. Notice of Meetings.

(a) Manner of Giving Notice. Notice of each board meeting shall be posted or otherwise published to notify members at least 10 days in advance thereof setting forth the place, time and purpose of the meeting, or in lieu thereof, notice may be given in such form as may be authorized by the local league board of directors, from time to time, at a regularly convened meeting.

Section 5.07. Quorum Requirements.

(a) Specified Quorum. A majority of the authorized number of directors shall constitute a quorum for the transaction of business, except that a quorum need not be present to vote to adjourn a meeting.

(b) Action of the Board. Except as otherwise provided herein or in the Nonprofit Public Benefit Corporation Law, every act or decision done or made by a majority of

the directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors.

Section 5.08. Action Without a Meeting. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if all members of the Board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Board of Directors. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. For purposes of this Section, “all members of the Board” shall not include any “interested director” as defined in California Corporations Code section 5233.

Section 5.09. Compensation. Directors, officers and members of committees shall not be entitled to compensation for their services as such, although they may be reimbursed for such actual expenses as may be determined by resolution of the Board of Directors to be just and reasonable. Expenses shall be supported by an invoice or voucher acceptable to the Board.

ARTICLE VI DUTIES AND POWERS OF THE BOARD

Section 6.01. General Corporation Powers. Subject to any limitations imposed by the Nonprofit Public Benefit Corporation Law, these Bylaws or the Articles of Incorporation, the activities and affairs of this Corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors. Subject to the limitations expressed in Section 9.01, below, the Board may delegate the management of the activities of the Corporation to any person or persons or committee, provided, however, that notwithstanding any such delegation the activities and affairs of the Corporation shall continue to be managed and all Corporate powers shall continue to be exercised under the ultimate direction of the Board.

Section 6.02. Specific Powers. Without prejudice to the general powers of the Board of Directors as set forth in Section 6.01, above, the directors shall have the power to:

- (a) Exercise all powers vested in the Board under the laws of the State of California.
- (b) Appoint such agents and employ such other employees, including attorneys and accountants, as it sees fit to assist in the operation of the Corporation, and to fix their duties and to establish their compensation.
- (c) Adopt and establish Policies governing the affairs and activities of the Corporation; provided, however that no Policies may contravene or amend any specific provision of these Bylaws or the Official Rules.
- (d) Enforce all applicable provisions of these Bylaws.
- (e) Contract for and pay premiums for insurance and bonds (including indemnity bonds) which may be required from time to time by the Corporation.

- (f) Pay all taxes and charges incurred by or levied against the Corporation.
- (g) Delegate its duties and powers hereunder to the officers of the Corporation or to committees established by the Board, subject to the limitations expressed in Section 6.02.
- (h) Prepare budgets and maintain a full set of books and records showing the financial condition of the affairs of the Corporation in a manner consistent with generally accepted accounting principles, and at no greater than annual intervals prepare an annual financial report, a copy of which shall be delivered to the Board of Directors.
- (i) Appoint such committees as it deems necessary from time to time in connection with the affairs of the Corporation in accordance with Article VII, below.
- (j) Fill vacancies on the Board of Directors or in any committee, unless the Board vacancy results from action by the League Members.
- (k) Open bank accounts and borrow money on behalf of the Corporation and designate the signatories to such bank accounts.
- (l) Bring and defend actions on behalf of the Corporation so long as the action is pertinent to the operations of the Corporation.
- (m) The Board may, from time to time, propose, enact and amend rules and policies of general application to the League and its Members (“League Rules”). The League Rules may concern, but is not limited to: the role, duties and responsibilities of subordinate officers and League volunteers. A copy of the League Rules, as they may from time to time be adopted, amended or repealed, shall be posted on the League’s Website, or shall be otherwise delivered upon request.

Section 6.03. Limitations on Powers.

- (a) League Rules. League Rules shall not be inconsistent with or materially alter any provision of the Bylaws or the rights, preferences and privileges of the Board or the Members thereunder or any provision of the Official Rules. In the event of any material conflict between any League Rule and the provisions of the Bylaws, the conflicting provisions contained in the Bylaws shall prevail. All League Rules shall be adopted, amended and repealed (as the case may be) in good faith and in accordance with the process set forth in this Article XIII.
- (b) Self-Dealing Transactions. Notwithstanding the powers conferred on the Board pursuant to Section 6.01, and Section 2.01, above, this Corporation shall not engage in any transaction which meets the definition of a “self-dealing transaction” as defined in California Corporations Code section 5233 unless the transaction has been approved by one of the means specified in section 5233(d).
- (c) Loans to Directors or Officers. This Corporation shall not make any loan of money or property to, or guarantee the obligation of, any director or officer, unless the transaction is first approved by the California Attorney General. This provision shall not apply

to any reasonable advance on account of expenses anticipated to be incurred in the performance of the director's or officer's duties.

Section 6.04. Dedication of Assets and Distributions of Assets Upon Dissolution.

(a) The property of this Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or Member thereof, or the benefit of any private persons.

(b) On the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation shall be distributed to, in the following order of priority, the following:

(i) Another Local League that is affiliated with the National Organization and which has established and retained its tax-exempt status under Internal Revenue Code section 501(c)(3);

(ii) A nonprofit public benefit corporation which has as its principal mission or purpose the promotion of youth baseball, which has established and retained its tax-exempt status under Internal Revenue Code section 501(c)(3); or

(iii) A nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established and retained its tax-exempt status under Internal Revenue Code section 501(c)(3).

(c) If this Corporation holds any assets in trust, or the Corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the county in which the Corporation has its principal office, on petition therefore by the Attorney General or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

Section 6.05. Limitation on Corporate Activities. No substantial part of the activities of this Corporation shall consist of carrying on of propaganda, or otherwise attempting to influence legislation, nor shall this Corporation participate or intervene in any political campaign (including publishing or distribution of statements) on behalf of any candidate for public office.

**ARTICLE VII
COMMITTEES**

Section 7.01. Committees. The Board may, by resolution adopted by a majority of the directors then in office, designate one (1) or more committees to serve at the pleasure of the Board. A committee comprised solely by directors may exercise all the authority of the Board with respect to matters within their area of assigned responsibility, except that no committee, regardless of Board resolution, may:

(a) Take any final action on any matter which, under the Nonprofit Corporation Law of California, also requires approval of the Members.

(b) Fill vacancies on the Board of Directors or on any committee which has been delegated any authority of the Board.

(c) Amend or repeal Bylaws or adopt new Bylaws.

(d) Amend or repeal any resolution of the Board of Directors which by its express terms is not so amendable or repealable.

(e) Appoint any other committees of the Board of Directors or the members of those committees.

(f) Expend Corporation funds to support a nominee for director after there are more people nominated for director than can be elected.

(g) Approve any self-dealing transaction unless authorized by California Corporations Code section 5233(d)(3).

Section 7.02. Other Committees. The Board may establish other committees as deemed necessary or appropriate to implement the charitable programs or activities of the Corporation, increase the effectiveness of the Corporation, provide information or otherwise assist the Board. Such committees may include members who are not directors; provided, however, that any committee which includes non-directors may not exercise any powers of the Board, but rather shall serve as an advisory or recommending body to the Board.

Section 7.03. Meetings and Actions of Committees. Meetings and actions of committees shall be governed by, and held and taken in accordance with, the provisions of Article V, above, concerning meetings of directors, with such changes in the context of those Bylaws as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular meetings of committees may be determined either by resolution of the Board of Directors or by resolution of the committee. Special meetings of committees may also be called by resolution of the Board of Directors. Notice of special meetings of committees shall also be given to any and all alternate committee members, who shall have the right to attend all meetings of the committee. The Board of Directors may adopt rules not inconsistent with the provisions of these Bylaws for the governance of any committee.

ARTICLE VIII OFFICERS

Section 8.01. Executive Officers. The Executive Officers of this Corporation are the President, the Vice President Baseball Operations, the Vice President Business Operations, the Secretary, and the Treasurer (who shall be known as the Finance Director).

Section 8.02. Election of Officers.

(a) To ensure Officer/Board Member continuity, candidates for the Executive Officers shall be willing to take the position for two years and have one or more consecutive year's prior subordinate board member experience. The President, Vice President of Business Operations and Finance Director/Treasurer are elected on even years; on odd years, the Vice President of Baseball Operations and Secretary is elected. This requirement maybe waived by the board in an emergency.

(b) The Executive Board of Directors/Officers shall be elected by ballot of the League Members present at the yearly membership meeting. The Board of Directors are to be interviewed and selected by majority vote of the Executive Board of Directors each year. The Board of Director and Auxiliary positions shall be vacated each season after the league has concluded business for the year typically August 1st. Applicants for new positions (Board and Auxiliary) shall be selected before the beginning of each new season.

(c) Election of the Executive Board will be held during the month of June, on or before Closing Day. Notification of the meeting will be sent to all League Members during the month of May.

Section 8.03. Executive Officer Candidacy

(a) Candidates will not be accepted until a signed league board application is submitted by the candidate to the Secretary.

(b) Write-in candidates will be interviewed by duly elected officers for appointment.

(c) Candidates are not permitted to run for more than one (1) open position.

Section 8.04. Removal of Board Members/Officers.

(a) If an Executive Board Member/Officer misses two (2) consecutive meetings without just cause, the member may be removed by vote. This includes dereliction of duty.

(b) The Board, in its discretion, may remove any Board member upon the affirmative vote of two-thirds of the Board sitting at the time such issue is brought before the Board for vote. For purposes of removing a Board member, the quorum required to conduct such business shall be increased from fifty-one percent (51%) to sixty-six and two-thirds (66.66%).

Section 8.05. Duties of the President. The President shall be elected by the league members, present at the annual meeting. He or she shall be the chief executive officer of the Corporation and shall, subject to the control of the Board, have general supervision, direction and control of the affairs and officers of the Corporation. Without limiting the foregoing, the President shall:

(a) Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.

- (b) Be the General Manager of the League, coordinating the efforts of the other officers, chairpersons, and special committees.
- (c) Preside over all League meetings and represent the League at any area, district, or local meetings the League is required or notified to attend, with authority to make decisions, if a decision is immediately needed.
- (d) See that all rules and regulations set forth by the Board of Directors are enforced, including the objective of the League and be responsible for all activities undertaken, with the authority to make a decision, if an immediate decision is deemed necessary at the time.
- (e) Appoint chairpersons of committees and submit it to the Board of Directors for approval.
- (f) In the event of a vacancy in an elective or appointive position, submit a recommendation for replacement to the Board of Directors approval within two weeks.
- (g) Co-sign checks drawn on the bank account of the League.
- (h) Not spend more than \$500.00 during the year without the approval of the Board.
- (i) Preside over the Protest Committee.
- (j) Be responsible for overseeing 11 thru 14 year old Divisions umpire's schedules.
- (k) Notify the Vice Presidents, League Player Director, Division Player Agents, League Information Officer, and umpires of game cancellations and rescheduling.
- (l) Oversee field allocation to the division officers for the scheduling of games.

Section 8.06. Duties of the Vice President of Baseball Operations. The Vice President of Baseball Operations shall have the following duties and responsibilities:

- (a) Uphold League rules pursuant to the Bylaws.
- (b) Act in the absence of the President and undertake special assignments as directed by the President, with the authority to make a decision if an immediate decision is needed.
- (c) Attend, with the President, any meeting the League is invited or required to attend.

- (d) Chair the Nominating Committee.
- (e) Co-sign checks drawn on the bank account of the League.
- (f) Be responsible for maintaining discipline in each division and shall be in direct contact with the League Player Director, and Division Player Agents of each division.
- (g) Notify the President, League Player Director, Division Player Agents, League Information Officer, and umpires of game cancellations and rescheduling.
- (h) Assist where needed in the League sign-ups.

Section 8.07. Duties of the Vice President of Business Operations. The Vice President of Business Operations shall:

- (a) Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
- (b) Act in the absence of the President and undertake special assignments as directed by the President, with the authority to make a decision if an immediate decision is needed.
- (c) Attend, with the President, any meeting the League is invited or required to attend.
- (d) Chair the Nominating Committee.
- (e) Co-sign checks drawn on the bank account of the League.
- (f) Be responsible for the business operations of the league, including Snack Bar, Registration, League Uniforms, Spirit Wear, and Team Parent activities.
- (g) Notify the President, League Player Director, Division Player Agents, League Information Officer, and umpires of game cancellations and rescheduling.
- (h) Assist where needed in the League sign-ups.

Section 8.08. Duties of the Finance Director/Treasurer. The Finance Director/Treasurer shall:

- (a) Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
- (b) Receive and expend all funds handled by the League or the Board of Directors.

- (c) Keep accurate records and report financial status at all regular monthly meetings, with copies to all Board of Directors members.
- (d) Furnish a written financial statement to the Board at each monthly meeting for inclusion in the minutes.
- (e) Set up and maintain a bank account in the name of the League. This bank account shall require two of the following five (5) signatures on each check: President, Finance Director/Treasurer, Vice President of Baseball Operations, Vice President of Business Operations, and Secretary.
- (f) Assist the Executive Board on preparation of the season budget.
- (g) Be a guardian of the League's financial standing to insure the organization is sound and operates in such a manner that it does not over extend itself financially.
- (h) Work with the Snack Bar Coordinator in matters of receiving daily cash receipts.
- (i) Immediately inform the President of any account that is nearing maximum budget.
- (j) Collect all mail for the League and distribute it.
- (k) Annually prepare and submit to the proper agency: IRS tax forms, State Franchise tax forms, Statement of Non-Profit Corporation.

Section 8.09. Duties of the Secretary. The Secretary shall:

- (a) Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
- (b) Be responsible for taking minutes of all League meetings, grievance meetings, etc.
- (c) Maintain a record of attendance by Board of Directors, members and other attendees at League meetings for attendance and voting purposes; be responsible for tabulating votes from elections.
- (d) Be responsible for all coordinating correspondence the League deems necessary with the League Information Director.
- (e) Be responsible for assembling a correspondence file.
- (f) Read the minutes from the previous meeting to the board to vote in.
- (g) Work with the Board of Directors to announce the date of Picture Day and any make-up dates.

- (h) Work with the Team Parent Coordinator to obtain competing bids by photographers and present it to Board of Directors for review.
- (i) Work with the Vice Presidents and the Team Parent Coordinator to coordinate the scheduling of teams for Picture Day so that game schedules are not disrupted.
- (j) Keep the Board of Directors informed, through the President, of the progress of the Picture Day throughout and at the conclusion of the event.
- (k) Co-sign checks drawn on the bank account of the League.

Section 8.10. Duties and Responsibilities of Subordinate Officers. The Corporation has a number of permanent Subordinate Officer positions and the duties and responsibilities of those Subordinate officers are more particularly enumerated in Exhibit "A." The Board of Directors shall have the authority to amend the enumeration of Subordinate Officer duties and responsibilities from time to time without necessity of approval of the League Members in order to reflect changing times and circumstances or changes in the Official Rules.

Section 8.11. Duties of Managers and Coaches.

(a) Managers and Coaches, Generally. Coaches and player personnel shall be under the direct supervision of the manager. Managers shall sign for and assume full responsibility for returning all equipment to the Equipment Manager and all uniforms issued to the Equipment Coordinator. No uniforms will be issued to the Tournament Teams until all uniforms have been returned.3. Managers shall immediately report all injuries that require medical attention to the League President and Vice President of Baseball Operations.

(b) Reporting of On-Field Incidents. Prepare a written statement (within 72 hours) explaining the incident, the nature of the injury, date, time, and location to assist in making out medical and insurance claims. Failure to do so may result in the forfeiture of payment to medical facilities by the insurance company and the overall outcome will result in the League paying medical charges. Managers and coaches priority is the league team in which they have been chosen to coach or manage. All practices and games take precedence over other sporting activities or teams. If a manager resigns, his/her coach shall have first choice to become the team manager and shall be given the post upon approval of the Board of Directors.

ARTICLE IX FINANCES

Section 9.01. Checks. All checks or demands for money and notes of the Corporation shall be signed by the President and Treasurer or by such other officer or officers or such other person or persons as the Board of Directors may from time to time designate.

Section 9.02. Operating Account. There shall be established and maintained a cash deposit account to be known as the "Operating Account" into which shall be deposited the

operating portion of all funds and/or revenue as fixed and determined for all directors and members. Disbursements from such account shall be for the general need of the operation including, but not limited to, wages, repairs, betterments, maintenance, and other operating expenses of the Properties.

Section 9.03. Other Accounts. The Board shall maintain any other accounts it shall deem necessary to carry out its purposes.

Section 9.04. Financial Statements. The Board of Directors shall cause a review of the financial affairs of this Corporation to be made at least every twelve (12) months. Such review shall reflect the financial condition of this Corporation as of the date of the review and shall summarize the financial transactions in which this Corporation was involved during the period between the last of such reviews and the date of the current review. A copy of the annual review shall be available for examination by each of the directors of this Corporation. A copy of any annual financial statement and any income statement of the Corporation for each quarterly period of each fiscal year, and any accompanying balance sheet of the Corporation as of the end of such period, that has been prepared by the Corporation shall be kept on file in the principal office of the Corporation for twelve (12) months.

The income statements, statements of changes in financial position, and balance sheet referred to in this section shall be accompanied by the report, if any, of any independent accountants engaged by the Corporation or the certificate of an authorized officer of the Corporation that the financial statements were prepared without audit from the books and records of the Corporation.

ARTICLE X MAINTENANCE OF CORPORATE RECORDS

Section 10.01. The Corporation shall keep:

- (a) Adequate and correct books and records of account;
- (b) Minutes in written form of the proceedings of its Members, directors and committees of the Board; and
- (c) A record of its Members giving their names and addresses.

All such records shall be kept at the Corporation's principle office, or if its principle office is not in the State of California, at its principle business office in this state. Minutes and other books and records shall be kept either in written form or in any other form capable of being converted into clearly legible tangible form or in any combination of the foregoing. When minutes and other books and records are kept in a form capable of being converted into clearly legible paper form, the clearly legible paper for into which those minutes and other books and records are converted shall be admissible in evidence, and accepted for all other purposes, to the same extent as an original paper record of the same information would have been provided that the paper form accurately portrays the record.

Section 10.02. Maintenance and Inspection of Other Corporate Records. The accounting books and records and minutes of proceedings of the Board of Directors, and any committee or committees of the Board of Directors shall be kept at such place or places designated by the Board of Directors, or, in the absence of such designation, at the principle office of the Corporation. The minutes shall be kept in written form and the accounting books and records shall be kept either in written form or in any other form capable of being converted into written form.

Section 10.03. Inspection Rights.

(a) Inspection by Directors. In accordance with Corporations Code section 6334, every director shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical properties of the Corporation and each of its subsidiary corporations. This inspection by a director may be made in person or by an agent or attorney and the right of inspection includes the right to copy and make extracts of documents. If any record that is subject to inspection is not maintained in written form, a request for inspection is not complied with unless and until the Corporation at its expense makes such record available in written form. For purposes of this Section, “written” or “in writing” also includes any transmission or delivery of a document by electronic communications methods. An inspection under this Section may be made in person or by agent or attorney.

(b) Inspection by Members. The accounting books and records of the Corporation and minutes of the proceedings of the Members, the Board of Directors, and committees of the Board shall be open to inspection by any Member at any reasonable time upon written demand on the Corporation. Any request for inspection must state a purpose that is reasonably related to the requesting Member’s interest in the Corporation.

Section 10.04. Annual Reports to Members. Not later than one hundred twenty (120) days after the close of the Corporation’s fiscal year, the Board shall cause an annual report to be sent to all members. Such report shall contain the following information in reasonable detail:

(a) The assets and liabilities, including trust funds, of the Corporation as of the end of the fiscal year.

(b) The principle changes in assets and liabilities, including trust funds, during the fiscal year.

(c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for the fiscal year.

(d) The expenses or disbursements of the Corporation, for both general and restricted purposes, during the fiscal year.

(e) Statement of the amount and circumstances of any transaction or indemnification described in section 6322(d) and (e) of the Corporations Code, if such took place.

(f) The report required by this Section shall be accompanied by any report thereon of accountants, or, if there is no such report, by the certificate of an authorized officer of the Corporation that such statements were prepared without audit from the books and records of the Corporation.

ARTICLE XI SUSPENSIONS OR TERMINATION OF MEMBERS

Section 11.01. General Statement of Disciplinary Authority of the Board. A Member may be subject to warning and subsequently removed from his/her position as a player or League Official (other than as a Director or Executive Officer) at any time during the year with proper notification and by a majority vote of the Board. A manager or coach or player may be suspended for not more than one (1) game by an Executive Board Member or League Player Agent without Board approval or can be removed from his/her team with Board approval. This applies to any conduct on the League's fields at any time, or away from fields when registered in the League. The following protocols shall pertain to field and play discipline:

(a) All incidents must be documented and submitted within forty-eight (48) hours to the Executive Officers.

(b) An emergency meeting of the Executive Officers and the League Player Director will be conducted within seventy-two (72) hours of receipt of the report to determine appropriate action.

(c) All field and play disputes (whether they be complaints, and charges of misconduct or protests, or otherwise) are the responsibility of the League, action by and through its Board and the Executive Officers to resolve. It is inappropriate, therefore, for any player, parent, family member, umpire, coach or manager to bring such a matter to PONY Baseball's attention without first being acted upon by this League. Such individual actions reflect unfavorably on the League and normally do not reflect the League's position. Any complaints or protest to PONY Baseball shall be submitted through this League, at which time documentation of the League's official actions can be attached. The League will not recognize complaints, charges or protests submitted directly to PONY Baseball, which have not been appropriately submitted to this League's Board of Directors.

Section 11.02. Proper Handling of Acts of Violence or Other Potentially Criminal Conduct. Acts or threats of violence are a criminal and/or civil law matter and the proper local Rocklin authorities should be contacted immediately.

Section 11.03. Prohibition on Favored Treatment. The status or position of any person in the League or the Rocklin/Placer community shall not grant anyone any favored treatment. It shall be the responsibility of all players, parents, family members, umpires, coaches, managers, associate members, and Board of Directors to uphold the integrity of the League above all else and treat each other with an open mind, dignity, respect and forgiveness.

Section 11.04. Discipline of League Members, Managers, Coaches, Umpires and Players. League Members, Members, Managers, Coaches, Umpires, and Players. Any person who is reported for using abusive language, infliction of physical abuse, alcoholic beverages and/or controlled substances, during League play shall be called by the Board to discuss the report; and if substantiated, the Board has the option to suspend or remove the person from his/her position or League participation. Any person failing to perform their required duties in a competent manner will receive a warning at the time of the occurrence; subsequent occurrences may be grounds for removal at the discretion of the Board. Any person failing to submit any money or property owed the League within fourteen (14) days after written or oral request from the Board shall appear before the Board at the next meeting with funds, property, or explanation. Failure to appear may constitute grounds for removal from his/her position.

(a) Managers and Coaches. A manager or coach who is found guilty of using abusive language to any player or representative of the League shall be suspended for not less than one game on a first conviction, and shall be suspended for the remainder of the season upon a second conviction. Prior year suspensions may be considered and counted in any new season. Additionally, a personal appearance may be required before the Board by mutual agreement of the persons involved not exceeding ten (10) days after filing of the complaint. Failure of the Manager or Coach involved to appear before the Board without just cause may constitute grounds for removal. After Board of Directors review, both the manager and coach (in violation) may be suspended for the maximum duration.

(b) Players. Any player may be suspended for not more than one (1) game without Board approval for using abusive and/or foul language or gestures. Failure to meet two (2) consecutive practice sessions or two (2) regular League games without notifying the manager may result in the player being suspended for not more than one (1) game. (Manager's prerogative on suspension, and suspension must be accompanied by an incident report.) Additional abuse may constitute additional action or removal from the team by the Board. Throwing of bats or equipment in anger: first offense removal from that game; second offense, removal from that game and suspension of one (1) game; third offense, removal from that game and is to appear before the Board for action. The player will be suspended from future games until the Board has reached a decision. Any player, who during the act of throwing or abusing bats or any equipment (owned by the League), damages the bat or equipment, thus rendering it unusable for future use, will be suspended from playing future games until the bat or equipment has either been replaced or paid for. (Subject to the Equipment Manager's approval of the replacement submitted). In cases when the player shall appear before the Board, the team manager and his/her parent or guardian must accompany the player. Removal of a player from the League is a last resort.

(c) League Members. When a letter is submitted to the Board concerning actions of a League Member, that letter will be read to the Board, discussed and then by a majority vote either be acted upon or dismissed. If acted upon, the league member may be called upon to answer all questions regarding the incident. The incident will be reported on an Incident Report Sheet and a copy of the report will be sent to the party in question with a request date in which they must attend the Board meeting. All incident letters must be received in a timely manner, which is not to exceed 2 weeks from the incident.

(d) Umpires. Receipt of any documentation from an umpire or umpire association describing an incident regarding conduct, will cause automatic suspension of two (2) games for all parties involved. Should a coach be ejected from a game and the umpire writes up the incident, the Board of Directors will suspend the manager for one game prior to review. It is the responsibility for the manager to control their staff and team. Umpires are to be protected from managers, coaches, and members during game play. If an umpire is verbally or physically attacked by anyone in any way, then that person will be automatically ejected from that contest and possibly eliminated from future league play. Any person who charges an umpire will be ejected from the game and summarily suspended for the next game, and may be subject to further disciplinary action.

(e) Spectators, Visitors, and Parents. Any spectator (parent, child, or other) using abusive language or heckling the players, managers, coaches, or umpires which causes a disruption or delay of a game, shall be given one warning by any League official to stop. If the spectator continues, he/she will be asked to leave the playing field perimeter for the rest of the game. (The spectator's name and date of the game will be recorded in the official scorebook used during the game, and an incident report filled out). In the event that the disruptive party fails to leave the playing field perimeter within 10 minutes after being asked, the game will be suspended at that point, and local authorities will be contacted. If repeated during the course of any other game that season, the spectator will be barred from the playing field perimeter for the rest of that season. Fighting will not be tolerated. 911 will be notified and police summoned. Players, coaches, and managers will be immediately ejected and will be suspended for the next game they attend. The Board will act accordingly, which may warrant removal from the League.

Section 11.05. League Member Conflicts of Interest. Any league member, who holds a position within the League, whose actions constitute a conflict of interest, those person(s) will immediately be removed from their positions.

Section 11.06. Conduct Detrimental to the League. In the event that the action is detrimental toward the success of the League, those person(s) will be banned for a period of time or permanently (to be determined by the Board).

Section 11.07. Standards of Field Conduct. All Members of this Corporation and the parents and legal guardians of General Members are required to read and understand the Standards of Field Decorum that are attached to these Bylaws as EXHIBIT "B". These uniform Standards of Field Conduct shall be enforced at all times. The Board may at any time by majority vote address any actions in the League not specifically outlined in the Standards of Field Conduct.

ARTICLE XII LEAGUE RULES

Section 12.01. Adoption and Amendment of League Rules. The Board may, from time to time, propose, enact and amend rules and policies of general application to the League and its Members ("League Rules") in accordance with Section 6.02.

Section 12.02. Distribution of League Rules. A copy of the League Rules, as they may from time to time be adopted, amended or repealed, shall be posted on the League's Website, and available to each member, upon request.

ARTICLE XIII MISCELLANEOUS

Section 13.01. Amendment or Repeal of Bylaws. Except as otherwise expressly provided herein, these Bylaws may only be amended or repealed, and new Bylaws adopted by the affirmative vote of a majority of: all the members of the Board.

Section 13.02. Indemnification of Corporate Agents.

(a) Indemnification, Generally. Any person who was or is a director, officer or employee of the Corporation (collectively "Agents") may be indemnified by the Corporation for any claims, demands, causes of action, expenses or liabilities arising out of, or pertaining to, the Agent's service to or on behalf of the Corporation to the full extent permitted by California Corporations Code section 5238. Except as provided in subparagraph (b), below, any indemnification under this Section shall be made by the Corporation only if authorized in the specific case, upon a determination that indemnification of the Agent is proper under the circumstances because the Agent acted in good faith, in a manner the agent believed to be in the best interests of the Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. Indemnification of an Agent shall also require approval by a majority vote of a quorum of directors who are not parties to the proceeding in question or by the court ins which such proceeding is or was pending upon application made by the Corporation or the Agent.

(b) Right of Indemnification for Expenses if Successful on the Merits. To the extent that an Agent of the Corporation has been successful on the merits in defense of any proceeding of the kind described in Corporations Code section 5238, subparagraphs (b) or (c), or in defense of any claim, issue or matter therein, the Agent shall be indemnified against expenses actually and reasonably incurred by the Agent in connection with the proceeding.

(c) Corporation's Authority to Advance Expenses. The Corporation shall be empowered to advance the expenses incurred by any Agent prior to final disposition of any proceeding of the kind described in Corporations Code section 5238, subparagraphs (b) or (c), upon receipt of an undertaking by or on behalf of the Agent to repay such amounts unless it is ultimately determined that the Agent is entitled to be indemnified.

(d) Right of Corporation to Procure Insurance. The Corporation shall have power to purchase and maintain insurance on behalf of any Agent of the Corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the Agent's status as such whether or not the Corporation would have the power to indemnify the Agent against such liability under section 5238 of the Corporations Code; provided, however, that the Corporation shall have no power to purchase and maintain such insurance to indemnify any Agent of the Corporation for a violation of California Corporations Code section 5233.

Section 13.03. Nonpaid Directors; Alleged Failure to Discharge Duties; No Monetary Liability. Except as provided in California Corporations Code sections 5233 or 5237, there is no monetary liability on the part of, and no cause of action for damages shall arise against, any nonpaid director, including any nonpaid director who is also a nonpaid officer, of this Corporation based upon any alleged failure to discharge the person's duties as director or officer if the duties are performed in a manner that meets all of the following criteria:

- (a) The duties are performed in good faith.
- (b) The duties are performed in a manner such director believes to be in the best interests of the Corporation.
- (c) The duties are performed with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

Section 13.04. Personal Liability of Volunteer Director or Officer for Negligence.

(a) Except as provided in subparagraph (c), below, there shall be no personal liability to a third party on the part of a volunteer director or volunteer executive committee officer of this Corporation caused by the director's or officer's negligent act or omission in the performance of that person's duties as a director or officer, if all of the following conditions are met:

- (i) The act or omission was within the scope of the director's or executive committee officer's duties.
- (ii) The act or omission was performed in good faith.
- (iii) The act or omission was not reckless, wanton, intentional, or grossly negligent.
- (iv) Damages caused by the act or omission are covered pursuant to a liability insurance policy issued to the Corporation, either in the form of a general liability policy or a director's and officer's liability policy, or personally to the director or executive committee officer. In the event that the damages are not covered by a liability insurance policy, the volunteer director or volunteer executive committee officer shall not be personally liable for the damages if the Board of Directors and the person had made all reasonable efforts in good faith to obtain available liability insurance.

(b) For purposes of this Section 15.04, "volunteer" means the rendering of services without compensation. "Compensation" means remuneration whether by the way of salary, fee, or other consideration for services rendered. However, the payment of per diem, mileage, or other reimbursement expenses to a director or executive committee officer does not affect that person's status as a volunteer within the meaning of this section.

(c) This Section does not eliminate or limit the liability of a director or officer for any of the following:

(i) Any liability with respect to self-dealing transactions as provided in California Corporations Code section 5233 or any liability with respect to certain prohibited distributions, loans or guarantees as provided in section 5237 of said law.

(ii) In any action or proceeding brought by the California Attorney General.

Section 13.05. Gifts and Contributions. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purpose of the Corporation.

Section 13.06. Robert's Rules of Order. In the event of a question or dispute concerning the procedural aspects of any meetings of the Board or the Members that cannot be resolved by reference to these Bylaws or applicable law, the matter shall be resolved by reference to Robert's Rules of Order.

CERTIFICATE OF SECRETARY

The undersigned, Secretary of the corporation known as the Rocklin Pony Youth Baseball, hereby certifies that the above and foregoing Bylaws consisting of 23 pages, were duly adopted by a vote of the League Members of the Corporation conducted by written ballot on _____, 2013, and that they now constitute the Bylaws of the Corporation.

**ROCKLIN PONY YOUTH BASEBALL
a California nonprofit public benefit
corporation**

By: _____
Secretary

EXHIBIT "A"
DESCRIPTION OF SUBORDINATE OFFICER DUTIES AND RESPONSIBILITIES

The Subordinate Officers of the Corporation shall have the duties and responsibilities set forth below, unless those duties and responsibilities are changed by action of the Board of Directors:

The League Field Director shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Undertake special assignments as directed by the President and Vice Presidents, with the authority to make an interim decision if an immediate decision is needed.
3. Attend, with the President, any meeting the League is invited or required to attend.
4. Attend meetings with park district representatives to secure playing facilities.
5. Develop plans necessary for park improvements where necessary.
6. Oversee and guide auxiliary board members (Field Coordinators, and Equipment Coordinator).
7. Attend meetings with school, park, and other governing representatives to secure playing facilities.
8. Develop plans necessary for facility improvements where necessary.
9. Develop relationships with city officials to enhance league stature.
10. Provide communication to and from all levels on status of facilities and improvements.
11. Assist where needed in the League sign-ups.
12. Be a member of the Board of Directors.

The Field Maintenance Coordinator shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Procure materials.
3. Procure equipment.
4. Schedule workday projects.
5. Develop workday plans, work parties, etc.
6. Conduct field preparation clinics.
7. Assist where needed in the League sign-ups.
8. Be an auxiliary member of the Board of Directors.

The Equipment Coordinator shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Be responsible for and take charge of all playing equipment.
3. Be diligent in seeking out the best equipment for the best price.
4. Purchase all necessary equipment for the League, after concurring with the Treasurer.
5. Present check requisitions and copies of all invoices to the Treasurer for all purchases.
6. Notify all managers prior to closing day when and where to return their equipment.
7. Furnish an inventory of all equipment at the September League meeting.

8. Prepare an estimate on costs for the next year's equipment by the October League meeting.
9. Set up with any of the suppliers an arrangement where only the Equipment Manager and the President may purchase equipment in the name of the League.
10. Work closely with the Tournament Team Manager regarding the type of equipment needed for Tournament Teams.
11. Present check requisitions and copies of all invoices to the Treasurer for all purchases.
12. Help in areas as needed or designated by the President.
13. Be an auxiliary member of the Board of Directors.

The Registrar Director shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Be responsible for organizing sign-ups.
3. Make arrangements for sign-ups as to dates, place, time, etc., and announce these dates at the August League meeting.
4. Make arrangements for all registration forms to be printed and have all necessary forms at signups.
5. Oversee and guide the Registrar Coordinators.
6. Be responsible for all registration, payment of registration fees, requests for waiver of fees, and the transmittal of all registration fees to the Treasurer throughout the season.
7. Verify at tryouts that no child is on the field to participate unless the child is officially registered; must be available at all tryouts to take additional sign-ups.
8. Register players after the official signup dates on a space available basis, according to division.
9. Notify the Executive Board when the maximum number of players allowed in each division is reached and will, thereafter, maintain the Official Waiting List for each division.
10. Shall maintain an up-to-date roster of all teams, to include name, age, phone number, address, and date of birth; these rosters will be coordinated with the division Vice President.
11. Be responsible for verifying that medical release forms are with each team, and that each player is officially registered.
12. Permanent registration cards for all players must be maintained in the permanent file and are the responsibility of the Registrar. The Medical Release Cards (known as "hard copies") must be updated and resigned or replaced with new cards each year in order to be effective in a medical emergency.
13. Be a member of the Board of Directors.

The Registrar Coordinator shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Be responsible for organizing sign-ups.
3. Under direction of the Registrar Director assist with all aspects of the league registration.
4. Make arrangements for all registration forms to be printed and have all necessary forms at signups.
5. Be responsible for all registration, payment of registration fees, requests for waiver of fees, and the transmittal of all registration fees to the Treasurer throughout the season.

6. Verify at tryouts that no child is on the field to participate unless the child is officially registered; must be available at all tryouts to take additional sign-ups.
7. Register players after the official signup dates on a space available basis, according to division.
8. Notify the Registrar Director and Executive Board when the maximum number of players allowed in each division is reached and will, thereafter, maintain the Official Waiting List for each division.
9. Shall maintain an up-to-date roster of all teams, to include name, age, phone number, address, and date of birth; these rosters will be coordinated with the division Vice President.
10. Be responsible for verifying that medical release forms are with each team, and that each player is officially registered.
11. Permanent registration cards for all players must be maintained in the permanent file and are the responsibility of the Registrar. The Medical Release Cards (known as “hard copies”) must be updated and resigned or replaced with new cards each year in order to be effective in a medical emergency.
12. Be an auxiliary member of the Board of Directors.

The League Player Director shall:

1. Uphold League rules pursuant to the Bylaws, League Policies and Procedures.
2. Undertake special assignments as directed by the President or Vice Presidents.
3. Assist President or Vice Presidents in determining game cancellation and notify managers of the same.
4. Notify the President, Vice President, and Secretary, and League Information Officer of any divisional meetings called, pursuant to the Bylaws and League Policies and Procedures.
5. Oversee and guide auxiliary board members (Division Player Agents, Compliance Officer, Umpire Coordinator and Safety Officer. Also oversee the distribution of, League rulebooks, and divisional rules to all managers at orientation or before.
6. Know and understand rules of the respective division and be responsible for enforcement of these rules.
7. Hold a minimum of two meetings with Managers and Coaches prior to the season to go over the rules of their divisions. Must maintain a list of all managers and coaches attending the meetings and be responsible for getting information to those not in attendance.
8. Not consider any trades after orientation unless requested by the parents or legal guardian of the player. Such a request shall be submitted in writing to the Board of Directors through the Vice President of Baseball Operations.
9. Be responsible for the welfare and well-being of all players in their respective division; shall receive, prior to the draft, medical release forms from the Registrar for distribution to the managers.
10. Assist in signups and tryouts.
11. Be responsible with the League Scheduler and Board of Directors for preparing the season’s game and preseason practice schedules.
12. List all players at tryouts in numerical sequence, and provide this list to all managers (list to include name, age, and experience in organized baseball). This list shall be used at the draft; if a player drops, so does the number and shall not be re-issued to another player.

13. Establish date, time, and location of draft with managers, President, Executive Vice President, Registrar and Secretary. Provide each manager with a list of all eligible players.
14. Establish dates for Tournament Team voting, pursuant to the Bylaws. Prepare ballots and screening for ineligible players. Meet with each team in the division to explain voting procedure and supervise teams voting. Tally ballots after all teams have voted to establish selected Tournament Team players.
15. Be responsible for providing any personnel from their division for any field work parties.
16. Attend tournaments to assist with their respective divisions.
17. Be a member of the Board of the Directors.

The Division Player Agent of each division shall:

1. Uphold League rules pursuant to the Bylaws, League Policies and Procedures.
2. Undertake special assignments as directed by the President or Vice Presidents, or League Player Director.
3. Assist President or Vice Presidents in determining game cancellation and notify managers of the same.
4. Be responsible for distribution, League rulebooks, and divisional rules to all managers at orientation or before.
5. Know and understand rules of their respective division and be responsible for enforcement of these rules.
6. Hold a minimum of two meetings with Managers and Coaches prior to the season to go over the rules of their divisions. Must maintain a list of all managers and coaches attending the meetings and be responsible for getting information to those not in attendance.
7. Not consider any trades after orientation unless requested by the parents or legal guardian of the player. Such a request shall be submitted in writing to the Board of Directors through the Vice President.
8. Be responsible for the welfare and well-being of all players in their respective division; shall receive, prior to the draft, medical release forms from the Registrar for distribution to the managers.
9. Assist in signups and tryouts.
10. Be responsible with the League Scheduler and Board of Directors for preparing the season's game and preseason practice schedules.
11. List all players at tryouts in numerical sequence, and provide this list to all managers (list to include name, age, and experience in organized baseball). This list shall be used at the draft; if a player drops, so does the number and shall not be re-issued to another player.
12. Establish date, time, and location of draft with managers, President, Executive Vice President, Registrar and Secretary. Provide each manager with a list of all returning players on the team as provided by the Registrar; screen list for all players who have dropped or are ineligible players; review draft rules with manager as noted in the Bylaws; said rules cannot be changed without an amendment to the Bylaws.
13. Establish dates for Tournament Team voting, pursuant to the Bylaws. Prepare ballots and screening for ineligible players. Meet with each team in the division to explain voting procedure and supervise teams voting. Tally ballots after all teams have voted to establish selected Tournament Team players.
14. Be responsible for providing any personnel from their division for any field work parties.

15. Attend tournaments to assist with their respective divisions.
16. Be a member of the Board of the Directors.

The Safety Officer shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Be a member of the Board of Directors.
3. Conduct safety training for all managers prior to the season.
4. Ensure all teams have a first aid kit.
5. Ensure proper insurance is provided for by the league.
6. Be an auxiliary member of the Board of Directors.
7. Ensure all managers/ coaches have current Live Scan checks prior to practice / games begin.

The Umpire Coordinator shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Be responsible for establishing, coordinating and conducting umpire training clinics. These clinics will serve to certify a group of umpires for use during our league games.
3. Be responsible for scheduling of umpires for each Pinto, Mustang, Bronco, and Pony Division games.
4. Notify the Board of Directors of estimated umpire fees at the March board meeting.
5. Coordinate with the Treasurer for payments to be issued to umpires.
6. Inform umpires of any cancellations, or rescheduling due to weather, or forfeits for other reasons.
7. Be an auxiliary member of the Board of Directors

The Compliance Officer shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Be responsible for reviewing the Bylaws, League Policies and Procedures, League Playing Rules, and Code Of Conduct and ensure the league is following and staying within the established guidelines.
3. Be responsible for making recommendations to the Executive Board to update the Bylaws, League Policies and Procedures, League Playing Rules, and Code Of Conduct when needed.
4. Ensure the disciplinary polices are enforced and the correct process, procedures and timeframes are followed.
5. Coordinate board to ensure all board members are following established guidelines.
6. Ensure all league disciplinary actions are recorded and filed with the league.
7. Be a member of the Board of Directors.

The Snack Bar Director shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.

2. Be responsible for the upkeep of the snack bar including repairs, operation, cleanliness, and availability when teams are playing.
3. Work closely with the Team Parent Director and Volunteer Coordinator to schedule snack bar volunteer shifts.
4. Be responsible for opening and closing schedules as necessary.
5. Oversee and train Snack Bar Supervisors and Snack Bar Purchasing Assistants to help run the snack bar.
6. Be responsible for keeping snack bar in operation until all League functions are completed, including Tournament play.
7. Request Board of Directors approval prior to the purchase of any equipment.
8. Arrange for the repair of any snack bar equipment in an emergency situation, subsequently informing the Board of Directors of the required action.
9. Purchase the necessary supplies to keep the snack bar well stocked with movable merchandise.
10. Be responsible for securing people to run the snack bar, and be responsible for their performance.
11. Have the right to purchase supplies according to a method decided by the Board of Directors, and will be responsible for recommending amounts needed for: Cash on hand for change, and Cash on hand for the purchase of supplies.
12. Be responsible for getting nightly cash and receipts to the Treasurer for deposit. This may be done by any means agreeable to both the Snack Bar Manager and the Treasurer.
13. Be a member of the Board of Directors.

The Snack Bar Supervisor shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Be responsible for the upkeep of the snack bar including repairs, operation, cleanliness, and availability when teams are playing.
3. Be responsible for training and supervising volunteers in the snack bar under the direction of the Snack Bar Director.
4. Be responsible for opening and closing schedules as necessary.
5. Be an auxiliary member of the Board of Directors

The Snack Bar Purchasing Assistant shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Be responsible for purchasing of all food, drink and supplies to stock the snack bar under the direction of the Snack Bar Director.
3. Be responsible for opening and closing schedules as necessary.
4. Be an auxiliary member of the Board of Directors

The Fundraising/Sponsorship Director shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Work with the division Team Parent Chairpersons to coordinate any help required from the parents in the League.

3. Arrange for deposit of fundraising proceeds and payment of any invoices with the Treasurer.
4. Work with the Executive Officers to announce the dates of fundraising efforts.
5. Oversee and guide the efforts of the Sponsorship and Fundraising Coordinators.
6. Work with the Team Parent Coordinator for the distribution and collection of the unsold fundraising materials and money.
7. Notify the President and Executive Board of any manager, coach, or team parent whom refuses to participate in a fundraising event sale or is late in returning unsold items or money.
8. Arrange for obtaining incentive prizes and awards for most items sold and distribute it.
9. Keep the Board of Directors informed, through the President, of the sale throughout and at the conclusion of the fundraiser sale.
10. Arrange for deposit of the proceeds of the fundraiser and payment of any invoices with the treasurer.
11. Arrange for sponsorship awards to be purchased and distributed to all sponsors.
12. Be a member of the Board of Directors.

The Fundraising/Sponsorship Coordinators shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Work with the division Team Parent Chairpersons to coordinate any help required from the parents in the League.
3. Arrange for deposit of fundraising proceeds and payment of any invoices with the League Fundraising/Sponsorship Director and Treasurer.
4. Work with the Executive Officers to announce the dates of fundraising efforts.
5. Work with the Team Parent Coordinator for the distribution and collection of the unsold fundraising materials and money.
6. Notify the League Fundraising/Sponsorship Director and Executive Board of any manager, coach, or team parent whom refuses to participate in a fundraising event sale or is late in returning unsold items or money.
7. Arrange for obtaining incentive prizes and awards for most items sold and distribute it.
8. Keep the Board of Directors informed, through the President, of the sale throughout and at the conclusion of the fundraiser sale.
9. Arrange for deposit of the proceeds of the fundraiser and payment of any invoices with the treasurer.
10. Be an auxiliary member of the Board of Directors.

The League Uniform Director shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Organize, and conduct the selection on team uniforms.
3. Oversee and guide the Division Uniform Coordinators and assist the Spirit Wear Coordinator.
4. Review and update the League Vendor Forms to establish our uniform needs and criteria.
5. Contact and send vendors the league vendor forms to request a uniform quote for the season and All Star Teams.
6. Present findings to the board for a vote to select the uniform and spirit wear vendors.

7. Work closely with Team Parents and Managers, and Board Members to verify the uniform order is correct before sending it to the selected vendor (includes player name and number). Establish the process to collect and verify all information.
8. Organize the uniform distribution process.
9. Be a member of the Board of Directors.

The Division Uniform Coordinator shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Organize, and conduct the selection on team uniforms for each division.
3. Under the direction of the League Uniform Director work closely with Team Parents and Managers, and Board Members to verify the uniform order is correct before sending it to the selected vendor (includes player name and number). Establish the process to collect and verify all information.
4. Under the direction of the League Uniform Director Organize the uniform distribution process.
5. Be an auxiliary member of the Board of Directors.

The Spirit Wear Coordinator shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Organize, and conduct the selection on sprit wear items for the league.
3. Develop new ideas for spirit wear, make recommendations to the board of directors.
4. Work with the Team Parent Director, League Uniform Director, and Volunteer Coordinator to set up and establish the times and dates to sell league spirit wear, determine the number of volunteers needed to staff for each day and give that number to the Team Parent Director and Volunteer Coordinator.
5. Be an auxiliary member of the Board of Directors.

The Team Parent Director shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Organize, and conduct a pre-season team parent meeting.
3. Be responsible for any team parent training.
4. Work with the Fundraising/Sponsorship and Events Coordinators to ensure parent participation.
5. Act as a liaison between the parents, team parent, and the league, on behalf of The Board.
6. Work with the Secretary to ensure parent participation in the scheduling of Picture Day.
7. Work with the Snack Bar Coordinator to ensure parent participation in the scheduling of the snack bar duties.
8. Be a member of the Board of Directors.

The Public Relations/Events Coordinator shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures..

2. Research and present ideas to the Board of Directors for programs and events to promote Rocklin Youth Baseball.
3. Organize and oversee such programs and events, working in conjunction with the Fundraising/Sponsorship Coordinator as needed.
4. Organize Opening and Closing Day Ceremonies.
5. Coordinate Opening and Closing Day Ceremonies with the Team Parent Coordinator and Manager Liaison for parent and team participation.
6. Be an auxiliary member of the Board of Directors.

The Volunteer Coordinator shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Update the League Volunteer Process each year.
3. Collect all volunteer forms and checks.
4. Provide an accurate spreadsheet and checks to the Finance Director.
5. Create, monitor and update the volunteer shifts for the league.
6. Notify the Treasurer weekly of the number of checks to be returned or destructed after volunteer shifts has been completed.
7. Be an auxiliary member of the Board of Directors.

The Website Director shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Create and maintain the League Website.
3. Keep all registered players updated in the website.
4. Post all team rosters in the website.
5. Keep all current news information current in the website.
6. Post information to the website that the Board of Directors deems to be pertinent.
7. Be a member of the Board of Directors.

The League Information Director shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Create and distribute information to the League.
3. Act as the central source of information to and from the league.
4. Distribute incoming league emails to the appropriate board members.
5. Keep the league calendars current and update.
6. Work closely with the Website Director, Executive Board and Scheduler to maintain the league schedule and update game changes.
7. Be a member of the Board of Directors.

The League Scheduler shall:

1. Uphold League rules pursuant to the Bylaws, and League Policies and Procedures.
2. Create and maintain the League Schedules.

3. Work closely with the Website Director, Executive Board and Scheduler to maintain the league schedule and update game changes.
4. Notify the Executive Board of any schedule or game conflicts.
5. Identify and note all school functions and holidays before preparing the league schedule.
6. Be an auxiliary member of the Board of Directors.

EXHIBIT "B"

STANDARDS OF FIELD CONDUCT

1. Discipline of players between managers and coaches shall be consistent. Emphasis should be placed first on sportsmanship and second on the fundamentals of baseball.
2. Discipline to the degree required to preclude injuries from horseplay, arguments, and non-baseball-related incidents is essential. Safety regarding equipment, use of bats, batted balls, etc., must be continually stressed.
3. Managers must report all injuries to the parents and Division Player Agent, League Player Director, and/or Safety Officer after a practice or game. In the event of serious injury, or injury requiring a player to leave a game or practice, an incident report must be submitted.
4. The players are the managers and coaches responsibility during practice sessions and scheduled activities. A member of the coaching staff is expected to be present at the time the manager specifies and remain until the last child has been handed off to their parents. Parents are responsible before and after the specified practice and game times. A parent or adult representative responsible for each player must attend practice for Pinto and below.
5. A manager should terminate practice sessions to provide adequate time for all your players to return home prior to dark at any practice facility or location that does not have lights. Become familiar with player backgrounds and distances they must travel.
6. Please observe the NO SMOKING AND ALCOHOL restrictions on all parks and school campuses.
7. Managers and coaches seldom have the advantage to see a play better than an umpire. Respect their judgment and abide by all the rules and regulations of league play. Instill this attitude in your players as well. Encourage good sportsmanship, good health habits, and self-confidence. Recognize improvement in play and good performance as often as you can. Correct that which requires improvement.
8. Foul language, bad temper, and poor behavior will not be tolerated.
9. When any manager, coach or player is ejected for a flagrant offense such as use of obscene or indecent language or an assault upon any one on the field, the Board representative will forward full particulars to The Board within forty-eight (48) hours, in accordance with the bylaws.

10. When a manager, coach or player is ejected from a game, they shall leave the field immediately and take no further part in that game. They must not sit in the stands and may not be recalled.

11. After written information by either or all parties involved has been reviewed, The Board will require such member to appear before them. The Board will impose penalties, as they feel justified.

12. Any player, manager, coach, or member, who becomes involved in any altercation and will be suspended or removed from the League.

BYLAWS

OF

**ROCKLIN PONY YOUTH BASEBALL
(A California Public Benefit Corporation)**