

**HIGH POINT PONY, INC.  
BY-LAWS**

**ARTICLE 1 – NAME**

This organization shall be known as the “High Point Pony, Inc.,” hereinafter referred to within these bylaws as the “Local League.”

**ARTICLE II – OBJECTIVE**

**SECTION 1**

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

**SECTION 2**

To achieve this objective the Local League will provide a supervised program under the Rules and Regulations of Pony Baseball Incorporated. All the Local League’s Directors, Officers and Members shall bear in mind that 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(c)(3) of the Internal Revenue Code, the Local League may operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball games. 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.

**SECTION 3**

To seek objectives that are exclusively charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provisions of these articles, the Local League will not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

**ARTICLE III – MEMBERSHIP**

**SECTION 1**

**Eligibility.** Any person sincerely interested in active participation to further the objective of this Local League may apply to become a Member.

## SECTION 2

**Classes.** There shall be the following classes of Members:

(a) **Player Members.** Any player candidate meeting the requirements of Pony Baseball shall be eligible to compete for participation. Player Members shall have no rights, duties or obligations in the management or in the property of the Local League.

(b) **Regular Members.** Any adult person actively interested in furthering the objectives of the Local League may become a Regular Member. The secretary shall maintain the roll of membership to qualify voting members.

Only Regular Members in good standing are eligible to vote at General Membership Meetings. All Officers, Board Members, Committee Members, Managers, Coaches, and other elected or appointed officials must be active Regular Members in good standing.

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

(c) As used hereinafter, the word "Member" shall mean a Regular Member unless otherwise stated.

## SECTION 3

**Other Affiliations.**

(a) Members, whether Regular or Player, shall not be required to be affiliated with another organization or group to qualify as members of the Local League.

## SECTION 4

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

(a) The Board of Directors, by a two-thirds (2/3) vote of those present at any duly constituted Board meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class, including managers and coaches, when the conduct of such person is considered detrimental to the best interests of the Local League and/or Pony Baseball, Incorporated. The Member involved shall be notified of such meeting, informed of the general nature of the charges and given an opportunity to appear at the meeting to answer such charges.

(b) The Board of Directors shall, in case of a Player Member, give notice to the manager of the team for which the player is a Player Member. If an appeal is desired, said manager shall appear or communicate via email, in the capacity of an adviser, with the player before the Board of Directors or the Executive Committee. The player's parent(s) or legal guardian(s) may also be present. The Board of Directors shall have full power to suspend or revoke such player's right to future participation by two-thirds (2/3) vote of those present at any duly constituted meeting where a quorum is present.

## ARTICLE IV – GENERAL MEMBERSHIP MEETINGS

### SECTION 1

**Definition.** A General Membership Meeting is any meeting of the membership of the league (including Special General Membership Meetings as described within Section 7). A minimum of one (1) per year (Annual Meeting, see Section 6) is required.

### SECTION 2

**Notice of Meeting.** Notice of each General Membership Meeting shall be delivered personally, electronically or by mail to each Member at the last recorded address at least ten (10) days in advance of the meeting, setting forth the place, time and purpose of the meeting. In lieu of the above methods, notice may be given in such form as may be authorized by the Members, from time to time, at a regularly convened General Membership Meeting.

### SECTION 3

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

### SECTION 4

**Absentee Ballot.** For the expressed purpose of accommodating a Regular Member in good standing who cannot attend the Annual Meeting, or any General Membership Meeting at which new Board members will be elected, an absentee ballot may be requested and obtained from the Secretary of the League by any individual who is a member, as defined within Article III – Membership. The absentee ballot shall be properly completed, signed and returned in a sealed envelope to the Secretary prior to the date of the election. The Secretary shall present all absentee ballots to the Election Chairman (appointed at the meeting) on the date of the meeting, prior to the voting portion of the election process.

### SECTION 5

**Annual Meeting of the Members.** The Annual Meeting of the Members of the Local League shall be held within one week of the end of the fall ball season at a location to be determined no less than eleven (11) days prior to such meeting for the purpose of electing new Members, electing the Board of Directors, receiving reports, reviewing the Constitution, appointing committees, and for the transaction of such business as may properly come before the meeting. If circumstances warrant, the Annual Meeting may be delayed by the President but must take place no later than November 30th to ensure the reasonable change of officers by December 1<sup>st</sup> as per these by laws

The Membership shall receive at the Annual Meeting of the Members of the Local League a report, verified by the President and Treasurer, or by a majority of the Directors, showing:

- (1) The condition of the Local League, to be presented by the President or his/her designate;
  - (2) A general summary of funds received and expended by the Local League for the previous year, the amount of funds currently in possession of the Local League, and the name of the financial institution in which such funds are maintained;
  - (3) The whole amount of real and personal property owned by the Local League, where located, and where and how invested;
  - (4) For the year immediately preceding, the amount and nature of the property acquired, with the date of the report and the manner of the acquisition, the amount applied, appropriated or expended, and the purposes, objects or persons to or for which such applications, appropriations or expenditures have been made;
- (b) At the Annual Meeting, the Members shall determine the number of Directors to be elected for the ensuing year and shall elect such number of Directors. The number of Directors elected shall be not less than seven (7) and no more than thirteen (13).
- (c) After the election of the Board of Directors, the Board shall meet to elect the President. After the election, the Board of Directors shall assume the performance of its duties. The Board's term of office shall continue until its successors are elected and qualified under this section.
- (d) The Officers of the Board of Directors shall include, at a minimum, the President, one or more Vice Presidents, Treasurer, and Secretary.

## **SECTION 6**

**Special General Membership Meetings.** Special General Membership Meetings of the Members may be called by the Board of Directors or by the Secretary or President at their discretion. Upon the written request of no fewer than ten (10) Members, the President or Secretary shall call a Special General Membership Meeting to consider the subject specified in the request. No business other than that specified in the notice of the meeting shall be transacted at any Special General Membership Meeting. Such Special General Membership Meeting shall

be scheduled to take place not less than ten (10) days after the request is received by the President or Secretary.

## **SECTION 7**

**Rules of Order for General Membership Meetings.** Robert's Rules of Order shall govern the proceedings of all General Membership Meetings, except where same conflicts with these Bylaws.

## **ARTICLE V – BOARD OF DIRECTORS**

### **SECTION 1**

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

### **SECTION 2**

**Increase in Number.** The number of Board of Directors so fixed at the Annual Meeting may be increased at any General Membership Meeting or Special Meeting of the Members. If the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent General Membership Meeting. All elections of additional Directors shall be by majority vote of all Regular Members present or represented by a properly executed and signed absentee ballot filed with the Secretary prior to the election meeting.

### **SECTION 3**

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

### **SECTION 4**

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

(a) The President may, whenever they deem it advisable, shall at the request in writing of five (5) Directors, issue a call for a Special Board Meeting. In the case of Special Board Meetings, such notice shall include the purpose of the meeting and no matters not so stated may be acted upon at the meeting.

(b) Notice of each Board meeting shall be given by the President personally, electronically or by mail to each Director at least three (3) days before the time appointed for the meeting to the last recorded address of each Director.

(c) Five (5) members of the Board of Directors shall constitute a quorum for the transaction of business. If a quorum is not present, no business shall be conducted.

(d) Only members of the Board of Directors may make motions and vote at meetings of the Board of Directors. However, the Board of Directors may invite, admit and recognize guests for presentations or comments during Board meetings.

## **SECTION 5**

**Duties and Powers.** The Board of Directors shall have the power to appoint such standing committees as it shall determine appropriate and to delegate such powers to them as the Board shall deem advisable and which it may properly delegate.

The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Local League as it may deem proper, provided such rules and regulations do not conflict with these Bylaws.

The Board shall have the power by a two-thirds (2/3) vote of those present at any regular Board or Special Board Meeting to discipline, suspend or remove any Director or Officer or Committee Member of the Local League in accordance with the procedure set forth in Article III, Section 4 (a, b).

## **SECTION 6**

**Rules of Order for Board Meetings.** Robert's Rules of Order shall govern the proceedings of all Board of Directors meeting, except where same conflicts with these Bylaws of the Local League.

# **ARTICLE VI – DUTIES AND POWERS OF THE BOARD**

## **SECTION 1**

**Appointments.** The Board of Directors may appoint such other officers or agents as it may deem necessary or desirable, and may prescribe the powers and duties of each. Appointed officers or agents shall have no vote on actions taken by the Board of Directors unless such individuals have been elected to the Board by the membership or have been elected to fill a vacancy on the Board. Each year upon taking office the President shall determine with the Board the titles, roles and responsibilities for officers to ensure the orderly operations of the league. At a minimum, there shall be a President, Vice President, Secretary and Treasurer.

## **SECTION 2**

**President.** The President shall:

(a) Conduct the affairs of the Local League and execute the policies established by the Board of Directors.

- (b) Present a report of the condition of the Local League at the Annual Meeting.
- (c) Communicate to the Board of Directors such matters as deemed appropriate, and make such suggestions as may tend to promote the welfare of the Local League.
- (d) Be responsible for the conduct of the Local League in strict conformity to the policies, principles, Rules and Regulations of Pony Baseball, Incorporated, as agreed to under the conditions of charter issued to the Local League by that organization.
- (e) Designate in writing other officers, if necessary, to have a power to make and execute for/and in the name of the Local League such contracts and leases they may receive and which have had prior approval to the Board.
- (f) Investigate complaints, irregularities and conditions detrimental to the Local League and report thereon to the Board or Executive Committee as circumstances warrant.
- (g) Prepare and submit an annual budget to the Board of Directors and be responsible for the proper execution thereof.

### **SECTION 3**

**Vice President.** The Vice President shall:

- (a) Perform the duties of the President in the absence or disability of the President, provided he or she is authorized by the President or Board so to act. When so acting, the Vice President shall have all the powers of that office.
- (b) Perform such duties as from time to time may be assigned by the Board of Directors or by the President.

## **SECTION 4**

**Secretary.** The Secretary shall:

- (a) Be responsible for recording the activities of the Local League and maintain appropriate files, mailing lists and necessary records.
- (b) Perform such duties as are herein specifically set forth, in addition to such other duties as are customarily incident to the office of Secretary or as may be assigned by the Board of Directors.
- (c) Maintain a list of all Regular, Directors and committee members and give notice of all meetings of the Local League, the Board of Directors and Committees.
- (d) Keep the minutes of the meetings of the Members, the Board of Directors and the Executive Committee, and cause them to be recorded in a book kept for that purpose.
- (e) Conduct all correspondence not otherwise specifically delegated in connection with said meeting and shall be responsible for carrying out all orders, votes and resolutions not otherwise committed.
- (f) Notify Members, Directors, Officers and committee members of their election or appointment.

## **SECTION 5**

**Treasurer.** The Treasurer shall:

- (a) Perform such duties as are herein set forth and such other duties as are customarily incident to the Office of Treasurer or may be assigned by the Board of Directors.
- (b) Receive all monies and securities, and deposit same in a depository approved by the Board of Directors.
- (c) Keep records for the receipt and disbursement of all monies and securities of the Local League, including the Auxiliary, approve all payments from allotted funds and draw checks therefore in agreement with policies established in advance of such actions by the Board of Directors. All disbursements must bear the signature of either the President, the Treasurer or a member of the Executive Committee.
- (d) Update P&L analysis, under the direction of the President, for submission to the Board of Directors at the Annual Meeting.
- (e) Prepare an annual financial report, under the direction of the President, for submission to the Membership and Board of Directors at the Annual Meeting, and to Pony Baseball.



## **SECTION 6**

**Division Commissioners.** The Division Commissioners shall:

- (a) Record all player transactions and maintain an accurate and up to date record thereof.
- (b) Conduct the tryouts, the player draft and all other player transaction or selection meetings.
- (c) Prepare for the President's signature and submission to Pony Baseball, Inc. team rosters, including players claimed, and the tournament team eligibility affidavit.
- (d) Represent coaches/managers in league;
- (e) Distribute training materials to players, coaches and managers;
- (f) Ensure all managers and coaches in division have submitted and passed a background check.
- (g) Must submit via email, managerial candidates to the Board of Directors for approval.
- (h) Notify Pony Baseball, Inc. of any subsequent player replacements or trades.
- (i) Approved Team Managers must submit assistant coach candidates for approval to Division Commissioner.

## **SECTION 7**

**League Information Officer.** The League Information Officer shall:

- (a) Manage the league's home page (site authorized by Pony Baseball, Inc.);
- (b) Manage the online registration process and ensure that league rosters are maintained on the site;
- (c) Assign administrative rights to league volunteers and teams;
- (d) Ensure that league news and scores are updated on a regular basis;
- (e) Collect, post and distribute important information on League activities including direct dissemination of fund-raising and sponsor activities to Pony Baseball, Inc., district, public, league members and media.

## **ARTICLE VII – EXECUTIVE COMMITTEE**

## **SECTION 1**

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

## **SECTION 2**

The Executive Committee shall advise with and assist the Officers of the Local League in all matters concerning its interests and the management of its affairs, and shall have such other powers as may be delegated to it by the Board, but in no event, will the Executive Committee have authority over the Board of Directors.

## **SECTION 3**

At any meeting of the Executive Committee, a majority of the total number of members then in office shall constitute a quorum for the transaction of business, and the act of a majority present at any meeting at which there is a quorum shall be the act of the Committee.

# **ARTICLE VIII– AFFILIATION**

## **SECTION 1**

**Charter.** The Local League shall annually apply for a charter from Pony Baseball, Inc. and shall do all things necessary to obtain and maintain such charter. The Local League shall devote its energies to the activities authorized by such charter.

## **SECTION 2**

**Rules and Regulations.** The Official Playing Rules and Regulations as published by Pony Baseball, Inc. shall be binding on this Local League.

## **SECTION 3**

**Local Rules, Ground Rules and/or Bylaws.** The local rules, ground rules and/or bylaws of this Local League shall be adopted by the Board of Directors at a meeting to be held not less than one month previous to the first scheduled game of the season, but shall in no way conflict with the Rules, Regulations and Policies of Pony Baseball, Inc., nor shall they conflict with these Bylaws. The local rules, ground rules and/or bylaws of this Local League shall expire at the end of each fiscal year, and are not considered part of these Bylaws. (See Article XI, Section 7 for fiscal year of this league.) Local rules, ground rules and bylaws shall be posted on the league's web pages and made available upon request to any league members. All managers, coaches and umpires will receive a copy of the local rules and ground rules as well as the PONY Baseball rules one month prior to the start of the season.

## ARTICLE IX – FINANCIAL AND ACCOUNTING

### SECTION 1

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

### SECTION 2

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

### SECTION 3

**Solicitations.** The Board shall not permit the solicitation of funds in the name of High Point, Inc. unless all of the funds so raised be placed in the Local League treasury.

### SECTION 4

**Disbursement of Funds.** The Board shall not permit the disbursement of Local League funds for other than the conduct of Pony Baseball activities in accordance with the rules, regulations and policies of Pony Baseball, Inc. All disbursements shall be made by check, cash or credit card. All checks shall be signed by the Local League Treasurer and such other officer or officers or person or persons as the Board of Directors shall determine.

### SECTION 5

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

### SECTION 6

**Deposits.** All monies received, including Auxiliary Funds, shall be deposited to the credit of the Local League in an account located with a local bank or at such bank as the Local League may designate from time to time.

### SECTION 7

**Fiscal year.** The fiscal year of the Local League shall begin on November 1 and shall end on the following October 21.

**SECTION 8**

**Distribution of Property upon Dissolution.** Upon the dissolution of the Local League, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Local League, dispose of all of the assets of the Local League exclusively for the purposes of the Local League in such manner or to such organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue law) as the Directors shall so determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Local League is then located, exclusively for such purposes or to such corporation or corporations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE X – AMENDMENTS**

This Constitution may be amended, repealed or altered in whole or in part by a majority vote at any duly organized meeting of the members provided notice of the proposed change is included in the notice of such meeting. Draft of all proposed amendments shall be submitted to Pony Baseball, Incorporated, for approval before implementation. This Constitution was approved by the High Point Pony, Inc. Membership on December 5<sup>th</sup>, 2017.

<u>Michael Barnes</u>	_____	<u>12/05/2017</u>
_____ President’s Name (Print)	_____ President’s Signature	_____ Date
_____ Pony Baseball ID No.	_____ Federal ID No. (if available)	_____ State ID No.(if available)