

BYLAWS

Article I – Name

The name of the corporation shall be known as **SW Portland Little League**, which shall be organized as an Oregon non-profit public benefit corporation with members, in accordance with the Oregon non-profit corporation laws. The corporation shall continuously maintain its corporate standing with the State of Oregon.

Article II – Objective

2.1 **Objective.** The objective of the **SW Portland Little League** shall be to instruct or train individuals for the purpose of improving or developing their capabilities of baseball and softball as well as implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage, teamwork and respect for authority.

2.2 **Method; Restrictions.** To achieve this objective, **SW Portland Little League** will provide a supervised program under the Rules and Regulations of Little League Baseball, Incorporated. All Directors, Officers and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. In accordance with Section 501(c)(3) of the Internal Revenue Code, **SW Portland Little League** shall operate exclusively as a non-profit educational organization providing a supervised program of competitive baseball and softball 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 the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

Article III – Territorial Boundaries

The boundaries of **SW Portland Little League**, having been firmly established and approved by Oregon District 4 Little League, and by Little League Baseball, Incorporated, will continue to exist without changes. Proposed changes to the existing boundaries may be suggested, but must be approved by the **SW Portland Little League** Board of Directors and by Oregon District 4 and finally approved by Little League Baseball, Incorporated. New players who may have moved into League boundaries or did not participate in the previous season must be referred to the Player Agent of the corresponding division for eligibility verification.

Article IV – Membership

4.1 **Qualifications.** Any person eighteen (18) years or older, sincerely interested in active participation to further the objective of **SW Portland Little League** may become a Member.

4.2 **Other Affiliations.** Members shall not be required to be affiliated with another organization or group to qualify as Members of **SW Portland Little League**. Members should not be actively engaged in the promotion and/or operation of any other baseball/softball program. No **SW Portland Little League** Board Member will hold a concurrent board position with another District 4 league.

4.3 **Termination.** Membership may be terminated by resignation or by action of the Board of Directors. The Board of Directors, by a two-thirds vote of those present at any duly constituted meeting, shall have the authority to discipline or suspend or terminate the membership of any Member of any class when the conduct of such person is considered detrimental to the best interests of **SW Portland Little League** and/or Little League Baseball/Softball. 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.

4.4 **Fees.** Fees for participation in League activities may be assessed from time to time by the Board of Directors, but at no time may payment of any fee be a prerequisite for participation in **SW Portland Little League**.

Article V – Meetings

5.1 **Annual Meeting.** The Annual Meeting of the Members of **SW Portland Little League** shall be held on the second Sunday in October of each year, or such time thereafter as a quorum can be achieved, for the purpose of electing a Board of Directors, receiving reports, and for the transaction of such business as may properly come before the meeting. The Membership shall receive at the Annual Meeting a report verified by the Treasurer or by a majority of the Directors, showing the whole amount of real and personal property owned by **SW Portland Little League**, where located, and where and how invested, the amount and nature of the property acquired during the year immediately preceding, the date of the report and the manner of the acquisition; the amount applied, appropriated or expended during the year immediately preceding such date, and the purposes, objects or persons to or for which applications, appropriations or expenditures have been made. A copy of such report shall be forwarded to the District 4 Administrator.

5.2 **Notice of Annual Meeting.** Notice of the Annual Meeting shall be mailed or otherwise delivered to each Member at the last recorded address at least fourteen (14) days in advance thereof setting forth the place, time and purpose of the meeting; or in lieu thereof, notice may be sent by e-mail to the last known e-mail address of any Member or otherwise given in such form as may be authorized by the Members, from time to time, at a regularly convened meeting.

5.3 **Special Meetings.** The President or the Secretary may, whenever it is deemed advisable, or the Secretary shall, at the request in writing of five (5) Board Members, issue a call for a special meeting of the Members. Notice of each meeting shall be given by the Secretary to each Member either by mail at least five (5) days before the time appointed for the meeting to the last recorded address of each Member, or by telephone or e-mail at least forty-eight (48) hours preceding the meeting. In case of special meetings, such notice shall include the purpose of the meeting and matters not so stated may not be acted upon at the meeting. No other business than that specified in the notice of the meeting shall be transacted at any special meeting of the Members.

5.4 **Quorum.** The presence in person of twenty (20) Members shall be necessary to constitute a quorum at a Membership meeting.

5.5 **Voting.** Only Members present at a meeting shall be entitled to vote.

5.6 **Rules of Order.** Roberts' Rules of Order may govern the proceedings of all meetings at the discretion of the President or the designated chairperson, except where some conflicts with the Bylaws or **SW Portland Little League**.

Article VI – Board of Directors

6.1 **Board and Number.** The management of the property and affairs of **SW Portland Little League** shall be vested in the Board of Directors. The number of Board Members shall not be less than five (5). The Directors upon election shall immediately enter upon the performance of their duties and shall continue in office until their successors have been duly elected and qualified. Each term of office is for one year. Board Members may serve without limitation of the number of terms.

6.2 **Annual Election and Term of Office.** At each Annual Meeting, the Members shall elect/select the Board of Directors by majority vote of all Members present, assuming that a quorum is present.

6.3 **Vacancies.** If any vacancy occurs in the Board of Directors, by death, resignation or otherwise, the position may be filled by a majority vote of the remaining Board Members.

6.4 **Meetings, Notice, and Quorum.** Regular meetings of the Board of Directors shall be held concurrently with the Annual Meeting and on a day/time/place thereafter determined by the Board for the purpose of conducting official League business. The President may call a special meeting of the Board upon reasonable prior notice to the Board and the Members, which may be by e-mail. The presence in person of one-third ($\frac{1}{3}$) of the Board Members shall be necessary to constitute a quorum. All Board meetings are open to any interested person of **SW Portland Little League**. There shall be no closed Board meetings. All Board Members must be present to vote; there will be no absentee or proxy ballots at any meeting. Unless otherwise expressly stated in these Bylaws, all Board action shall be by majority vote.

6.5 **E-mail Voting.** The President may call for a vote of the Board by e-mail by sending notice to the Board by mail or e-mail describing with specificity the matter to be voted upon. Board Members may register their vote by e-mail or other written response to the President no later than three business days after issuance of the notice for an e-mail vote. A quorum shall exist if one-third ($\frac{1}{3}$) of the Board Members vote on the matter, and approval shall be by majority vote. Any matter approved or rejected by e-mail vote shall be memorialized on the record and in the minutes of the next regularly-scheduled Board meeting, and any Member in attendance at such meeting wishing to address the Board on the matter may do so.

6.6 **Duties and Powers.** The Board of Directors shall be responsible for the overall management and operation of the League. The Board may adopt such motions, resolutions, rules and regulations for the conduct of its meetings and the management and operation of **SW Portland Little League**, as it may deem proper. The Board shall have the power by a two-thirds vote of those present at any regular or special meeting to discipline, suspend, or remove any Director of **SW Portland Little League** in accordance with the procedure set forth in Section 4.3.

6.7 **Composition of the Board.** The Board of Directors of **SW Portland Little League** shall consist of a President; two Vice Presidents for Softball; one Vice President for each of Majors/Juniors Baseball, AAA Baseball, AA Baseball, A Baseball, and Tee-Ball; a Secretary; a Treasurer; two Player Agents; a Safety Officer; a Purchasing Agent; a Fields Coordinator; a Sponsors Coordinator; a Coaching Coordinator; a Uniform Coordinator; a Communications Officer and an Umpire in Chief. A single person may hold no more than two Board positions; however, any person holding more than one Board position shall have only one vote. The responsibilities of the Directors are as follows:

President. The President shall be the principal executive officer of the League and shall, when present, preside at all meetings of the Members and of the Board of Directors. In his/her absence, the President may select any Member of the Board to chair the meeting; in the absence of a selection, the Secretary shall chair the meeting. The President shall assume full responsibility for the operation of **SW Portland Little League** and shall supervise all business and affairs, the baseball and softball programs, funds and the acquisition and management of all property of **SW Portland Little League**. The President shall sign, with the Secretary or any other designated officer of the corporation authorized by the Board of Directors, any and all documents or instruments on behalf of **SW Portland Little League**, and shall perform all duties incident to the office of President and such other duties as may be prescribed in these Bylaws or by mail and other communications from Little League headquarters, and shall ensure that League personnel are properly briefed on all phases of rules, regulations and policies of Little League Baseball/Softball. The President will present a report of the condition of **SW Portland Little League** to the Members at the Annual Meeting. The President will be notified and have knowledge of all complaints being investigated, irregularities and conditions detrimental to the League and report thereon the Board of Directors as circumstances warrant. The President (along with the appropriate Player Agent and Vice President) will examine all player applications and proof-of-age documents of every player candidate and certify to residence and age eligibility before the player may be accepted for tryouts and selection.

Vice Presidents. The seven Vice Presidents shall work with other officers and committee members in administering their respective divisions and shall be responsible for organizing and supervising the managers and coaches, and the baseball/softball program for their division. The responsibilities of each Vice President shall include, but not be limited to, the following: to recommend appointment of managers and coaches; to work with the Coaching Coordinator in training meetings of managers and coaches; registration of players and assignment of teams; to verify the schedule of games and roster of players; to be present at sign-ups, try-outs, and other League functions; to work with the Umpire in Chief to assist in the establishment and administration of the umpire program (AAA level and above only); to schedule umpire training sessions in coordination with the Umpire in Chief as required (AAA level and above only); to enforce proper conduct of adults, including parents, managers, coaches or other fans; to assist the Safety Officer to insure proper protective gear is used; to assist in recruitment of new volunteers; and to act on other assignments or duties as assigned by the President.

Secretary. The Secretary shall be responsible to keep the official minutes of meetings of the Board of Directors; to see that all notices are duly given in accordance with the provisions of the League Bylaws or as required by State of Oregon law; to cause the League to continue its good standing with the State of Oregon by preparing with the President and filing the annual report and statement required by law prior to the delinquency date; to obtain and keep current the **SW Portland Little League** charter from Little League Baseball, Incorporated; to keep and maintain a current list of the names and addresses of all Directors, Members and Officers of **SW Portland Little League**; to assist the President and Player Agents in determining the eligibility of player members by checking birth records and other legal documents; to perform all duties normally incident to the office of Secretary; and to perform all other duties as assigned by the President or by action of the Board of Directors. A copy of all minutes and resolutions shall be filed with the President, and voted on at any ensuing Board of Directors meetings, and shall be available to any Director, Officer or Member requesting a copy.

Treasurer. The Treasurer shall receive, receipt for when necessary, have charge and custody, preserve and safeguard all funds received by **SW Portland Little League** from any source whatsoever; assist the Sponsors Coordinator in the preparation of statements to the sponsors and the collection of sponsor fees; deposit all funds in a bank account as directed by the Board of Directors; make and preserve a faithful record of all receipts and disbursements of such funds; make regular reports to the Board of Directors on all receipts and expenditures and the amount and nature of the funds in the possession and custody of the Treasurer and provide a photocopy of the monthly bank statement with each report. No Director, Officer committee person or Member shall have authority to incur any indebtedness on behalf of **SW Portland Little League** and the Treasurer shall not pay out or otherwise disburse any funds of the League except when authorized to do so by a general or special resolution enacted by the Board of Directors or as approved by the President and one of the Vice-Presidents or other Board Member designated by the Board of Directors. The Treasurer shall perform all duties incident to the office of Treasurer and such other duties as may be assigned by the President or by action of the Board of Directors. The books and records of the Treasurer should be available for audit at least once a year and at such other times as the Board of Directors may determine in a manner prescribed by the Board.

Player Agents. There shall be two Player Agents – one for Softball and one for Majors/Juniors/AAA Baseball. The Player Agents shall be in charge of recruiting and signing up players, including late signups when necessary; shall assist the Vice Presidents in the conduct of annual tryouts and a player selection process; shall be primarily responsible for determining the eligibility of players by checking birth records and other legal documents; and shall generally supervise and coordinate the transfer of players to or from the various leagues within **SW Portland Little League** according to the regulations of the International Little League Operations Manual and District 4 Operations/Rules and procedures adopted by the Board of Directors. The Player Agents shall conduct all trades between teams within any division using a player selection process, at the recommendation of the President or of the Vice President of said division. The Player Agents shall assist the Vice Presidents in the duties as assigned by the President or by action of the Board of Directors.

Safety Officer. The Safety Officer shall establish safety policies and procedures and take reasonable steps to assure that the policies and procedures are known, understood, and practiced by the players and adult volunteers; be responsible for the implementation of A Safety Awareness Program (ASAP); provide and maintain in force such liability, medical and other insurance as the Board shall authorize and approve; make recommendations to the Purchasing Agent in replacement of equipment as needed; make first aid training available to all volunteers who request it and maintain first aid supplies; and arrange with the President an annual training meeting for managers and coaches by implementing Little League's Prevention and Emergency Management Program. The Safety Officer shall investigate all accidents, analyze the causes and related factors, recommend corrective and preventative measures, and assist the President in processing and handling all claims made under the insurance carried by the League by forwarding a report on all injuries and claims to Little League headquarters and to the District Administrator. The Safety Officer shall keep the Board of Directors informed of any actions pending against the League.

Purchasing Agent. The Purchasing Agent shall be in charge of procurement and storage of all equipment and supplies; acquisition, storage, control and assignment of uniforms and equipment; and shall make periodic inspections to ensure that equipment and uniforms are maintained in good order. As needed, the Purchasing Agent may recommend to the Board of Directors an increase in sponsor fees as deemed necessary for the good of **SW Portland Little League**. Other duties may be assigned by the President or by action of the Board of Directors.

Fields Coordinator. The Fields Coordinator will plan for and oversee maintenance and improvements to the fields used by **SW Portland Little League** for games and practice, except for the fields at Alpenrose, and coordinate with Portland Parks and Recreation and the Portland School District for maintenance and improvements to the fields that they control that are used by **SW Portland Little League** for practice and games. The Fields Coordinator also shall be responsible for scheduling of games, including makeup games; and shall, at the direction of the Board, develop plans and obtain quotes for improvements to or maintenance of the League's fields that is beyond the abilities of League volunteers. The Fields Coordinator also will develop the practice, regular season, and post season schedules for baseball/softball in conjunction with the Vice President for each level, and will attend interlock and post season scheduling meetings as required to develop the game and practice schedule for the League.

Sponsors Coordinator. The Sponsors Coordinator will be responsible for the goodwill of **SW Portland Little League** to the sponsors of the League, including the billing and collection of sponsor fees; development of a sponsorship program; preparation of all statements to the sponsors in conjunction with the Treasurer; arranging for delivery of team pictures to sponsors; and maintenance of sponsor information on the League website.

Coaching Coordinator. The Coaching Coordinator shall be responsible for training all managers and coaches for all divisions of **SW Portland Little League** in the fundamentals of baseball/softball so that all volunteer managers/coaches are instructing all players participating in the same division the same playing techniques. The Coaching Coordinator will work with each Vice President in scheduling coaching clinics and procure a place to offer instruction. The Coaching Coordinator will develop a training manual for each division and add to/take from these training manuals as deemed necessary.

Umpire in Chief. The Umpire in Chief shall be responsible for locating, training, and scheduling umpires for games scheduled in Juniors Baseball and Majors and AAA Baseball and Softball. The Umpire in Chief shall keep track of how many games each umpire volunteers for and will submit to the Treasurer a list of volunteer umpires and games completed by them for the purposes of expense reimbursement.

Uniform Coordinator. The Uniform Coordinator shall work with the Purchasing Agent and the Board to identify uniform colors, styles and team name assignments for all League teams, and to acquire and distribute uniforms and caps to the players.

Communications Officer. The Communications Officer is responsible for maintaining the League's website and for managing all communications and marketing functions of the League, both to League players and families and externally, including communications regarding registration, tryouts, schedules, tournaments, Alpenrose Day and other League functions. The Communications Officer shall work with the Sponsors Coordinator to recognize and publicize League sponsors. Together with the President, the Communications Officer shall be responsible for reviewing and approving any third-party requests to distribute communications to League players and families.

Article VII – Officers, Duties and Powers

7.1 **Appointment.** The Board of Directors may appoint, remove and replace Officers of the League at its discretion. Officers need not be Members. Board Members may serve as Officers.

7.2 **Recommended Officers.** The Board shall under normal circumstances appoint at least the following Officers:

Alpenrose Coordinator. The Alpenrose Coordinator shall be responsible for the actions of all **SW Portland Little League** parents/volunteers while games are being played by **SW Portland Little League** teams at the Alpenrose facilities. The Alpenrose Coordinator will assist and assign volunteers for cleanup of the facilities; be responsible for counting money at the concessions for the purpose of retaining the League/District money split, and be responsible for turning those funds over to the Treasurer. The Alpenrose Coordinator will organize and manage the annual Alpenrose Day events.

Fallball Coordinator. The Fallball Coordinator shall be responsible for the administration of the Fall Baseball and Softball Programs and will act on behalf of **SW Portland Little League** as the liaison to District 4 for fall baseball and softball. The responsibilities shall include, but are not limited to the following: to work within the Little League Baseball and Softball guidelines for Training and Development; registration of all players; to work with the President and Treasurer to coordinate finances; to work with the Purchasing Agent to provide uniforms and equipment; scheduling of all games and practice times, including field permits and usage; recommending appointment of managers and coaches; and enforcing proper conduct of all adults, including parents, managers and coaches and other fans at League functions.

Picture Coordinator. The Picture Coordinator shall research and recommend to the Board annually a photographer to take the pictures for all of the League teams. Once the photographer is approved by the Board, the Picture Coordinator shall coordinate the photographer and each of the teams in the League to arrive at the appropriate time and place to have their picture taken. The Picture Coordinator shall also work with the photographer to have sponsors' plaques made and with the Sponsors Coordinator to get plaques distributed to the sponsors.

Post Season Coordinator. The Post Season Coordinator shall be responsible for organizing the post season teams for the League including all levels of honors and all-stars. This will include attending District meetings on post season planning, coordinating pictures and rosters for the tournament programs, working with the Fields Coordinator to develop practice schedules for the various post season teams, working with the Purchasing Agent to order post season hats and uniforms, and other duties as required or assigned by the Board.

Player Agent – Lower Divisions. The Player Agent – Lower Divisions will have all the responsibilities of the Player Agents described above, for AA and A baseball, and Tee-ball.

Community Liaison. The Community Liaison is responsible for developing and maintaining the League's relationships with other Little Leagues, community organizations, local businesses, government agencies and similar groups, for the benefit of the League.

Article VIII – Managers, Coaches and Umpires

8.1 **Managers and Coaches.** Team managers and coaches will be selected annually by the President and all selections will be approved by majority vote of the Board of Directors. All managers at the AA level or higher must have managed or coached in **SW Portland Little League** during the previous season. Tournament team managers will be selected by the President and all selections will be approved by majority vote of the Board of Directors at a regular Board meeting. Managers or coaches may be removed by the President upon recommendation of any Vice President for conduct unbecoming to the League.

8.2 **Umpires.** Umpires shall be selected by the President upon the recommendation of the Umpire in Chief, and all selections will be approved by majority vote of the Board of Directors. Each umpire is responsible for his or her assignments and for their actions on the field. Umpires may be removed by the Umpire in Chief for conduct unbecoming to the League at his or her discretion.

8.3 **Board Members as Managers, Coaches or Umpires.** The President may not manage or coach any teams except as specifically authorized by action or resolution of the Board of Directors. The Player Agents may not manage or coach any teams in the sport or divisions for which they are responsible except as specifically authorized by action or resolution of the Board of Directors. Vice Presidents may manage or coach in their own respective division but should be encouraged to manage, coach or umpire in any other division to avoid possible conflicts or complaints of parents or other League volunteers. The President and Player Agents shall not umpire any games, and Vice Presidents shall not umpire in their respective divisions.

Article IX – Committees

The Board shall have the power to appoint such standing committees as it determines appropriate and to delegate such powers to them as the Board deems advisable and which it may properly delegate. The President may appoint committees and recommend to the Board the names of volunteers to serve on those committees, subject to approval by a majority vote of the Board of Directors. The committees may be (but are not limited to) Executive Committee, Nominating Committee, Membership Committee, Budget Committee, Grounds Committee, Equipment Committee, Managers Committee, Umpires Committee, District 4 Committee, Field Procurement Committee, Auxiliary Committee, and Protest Committee. The President will name Chairpersons for each committee and the Board can expect written and/or verbal communication from the Committee Chairpersons with recommendations for consideration. The President shall identify to the Committee Chairperson a task or tasks to be studied. All committee recommendations will be brought to the Board of Directors for approval or disapproval. Committees may consist of a combination of Directors, Officers and/or Members. The President will be a non-voting member of all committees.

Article X – Complaint Process

10.1 **Persons Not Managers, Coaches or Umpires.** All complaints and concerns about individuals (other than managers, coaches and umpires) in the League shall be put in writing and delivered to the President who will investigate all charges. A report will be made to the Board of Directors by the President with his/her recommended resolution. Board approval may or may not be warranted at the discretion of the President. All responses to any complaint/concern or to any incident are recommended to be in writing.

10.2 **Managers and Coaches.** All complaints and concerns about managers/coaches in the League shall be put in writing and delivered to the respective Vice President who will investigate all charges. A report will be made to the Board of Directors by the Vice President with his/her recommended resolution. Board approval may or may not be warranted at the discretion of the reporting Vice President. All responses to any complaint/concern or to any incident are recommended to be in writing. The President will be consulted on all complaints/concerns regarding any manager or coach raised by parents or volunteers.

10.3 **Umpires.** All complaints and concerns about umpires in the League shall be put in writing and delivered to the Umpire in Chief who will investigate all charges. A report will be made to the Board of Directors by the Umpire in Chief with his/her recommended resolution. Board approval may or may not be warranted at the discretion of the Umpire in Chief. All responses to any complaint/concern or to any incident are recommended to be in writing. The President will be consulted on all complaints/concerns regarding any umpire raised by parents or volunteers.

Article XI – Affiliation

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

11.2 **Rules and Regulations.** The Official Playing Rules and Regulations, as published by Little League Baseball, Incorporated, Williamsport, Pennsylvania, shall be binding on **SW Portland Little League**.

11.3 **Local League Rules.** Local rules of **SW Portland Little League** may 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 in the affected division, but shall in no way conflict with the Rules and Regulations of Little League Baseball, Incorporated.

11.4 **Proposed Rule Changes.** Rule changes may be offered at any Board of Directors meeting by any Board Member, Member or volunteer. The proposed rule changes will be given to the appropriate Vice President. At the next scheduled Board of Directors meeting, the Vice President will report on accepting or rejecting the suggestion, and offer reasons for his/her decision. The Board of Directors will then vote to accept or reject the Vice President's report. Proposed rule changes cannot conflict with the Rules and Regulations of Little League Baseball, Incorporated.

11.5 **Other Programs.** **SW Portland Little League** will make other programs available to active League participants of previous seasons if such programs do not conflict with standard game schedules. These programs may include any that are training in nature and where competition is secondary to having fun.

11.6 **Waiver or Payment of Player Expenses.** The President, one Vice President and the Treasurer may unanimously approve expenses necessary to allow participation of **SW Portland Little League** players. These expenses may include payment or waiver of charter extensions, participation fees, field permits or any other fees necessary for participation. Board approval is only necessary when the three Directors cannot unanimously agree and a special Board meeting may be called for that purpose. A reasonable fee may be assessed as a parent's obligation to assure participation.

Article XII – Financial and Accounting

12.1 **Fairness.** The Board of Directors shall decide on all matters pertaining to the finances of **SW Portland Little League** and it shall place all income in a common League treasury, directing the expenditure of same in such manner as will not give to any individual or team an advantage over those in competition with such individual or team.

12.2 **No Favoritism.** The Board of Directors shall not permit the contribution of funds or property to individual teams, but shall solicit same for the treasurer of **SW Portland Little League**, thereby to discourage favoritism among teams and to endeavor to equalize the benefits of **SW Portland Little League**.

12.3 **Use of League Name.** The Board of Directors shall not permit the solicitation of funds in the name of **SW Portland Little League** unless all of the funds raised are placed in the League treasury.

12.4 **Official Business.** The Board of Directors shall not permit the disbursement of funds for other than the conduct of Little League activities or official League business as determined by the Board of Directors, in accordance with the rules and policies of Little League Baseball, Incorporated.

12.5 **No Compensation.** No Director, Officer, or Member of **SW Portland Little League** shall receive, directly or indirectly, any salary, compensation, or emolument from the League for services rendered as a Director, Officer or Member.

12.6 **Check Signing Authority.** All monies received shall be deposited in the League treasury at any financial institution as determine by the Treasurer and all disbursements shall be made by check. All checks shall be signed by the Treasurer or the President. The names and number of any other Board Members allowed to sign checks will be determined by the Board of Directors at a scheduled Board of Directors meeting scheduled sometime after the Annual Meeting of the Members. No Board Member may sign checks may payable to him/her.

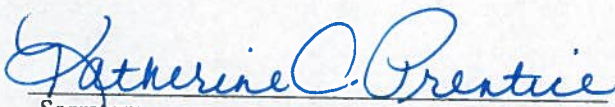
12.7 **Fiscal Year.** The fiscal year of the **SW Portland Little League** shall begin on the first day of November and shall end on the last day of October.

12.8 **Distribution of Property upon Dissolution.** Upon dissolution of **SW Portland Little League**, and after all outstanding debts and claims have been satisfied, the Board of Directors shall direct the remaining property of the League to another non-profit entity which maintains the same objectives as set forth herein, which are or may be entitled to exemption under Section 501(c)(3) of the Internal Revenue Code of any future corresponding provision.

Article XIII – Amendments

These Bylaws may be amended, repealed, or altered in whole or in part by a majority vote at any duly organized meeting of the Members where a quorum is present, provided notice of the proposed change is included in the notice of such meeting. All proposed changes must be submitted to the Secretary so that they can be distributed to the existing Board of Directors prior to the scheduled meeting. Only the Membership can amend, repeal or alter these Bylaws. A draft of all proposed amendments shall be submitted to District 4 and to Little League Baseball, Incorporated, before becoming effective.

These Bylaws approved by **SW Portland Little League** Membership on January 13, 2020.


Secretary


President