

# Liberty Lacrosse Club By-Laws

Revised & Approved 9/27/17

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## **Article I - Name and Office**

### **Section 1.01 Name**

The name of the organization shall be *LIBERTY LACROSSE CLUB* (herein referred to as the Club). The Club is a non-profit organization -- 501c(3).

### **Section 1.02 Office**

The Club may have its principal office or other offices at such place or places, within the State of Washington, as the Board of Directors may in their discretion provide.

## **Article II - Members & Meetings**

### **Section 2.01 Members**

The Club Members shall be one parent (or guardian) of each student athlete currently involved in the Club's lacrosse activities. Club members may also include community members who are active volunteers as approved by the Board of Directors.

### **Section 2.02 Annual Membership Meeting**

The annual meeting of Club Members shall be held during the month of September each year, on a date selected by the President for the purpose of electing the Board of Directors and for the transaction of such other business as may come before the meeting.

### **Section 2.03 Special Meetings**

Special meetings of the Club Members for any purpose or purposes, unless otherwise prescribed by statute, may be called by the President or by the respective Board of Directors, or shall be called by the President at the request of any three (3) Club Members or at the request of any two (2) Directors.

### **Section 2.04 Place of Meeting**

The Board of Directors may designate the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. In the absence of a designation by the Board of Directors, the President may designate the place of meeting.

### **Section 2.05 Notice of Meeting**

Written, electronic posting, or printed notice stating the place, day, and hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten nor more than fifty days before the date of the meeting. It will be delivered personally, via email, or by US mail, by the direction of the President, Secretary, or officer or persons calling the meeting.

**Section 2.06 Proxies**

At all meetings of Club Members, a member may vote by proxy executed in writing by the member or by his or her duly authorized attorney in fact. Such proxy shall be filed with the Secretary before or at the time of the meeting. No proxy shall be valid after one (1) month from the date of its execution unless otherwise provided in the proxy.

**Section 2.07 Quorum**

There must be at least ten (10) members present in person, or by proxy, for the purpose of electing the Board of Directors.

**Article III. Board of Directors**

**Section 3.01 General Powers**

The business and affairs of the Club shall be managed by its Board of Directors.

**Section 3.02 Number, Tenure, and Qualifications**

The number of Directors should not be more than eleven (11) and not less than five (5). Directors shall be elected at the annual meeting of Members, and the term of office of each Director shall be until the next annual meeting of Members and the election and qualification of his or her successor. Directors must be Members of the Club.

**Section 3.03 Regular Board Meetings**

Regular meetings of the Board of Directors shall be held without notice, other than provided by these By-Laws, after the annual meeting of Association Members. The Board of Directors may provide, by resolution, the time and place for holding additional regular meetings without other notice than such resolution.

**Section 3.04 Special Meetings**

Special meetings of the Board of Directors may be called by or at the request of the President or any member of the board.

**Section 3.05 Notice**

Notice of any Directors' meeting shall be given at least 48 hours before the time fixed for the meeting, by written notice delivered personally or emailed.

**Section 3.06 Quorum**

A minimum of five (5) Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than five Directors are present at a meeting, then meeting can continue – but no voting can occur. Directors present at the meeting can adjourn the meeting until further notice.

**Section 3.07 Board Decisions**

The act of the Directors present at a meeting at where a quorum is present shall be the act of the

Board of Directors. In the event of a tie vote, the President shall have the deciding vote.

**Section 3.08            Vacancies**

Any vacancy occurring in the Board of Directors, including any vacancy to be filled by reason of an increase in number of Directors, may be filled by the affirmative vote of a majority of the Directors. A Director elected to fill a vacancy shall be elected for a term of office until the next annual membership meeting of Club members and the election and qualification of his or her successor.

**Section 3.09            Compensation**

No compensation shall be paid to any Director for their services as member of the Board of Directors.

**Section 3.10            Removal of Directors**

Any Director can be removed, with or without cause, by an affirmative vote of a majority of the members of the club at any regular or special meeting.

**Article IV.            Officers**

**Section 4.01            Officers**

The Club Officers shall be President, Vice President, Secretary, and Treasurer and such officers shall be the Executive Board of Directors. Co-officers, with the exception of Treasurer, may fill each office. Each with a voice & vote at meetings.

**Section 4.02            Election and Term of Office**

The Officers of the Board of Directors shall be elected by all members of the Board of Directors. Each Officer shall hold office until his or her successor has been duly elected or until he or she resigns or is removed in the manner hereinafter provided.

**Section 4.03            Removal**

Any Officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors, whenever in its judgment, the best interests of the Club would be served thereby.

**Section 4.04            Vacancies**

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the remainder of the term of the position.

**Article V. Contracts, Loans, Checks, and Deposits**

**Section 5.01            Contracts**

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club, and such authority may be general or confined to specific instances

**Section 5.02                    Loans**

No loans shall be contracted on behalf of the Club and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors.

**Section 5.03                    Checks, Drafts, or Orders**

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Club shall be signed by such respective officer or officers, agent or agents of the Club, and in such manner as shall from time to time be determined by resolution of the Board of Directors.

**Section 5.04                    Deposits**

All income received by the Club shall be promptly deposited to the credit of the Club in such banks, trust companies, or other depositories selected by the Board of Directors.

**Article VI.                    Coaches**

No coach shall be eligible to coach for the Club if such coach has a child on the team being coached, unless approval has been given by the Board of Directors. Youth head coaches, high school assistant & high school head coaches can be paid a stipend, at the discretion of the board.

**Article VII.                    Certificates**

No certificate shall be issued to any member.

**Article VIII.                    Fiscal Year**

The fiscal year of the Club shall be September 1 - August 31.

**Article IX.                    Waiver of Notice**

Whenever any notice is required to be given to any Member or Director or the Club under the provisions of these By-Laws or under the provisions of the Articles of Incorporation or under the provisions of law, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time slated therein, shall be deemed equivalent to the giving of such notice.

**Article X.                    Amendments**

These by-laws may be amended or repealed and new bylaws may be adopted by agreement of a majority of the Board of Directors at a regular or special meeting.