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Revised & Adopted February 14, 2006
Revised & Adopted February 10, 2009
Revised & Adopted 14December2010

MIDDLETON BASEBALL & SOFTBALL COMMISSION
*****CONSTITUTION*****

Forward:

The Middleton Baseball & Softball Commission (hereafter designated as "MBSC" in this document) oversees community youth baseball and softball programs for young men and women up to the age 18 and the Middleton Home Talent Program. It retains the sovereign and comprehensive right and responsibility of managing such programs and their associated facilities. The MBSC functions in conjunction with the City of Middleton, to which it answers solely. The MBSC is non-profit in nature and expends its held funds as it deems necessary, without seeking the permission from any body, with the explicit purpose of improving the programs and facilities under it's jurisdiction. MBSC is organized and shall operate on a not-for-profit basis exclusively for charitable, religious, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, and no part of the net earnings of MBSC shall inure to the benefit of any member or individual. It is intended that MBSC shall qualify for the exemptions from federal income and excise taxes provided in Sections 501(a) and 501(c)(3) of the Internal Revenue Code, and for exemption from Wisconsin income and sales taxes, and accordingly any ambiguity in this Constitution and By-Laws shall be construed to conform to the requirements of these provisions.

The MBSC operates under the guidelines set forth by this constitution and by-laws, which is amendable only by the MBSC.

Article I Mission and Objectives:

The mission of the Middleton Baseball & Softball Commission shall be to administer and implement a complete, healthful, meaningful and wholesome community baseball and softball program, which will afford each participant the opportunity to play organized ball, which is dedicated to the highest standards of sportsmanship, fair play and competition.

Article II Eligibility:

Residents of the area encompassed by the existing Middleton-Cross Plains Area school district borders shall be eligible to participate in the program. The MBSC retains the right to limit eligible registrants pursuant to the existing rules, scheduling conflicts, or number of registered applicants, as it deems appropriate each season.

Article III Governing Body:

The Commission shall be composed of a maximum of 19 active members selected as follows:

- a) 9 members elected for two-year terms in the even numbered years.
- b) 10 members elected for two-year terms in the odd numbered years.
- c) All members of the Commission must be eighteen (18) years of age or older and reside within the area defined herein.
- d) The MBSC claims the right to increase the number of members dependent upon the size, scope, and need for expansion of its programs.

- e) Residents of the area defined herein and being 18 years of age and older who are current MBSC members, are eligible to vote in the Commission elections to be held at the annual organizational meeting. Written ballots may be utilized in casting votes. Candidates with the largest majority of the votes cast will be declared winners and immediately installed upon the Commission. In the event of a tie precluding the selection of the proper number of new Commissioners, an immediate run-off election shall be held between the tied candidates involved. The candidate with the largest majority of the votes cast will be declared the winner and immediately installed upon the Commission.
- f) The second Tuesday in October is designated as the Annual Organizational Meeting date. The Secretary will be responsible for seeing that a public notice of the meeting is provided on the MBSC website (www.mbscwi.com) not more than 3 weeks and not less than 5 days in advance of the meeting date.
- g) Vacancies occurring on the Commission as a result of the resignation or expulsion of any Commission member may be filled for the remainder of that Commissioner's term by a candidate elected by a majority vote of the remaining Commission members.
- h) The grounds for expulsion of a Commissioner shall be the conviction of a high crime or misdemeanor or misbehavior in office intending to discredit, degrade or defame the Commission or its program. A simple majority of Commissioners in office must concur in the expulsion.
- i) Person wishing to become Commission members must have actively participated for 1-year in MBSC programs as an associate member, commission member, coach, or volunteer assisting in running programs of the commission.
- j) Members of the Commission are required to attend 65% or 6 meeting per year. October shall mark the beginning of the year for which attendance is recorded. Failure to attend and participate will result in removal as a Commission member and immediately change member status to associate member. Loss of member status for justifiable attendance reasons is appealable to Commission and a majority vote of the remaining Commission members will apply.
- k) Associate members of the Commission are persons who are not actively engaged in regular meetings and general operation of the Commission. Associate members may serve as program directors, attend meetings, provide insight to issues, serve on committees, help with leagues or special events, or coach. Associate members do not have meeting attendance requirements. Associate members are not eligible to vote on decision making issues.
- l) Person wishing to become members or associate members must make those intensions to the Commission at the September meeting.
- m) Mandatory attendance of persons wishing to become members or associate members is required at the October organizational meeting is required.

Article IV Officers:

The officers of the Commission shall be: President, Past President, Vice-President, Secretary and Treasurer(s). They shall be elected by and from the Commission in an open session following the Annual Organizational Meeting. A majority vote of the total Commission membership is required for election to office.

Terms of service for the offices of President, Past President, Vice-President, Secretary shall be two years. There shall be no limits on the term of service for the Treasurer(s).

The offices of the President, Past President, and Vice-President shall rotate after each two year term has been completed.

- President shall become Past President
- Vice-President shall become President
- New Vice President shall be elected
- Past President shall be released as an officer.

Should any of these rotational officers resign from the Commission or chose not to continue service a new officers shall be elected.

Article V Empowerment:

The Commission shall sit as an executive body with full power to make such rules and regulations as are necessary to fulfill its mission and objectives. It shall possess administrative power to determine disputes arising from within the program and to inquire into the conduct of any and all participants or officials tending to degrade, defame or discredit the program. The Commission shall also have power to enact such measures necessary and proper to achieving the objectives of the program. In all cases, the decision of the Commission is final. It is not within the authority or powers of any official or group of officials to suspend any Constitutional Provision or By-Law, except in accordance with the procedures provided for herein. The Commission shall co-operate with the City of Middleton and exercise those powers entrusted it.

In conjunction with all previously listed functions, right, and responsibilities, the MBSC shall be empowered to:

- a) Appoint ad-hoc committees to carry out previously unlisted projects.
- b) Explore access to and/or purchase/lease of facilities, including real estate properties to utilize for the betterment of Middleton Baseball/Softball programs.

Article V Quorum:

In all matters, a simple majority of the Commission shall constitute a quorum.

Article VII Functional Organization:

The Commission shall function as a Committee of the Whole to deal with all activities such as rules, scheduling, team organization, registration, official assignments, equipment, publicity, etc.

Specific tasks may be delegated to one or more members of the Commission that will function as a Committee in order to more effectively implement these related functions.

The Commission shall appoint from its membership, a League Director for each league in the program. This official will serve as the point of contact between the Commission and that league.

Article VIII Meetings:

The MBSC shall hold monthly meetings, scheduled for the evening of the second Tuesday of the month, at 7:30 PM at a place determined by the duly elected President.

Regular meeting will be held monthly, except in June, July and August when the season is in process. The president may designate the need for further, additional meetings as they see fit.

All board members must be personally notified within 24 hours in advance of such meeting via electronic announcement from the president. No official meeting of any kind may be held unless a quorum is present. Amendments, supplements or revisions to the Constitution can neither be passed nor formally proposed at a special meeting. All meetings shall be open to the public. All meetings are to be conducted under Roberts Rule of Order.

Article IX Public Notice:

Official notices and publication is through the MBSC website at www.mbscwi.com.

Article X Non Discrimination:

The MBSC does not discriminate as to age, race, religion, sex or national origin.

Article XI Receipts & Disbursements:

All receipts shall be made to the Treasurer and shall be deposited at a financial institution selected by the MBSC. All disbursements shall be made by check after approval by the Commission, except in the case of an emergency, at which time purchases may be authorized by the President. All receipts shall then be presented to the Treasurer for approval by the Commission.

The Treasurer shall maintain a current accounting to be utilized for a final year-end statement covering the entire calendar year. An annual income and expense breakdown shall be prepared by the Treasurer of all income and expenses, by league, and by major category of expenditures. Commissioners of each program will present to the Treasurer comprehensive statements in November so that the Treasurer may prepare year-end statements in December. The fiscal year of the MBSC shall be the calendar year.

Article XII Amendments:

The Constitution and By-Laws may be amended by a concurring vote of a majority of the Commission. Amendments must be filed in writing at a regularly scheduled meeting, but may not be voted on or enacted until the next regularly scheduled meeting.

Article XIII By-Laws:

All permanent rules, regulations and policies of the Commission shall be set forth in the By-Laws.

Article XIV Liability Protection and Legal Counsel:

- a) All MBSC members shall at all times be covered by a comprehensive standard form liability insurance policy insuring each member against acts of negligence arising from their conduct as a MBSC member and causing third party personal injury or property damage, which policy shall provide coverage of not less than \$1,000,000 for each occurrence. Such coverage shall be provided and paid for by the MSBC.
- b) All MSBC members shall at all times be covered by a standard form automobile liability insurance policy of no less than \$100,000/\$300,000.
- c) If in the judgment of the MBSC, all available insurance is or may be insufficient to cover the risk(s) presented, or legal counsel is not otherwise available to defend and represent the MBSC or any of its members, the MBSC may retain and pay for its own counsel.

Article XV Dissolution:

In the event of dissolution of this organization, no assets shall be returned to any of the officers, directors, or MBSC members but shall be disposed of in a manner consistent with Section 501(c)(3) of the Internal Revenue Code after paying or making provisions for payment of all liabilities of MBSC, including but not limited to another organization exempt under Section 501(c) of the Internal Revenue Code, or to the federal government or a state or local government for a public purpose.

BY-LAWS

Section I League Organization – Leagues shall be known and organized on an age and ability basis, structured as follows:

- a) Baseball
1. Instructional Ages 7 and 8, , in the year of registration. as defined in Cal Ripken Jr rules.
 2. Little Bucks Ages 9 and 10, in the year of registration as defined in Cal Ripken Jr rules.
 3. Pepper League Ages 11 and 12, , in the year of registration as defined in Cal Ripken Jr rules.
 4. Cal Ripken Jr Ages 9-12, in the year of registration or as required by Cal Ripken Jr rules.
 5. Babe Ruth Ages 13, 14 and 15 in the year of registration or as required by Babe Ruth Rules.
 6. Triple A Ages 13, 14 and 15 in the year of registration or as required by Babe Ruth Rules.
 7. American Legion Ages 16, 17, and 18, in the year of registration as required by American Legion Rules.
 8. Home Talent According to eligibility specified by Home Talent League Rules.
 9. CYO, etc. – In the event any community organization sponsors an approved league team, such as CYO, for league competition desiring to use Middleton equipment and facilities, such use and participation shall be subject to the supervision and control of the Commission and eligibility shall be according to the specifications of the governing league.
- b) Softball
1. Little Brewers Ages 6-9 as of Jan 1, in the year of registration
 2. Cardinal Ages 9-10 as of Jan 1, in the year of registration
 3. South Central – U10 Ages 9-10 as of Jan 1, in the year of registration
 4. Minor Recreational Ages 11-12 as of Jan 1, in the year of registration
 5. South Central – U12 Ages 11-12 as of Jan 1, in the year of registration
 6. Junior Recreational Ages 13-14 as of Jan 1, in the year of registration
 7. South Central – U14 Ages 13-14 as of Jan 1, in the year of registration
 8. Senior Recreational Must be in high school
 9. South Central – U16 Ages 15-16 as of Jan 1, in the year of registration
 10. South Central – U18 Ages 17-18 as of Jan 1, in the year of registration

Section II Team Organization:

- a) Teams in Section I shall be rostered by the number of players deemed appropriate by the MBSC in accordance with registrations received and facility availability. Insofar, as possible and practicable, the teams will be evenly balanced in terms of age and ability.
- b) Traveling teams representing Middleton shall be selected and designated in accordance with guidelines set forth by the MBSC and overseen by appropriate league directors.

Section III Registration:

The Commission will establish the opening and closing dates for player registration. The secretary will be responsible for seeing that public notice of the open registration dates is publicized on the MBSC website with supplemental notices provided in local newspapers, schools, radio, etc. The registration

procedure consists of establishing proof of residency and age, completing a contract form, payment of fees and obtaining the consenting signature of parent of guardian in the case of minors.

- a) The Commission will annually establish a schedule of registration fees based on the level of participation.
- b) The Commission may determine and decide in individual cases and extenuating circumstances, to permit late registrations: team and player assignment and reassignment; and waiver of fees or age requirements.

Section IV Scheduling:

All league game schedules will initially be drawn up by the Commission working as the Field Scheduling Committee in cooperation with the City of Middleton Parks and Recreation Department. Thereafter the league directors will be responsible for implementing the game schedule and coordinating any necessary revisions (postpones, rescheduled or make-up games).

- a) It will be the responsibility of the Commission in cooperation with the City of Middleton Parks and Recreation Department to assure that all diamonds are available and properly prepared for scheduled games.
- b) It is the responsibility of the team manager, coaches and players to care for equipment and grounds, at home or away, with the utmost respect.
- c) League directors will be responsible for updating and publicizing league standings at regular intervals and to declare the league's winning team at the end of the season.
- d) The league director must receive the endorsement of the Commission before scheduling tournaments, all-star games, play-offs or other such special events on Middleton facilities, but this shall not prevent the league director from entering and participating in such activities away from Middleton. No team manager, coach, player or person other than league directors or Commission members may schedule tournaments, all-star games, play-offs, or other special events, or use Middleton equipment, facilities or its registered players in any such activity or preparation therefore, anywhere except with the express written consent of the Commission. Selection of managers, coaches and team personnel for such special events shall be solely within the discretion of the league director.

Section V Committees:

The MBSC will have the following standing committees.

- a) Coach & Player Development. Committee facilitates the evaluation of coaches and players.
- b) Concession. Committee is responsible for coordinating and overseeing the operation of the concession stand at FFMP. Hires and supervises the Concession manager(s). Sets and approves the menu and pricing of products sold at the concession building. Enters into agreements with vendors that supply products to the concession building. Maintain records of income and expenses and prepares a yearly report to the MBSC.
- c) Field Scheduling. Committee is responsible for scheduling games on the numerous fields under the control of the MBSC. Coordinating, prioritizing, balancing and communicating the many scheduling needs on the limited field available. Electronic scheduling software assists the job of communicating access to fields for games and practice.
- d) Fund Raising. Committee leads the charge in developing strategic partnerships and gathering support from sponsorships and donations. Also oversees collection of yearly commitments from existing sponsors, advertisers, and community service organizations
- e) Pig Roast. Committee is responsible for the successful implementation of MBSC's largest annual fundraising effort. Responsibilities include setting the date, reserving the

- facilities, printing of tickets, food, entertainment, and financial report.
- f) Purchasing. Committee is responsible for the acquisition of all equipment and uniforms for MBSC programs. Committee works with league directors to identify needs and assemble list and specifications for items to be acquired. Committee will issue Request for Proposal of the various items to be acquired. Central purchasing should provide the best prices based on volume and consistency.
 - g) Registration Committee is responsible for the overall success of the registration of MBSC programs. Electronic scheduling software assists the process.
 - h) Safety. Committee is responsible for coordinating safety activities including safe playing facilities, reporting and preventing injuries, ensuring coaches and Commission members have passed a background check, ensuring that insurance for Commission activities and players are in place.
 - i) Technology/Website/Information Committee is responsible for the support and upkeep of the league website and distribution of information through periodic newsletter.
 - j) Tournaments Committee is responsible for coordinating and scheduling support for tournaments, camps or clinics scheduled and supported by MBSC. Committee will assign one MBSC individual to be responsible for the ultimate success of each event. The committee will plan, manage, arrange for proper volunteer support in conjunction with the Volunteer and Concession Committees.
 - k) Volunteer. Committee is responsible for coordinating the efforts of parents and other volunteers in various capacities to assist in the functioning of the Commission and its programs and activities.

The MBSC claims the right to increase the number of committees dependent upon the responsibilities and duties, size, scope, and need for expansion. In the event that a commission member(s) desire to add another committee, said member(s) shall present a description of the committee(s) along with the responsibilities and duties of the committee(s) to the MBSC for consideration. The MBSC and its members will consider and vote on this committee(s) at the next scheduled MBSC meeting.

Section VI Responsibilities of MBSC members and support staff

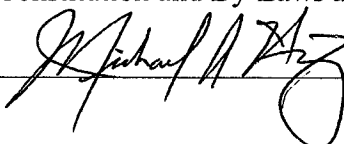
- a) MBSC members. MBSC full time members are expected to attend 65% of the regularly scheduled meetings, chair one of the committees and participate on another committee, be the director for one of the tournaments or special events hosted by MBSC. Members are required to pass a background check.
- b) MBSC League director. The league director provides leadership and direction for the program. The Director will ensure that the league adheres to the national/state/local rules and policies as set forth in MBSC referenced documents. The director will coordinate and provide leadership in player selection, coach selection, prepare and submit league rosters and fee, prepare and adhere to league budgets, equipment and uniform maintenance/distribution, league schedules, umpire scheduling and payment, problem resolution with constituents, and maintenance and retention of official records.
- c) MBSC President. President shall be responsible for the overall operation of the MBSC and shall preside at all meetings, set the agenda, see that the commission adheres to the rules, by-laws and policies in referenced documents.
- d) MBSC Vice President. Vice President shall see that the commission adheres to the rules, by-laws and policies in referenced documents. Shall work together with the President to sustain the day-to-day operations of MBSC. Shall assume the responsibilities of the president in the event the president is not available.

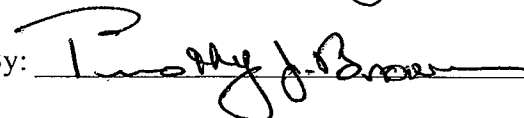
- e) MBSC Past President. Past President shall assist the President in carrying out the duties of the president and providing continuity with past Commission activities. Shall assume the responsibilities of the vice president in the event the vice president is not available.
- f) MBSC Secretary. Secretary shall contact all MSBC members and notify them of meetings and provide an agenda as generated by the President. The Secretary shall record and publish the minutes of all meetings, maintain an official record of all Commission meetings and activities, maintain the official roster of officers, committee chairs, and league directors.
- g) MBSC Treasurer(s) Treasurer shall be responsible for maintaining fiscal integrity and assumes responsibility for all commission finances, shall sign checks and disburse funds as approved or as necessary to meet the routine costs-of-business. The treasurer shall prepare a yearly financial report and submit required documents to IRS.
- h) Coaches MBSC head coaches must be leaders who recognize that they hold a position of trust and responsibility in a program that deals with sensitive and formative periods of a child development. Coaches are required to fill out an application to volunteer to coach and pass a background check.
- i) Team Representative. The team representative assumes a variety of tasks designed to ensure the smooth running of the team off the field. This individual works closely with the head coach to determine the exact duties. Typical duties may include preparation of player and parent roster, phone and Email tree, assist in distribution and collection of uniforms, schedule parent participation at concession stand(s), and other needs of the team.

Section VII General:

No individual acting in an official capacity, at any scheduled game, is permitted to smoke or drink alcoholic beverages on the field. Managers, coaches and players shall conduct themselves so as to always reflect the highest degree of sportsmanship. The Commission will, upon receiving reports of foul language or unsportsmanlike behavior, from umpires, managers or coaches, take necessary action it deems appropriate. This action may range from reprimand to suspension. Team managers have the authority to enforce the rules of conduct expected from their players.

This Constitution and By-Laws are revised and adopted on the 14th day of December, 2010.

By:  President
 Title

By:  Vice President
 Title