

## **ARTICLE 1 - BOARD OF DIRECTORS, EXECUTIVE COMMITTEE & STAFF**

### **A. BOARD OF DIRECTORS**

1. The Pleasanton Girls Lacrosse Club (PGLC) Board of Directors shall be comprised of a minimum of the following members: President, Vice President, Treasurer and Secretary.

2. The Board of Directors shall manage the operation of PGLC and shall establish and implement PGLC policy, rules and procedures. The Board of Directors shall also promote and execute all duties necessary for the proper management of PGLC. Each Director shall have the authority to manage the office assigned and may add to his or her staff all assistants as deemed necessary. No approval for assistants by a majority of the Board of Directors is necessary.

3. The Board of Directors shall be responsible for and have the sole authority for being familiar with, interpreting, implementing and enforcing the Constitution and By-Laws of PGLC and all applicable Rules and Regulations of the Associations with which PGLC is affiliated.

4. The Board of Directors shall have the right and authority to suspend, bar completely or otherwise discipline any team, player, coach, manager, team assistant, Club official or any other person associated with the operation and management of PGLC.

5. The Board of Directors shall appoint as many members to its Board as deemed necessary for the management of PGLC. Members shall perform duties in a timely manner and have responsibilities as described in the PGLC Job Description for their position.

6. **President:** The President shall chair and conduct all meetings of the Board of Directors and shall cast a vote only in the case of a tie. The President shall execute all documents on behalf of PGLC after approval of the Board of Directors. The President shall also appoint representatives to other than standing committees, boards and other functions, which affect PGLC. In the event one or more Board of Director positions become vacant, the President shall nominate a replacement for the vacant Board of Director position(s). The nominee will become a member of the Board upon majority vote. The President will also review all Board of Director job descriptions yearly.

7. **Vice President :** In the absence of the President, the Vice-President shall preside at meetings of the Board of Directors. The Vice President shall retain a vote while presiding at meetings in the absence of the President. The Vice President shall also chair all committees and sub-committees.

8. **Treasurer:** The Treasurer shall collect all revenue directed to PGLC, shall give all receipts for all revenue collected and shall deposit all revenue collected in a recognized bank in the name of PGLC. The Treasurer shall manage the accounting books, financial documents and checks in the name of PGLC. The receipt book, vouchers and accounting

ledger shall be properly balanced and produced when requested by the Board of Directors. The Treasurer shall make monthly and annual financial reports to the Board of Directors, and will produce the final annual budget. The Treasurer shall be responsible for preparing any and all documents pursuant to the Articles of Incorporation and tax exemption status of PGLC, and will work with all necessary third parties for the proper and timely filing of tax returns. All accounts shall be paid by check. Any check over the amount of \$5,000 shall bear any two (2) signatures of the following positions: Treasurer, Vice-President or President. At no time shall any related parties be the two (2) signatures on a check, regardless to whom the check is payable.

**9. Secretary:** The Secretary shall provide timely notice of and the agenda for all PGLC meetings, shall record the attendance and minutes of all meetings of both the Board of Directors and Executive Committee, and shall provide draft copies of the minutes for approval at the next scheduled meeting. The Secretary shall maintain all club correspondence, official documents and guidelines. The Secretary shall chair the Rules and Revisions Committee.

## **B. EXECUTIVE COMMITTEE**

1. The Executive Committee of the Board of Directors shall be elected at the PGLC Annual General Meeting. The term of office shall be as determined by the PGLC Constitution.
2. The officers of the Executive Committee shall be comprised of the President, Vice President, Secretary and Treasurer.
3. The elected officers and the member at large shall constitute the Executive Committee of PGLC. The Executive Committee, under the direction of the President, shall set forth PGLC policy and implement the policy in the best interest of PGLC. The President shall be the Chief Operating Officer and Chief Executive Officer of PGLC. The President shall report to the Board of Directors at regular monthly meetings.
4. The Executive Committee will produce the yearly budget and present the budget to the voting members of the Board of Directors for approval. Approval of the voting members of the Board of Directors is necessary. If the budget is not acceptable to the voting members of the Board of Directors, the budget shall be returned to the Executive Committee with Board of Directors' recommendations for adjustments. The adjusted budget shall again be presented to the voting members of the Board of Directors for approval.
5. If an Executive Committee member violates the Constitution or governing by-laws of PGLC, NCJLA, US Lacrosse or other lacrosse related governing bodies, the remainder of the Executive Committee shall be empowered to remove said Executive Committee member by ballot vote after a proper hearing. A new member will be nominated and elected to office within 45 days of the vacancy. The election will be called for by any remaining members of the elected officials. A member of the Executive Committee or

appointed Board of Directors may be removed by two-thirds (2/3) vote of the Board of Directors.

6. When an Executive Committee member's term is completed, the Board of Directors shall determine if the Executive Committee member is to be given a vote of confidence and re-nominated for a new term. A vote of confidence by the Board of Directors shall be done without the person to be nominated or re-nominated present. Discussion should be open and frank. When the Board of Directors decides to nominate or re-nominate an Executive Committee member, the members of the Board of Directors are encouraged to vote for that candidate during elections at the Annual General Meeting.

7. The Executive Committee shall meet whenever the President deems it necessary or if the President is instructed to do so by two (2) or more members of the Executive Committee. Minutes of the discussion of this meeting shall be distributed to the Board of Directors.

## **ARTICLE 2 - STANDING COMMITTEES**

The following standing committees and others as needed shall be appointed by the President yearly, if necessary: The Committee Chairpersons shall prepare a report of the duties, responsibilities, goals and accomplishments at the AGM.

- 1. Rules and Revisions Committee:** This Committee shall review and recommend changes to the PGLC Constitution and By-Laws.
- 2. Protest, Appeals and Disciplinary Committee:** This Committee shall review all matters regarding subject actions pertaining to PGLC.
- 3. Audit Committee:** This Committee shall review, twice annually, all financial records pertaining to PGLC General Fund and Field Fund for correctness of records and appropriateness of expenditures. At least one meeting will be held for the express purpose of auditing the Annual Cash Flow Report. The Committee shall report findings to the Board of Directors.
- 4. Scholarship Committee:** In conjunction with the DoC, this Committee shall review for approval all requests for training scholarships.

## **ARTICLE 3 – MEMBERSHIP**

Any applicant for membership in PGLC shall submit yearly, with the appropriate fee(s):

1. Properly completed registration form.

2. Upon initial registration proof of place and date of birth.

#### **ARTICLE 4 – MEETINGS**

Regular meetings of the Board of Directors will be held monthly. Minutes shall be kept and distributed. When urgent matters arise which require immediate action, the appropriate Board member shall canvass all Board members by telephone or e-mail. After presentation and discussion of the matter(s), the appropriate Board member shall poll and record each member's vote. A majority of the Board shall constitute authority for the appropriate Board Member to proceed as directed. Such matters shall be an item of business at the next regularly scheduled board meeting. Anyone wishing to speak before the Board must notify the Board of Directors in writing, by the first of the month in which they wish to appear. Request should be sent to the official mailing address of PGLC. The agenda for regular meetings may be as follows:

1. Call to Order
2. Roll Call
3. Acceptance of Minutes
4. Introduction of Guests
5. Staff Reports
6. Unfinished Business
7. New Business
8. Member's Reports
9. Good of Game
10. Adjournment

#### **ARTICLE 5 – QUORUM**

At all meetings of the Board of Directors, fifty percent (50%) of the Board of Directors' membership shall constitute a quorum for the transaction of business. It is strongly recommended that all Board members attend a minimum of nine (9) Board meetings annually or reconsider his/her position on the Board.

#### **ARTICLE 6 – COMMUNICATION**

The Club Web Page, special mailings or e-mail shall be the official communication vehicles for the membership of PGLC.

#### **ARTICLE 7 - SEASONAL YEAR**

To be determined by the respective Associations.

#### **ARTICLE 8 - PROTEST AND APPEALS**

1. Only violations of the Constitution and By-Laws or misapplication of the "Laws of the Game" shall be proper subjects to be considered for action.

2. Protest or Appeals are to be in writing and delivered to the Chairman of the Protest, Appeals and Disciplinary Committee within two (2) calendar days of the action being protested or appealed. The fee of \$25.00 or must accompany the Protest or Appeal and will be returned if the committee votes to uphold the Protest or Appeal. Any decision rendered by this Committee may be appealed to the full Board of Directors.

3. In the matter of Protest and Appeals, no person associated with the operation of PGLC shall invoke the aid of the courts of any state or of the United States without first exhausting all available remedies within the appropriate lacrosse organization.

#### **ARTICLE 9 - FINANCIAL RESPONSIBILITY**

PGLC shall not assume, nor be liable for, the debts and/or the financial responsibilities, either implied or incurred, of any Player, Coach, Manager, Team Assistant, Club Official or Referee from any Member Team, Club or Organization without prior approval of the PGLC Board of Directors.

#### **ARTICLE 10 - LIABILITY PROTECTION**

The Executive Committee shall insure all officers of the PGLC Board of Directors and officials of member teams are covered against personal liability claims. Coverage shall be obtained from US Lacrosse or privately obtained liability insurance for performing acts and duties directly related to the work of PGLC.

#### **ARTICLE 11 – DISSOLUTION**

Should PGLC be dissolved, all assets remaining after payment of all debts shall be distributed as directed by the Executive Committee to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for the purpose of the development of youth lacrosse.

#### **ARTICLE 12 - RULES OF ORDER**

Robert's Rules of Order shall be deemed as adopted at all meetings of PGLC, unless otherwise agreed to by the participants, insofar as such rules are not inconsistent with or in conflict with the Constitution and By-Laws of PGLC or of any organization with which PGLC is affiliated.