

**BY-LAWS OF THE  
SEATTLE METROPOLITAN YOUTH LACROSSE ASSOCIATION  
Adopted December 1, 2011**

**Mission Statement**

Seattle Metropolitan Youth Lacrosse Association (SMYLA) encourages, cultivates, and develops the interest in and appreciation of the sport of lacrosse.

We are committed to promoting, organizing, and advancing the sport of lacrosse through collaboration with our members to provide quality instruction of lacrosse fundamentals, skills, techniques, and strategies.

We strive to be a resource and foundation for players to continue playing in high school and further, allowing lacrosse to enrich their lives for years to come.

Through a focus on constructive education and personal development, we are committed to providing a framework for players to develop positive social values through their participation in the sport of lacrosse and for players to learn to be productive members of their school and community.

And finally, through organized competition we afford a safe and fun environment and emphasize the development of self-esteem, good sportsmanship, achievement, and affirmative values among players, coaches, parents, and volunteers.

**Article I: Name/Description of Organization**

- A. This organization shall be called the Seattle Metropolitan Youth Lacrosse Association, hereinafter referred to as the "Association," or as "SMYLA."
- B. This Association is a not-for-profit organization and is not formally affiliated with any other entity.

**Article II: Purpose and Objective**

- A. To administer all matters related to the Seattle Metropolitan Youth Lacrosse Association;
- B. To support the Mission Statement and Goals of the Association;
- C. To promote these goals, the Association will work cooperatively with:
  - 1. The Washington State Chapter of US Lacrosse; and
  - 2. The Washington High School Boys Lacrosse Association, and
  - 3. Other Youth Lacrosse Associations and Leagues in the State of Washington.

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### Article III: Seattle Metropolitan Youth Lacrosse Association (SMYLA); General Membership

- A. SMYLA is a group of youth and high school lacrosse programs located in the Seattle Metropolitan Area organized under the terms of these By-Laws and administered by this Association.
- B. The approximate geographic boundary of the Seattle Metropolitan Area is hereby defined for purposes of these By-Laws as being west of Lake Washington, north of Burien (inclusive of the Highline area), south of Lake Forest Park and Shoreline, and east of the Puget Sound, together with Bainbridge Island.
- C. General Membership of the Association shall consist of a single representative from each of the affiliated youth lacrosse programs and each of the affiliated high school programs within the Seattle Metropolitan Area that have agreed to be members of the Association and abide by these By-Laws as administered by this Association.
  1. In the instance where a program includes both youth and high school teams, the program shall be allowed two separate members, one for the youth program and one for the high school program.
  2. Non-affiliated individuals (i.e., individuals not directly affiliated with a youth or high school program in the Seattle Metropolitan Area) shall be allowed to be General Members at the discretion of the Board of Directors.
  3. Failure of a General Member and/or any associated program to abide by these By-Laws and the policies adopted by the Board of Directors may subject that General Member and/or any associated program to disciplinary action up to and including suspension as directed by the Board of Directors.
  4. Any General Member and/or any associated program subject to disciplinary action shall have the right to appeal that decision to the Board of Directors for reconsideration and to the General Membership as provided in these By-Laws.
- D. There will be at least one General Membership meeting per year. There may be additional General Membership meetings at the discretion of the Board of Directors. All General Membership meetings will be presided over by the President of the Board of Directors.
- E. At General Membership meetings, "Robert's Rules of Order" shall govern all matters of procedure not covered in these By-laws.
- F. Voting by proxy is not allowed, but a General Member may designate someone in his/her place – this designee must be an adult. Voting may be by telephone.
- G. New Members
  1. After the establishment of the Association, new youth lacrosse program members are General Members of SMYLA for at least their first year, and are not immediately eligible for Board of Director status.

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2. New youth and high school programs located within the defined boundaries of the Association may apply for General Membership at any time.
3. The criteria for General Membership for youth programs shall include:
  - a. Agreement to abide by SMYLA By-laws; and
  - b. Be an organizational entity that fields at least one youth lacrosse team, at any established level, within the defined boundaries of the Association; and
  - c. Provide sufficient organizational support to convince the Board that the new program will be viable beyond a single season; and
  - d. Such other criteria as required by the Board of Directors.
  - e. After one year, the Board shall determine if Board of Director status is warranted.
4. New High School and non-affiliated individuals are permitted to apply to the board for membership at any time, and are allowed to be considered General Members immediately upon acceptance into the association by a majority vote of the Board of Directors.

### Article IV: Association Governance

- A. The affairs, property and operation of the Association shall be governed and managed by the Board of Directors (Board) as limited by these By-Laws. The Board may enact by majority vote any policy, procedure, or practice, in order to regulate and administer the affairs of the Association (provided the policy, procedure or practice does not violate these By-Laws), including, but not be limited to:
  1. The establishment of annual league dues;
  2. Policy re: Competition structure and scheduling of games;
  3. Policy re: Player eligibility;
  4. Policy re: Team roster requirements;
  5. Policy re: Coaching qualifications;
  6. Policy re: Discipline for players, coaches, teams;
  7. Policy re: Field/equipment/uniform requirements;
  8. Policy re: Game rules modifications/officiating;
  9. Policy re: Development of new programs;
  10. Policy re: Special event scheduling and coordination; and
  11. Policy re: Coordination with other youth leagues.

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- B. The Board of Directors shall consist of a representative from each affiliated youth programs included within the General Membership.
  - 1. It shall be the duty of the directors to:
    - a. Perform any and all duties imposed on them collectively or individually by law, or by these By-Laws;
    - b. Appoint and remove, employ and discharge, and, except as otherwise provided in these By-Laws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the Association;
    - c. Supervise all officers, agents and employees of the Association to assure that their duties are performed properly;
    - d. Meet at such times and places as required by these By-Laws;
    - e. Register their addresses and relevant contact information with the Secretary of the Association. Notices of meetings transmitted to them at such addresses shall be valid notices thereof.
- C. Annual appointments of General Members shall occur by each affiliated program prior to October 1 each year. Each affiliated program shall ensure that a representative is appointed or elected prior to this date.
- D. For any scheduled General Membership meeting, the Secretary of the Board shall announce the time and place of all meetings and the scheduled items on an agenda. The notice shall be made in a reasonable manner and with reasonable advance notice. Notice by email or web page posting will suffice.
- E. All amendments to these By-Laws are to be made by General Membership as outlined in Section F below.
- F. Once adopted by the General Membership, these By-laws can only be amended by the General Membership.
  - 1. Amendments to the By-Laws must be presented in writing to the General Membership at least one month prior to any scheduled General Membership meeting.
  - 2. Amendments to the By-Laws shall require a two-thirds vote of the General Membership.
    - a. Any policy or decision enacted by the Board may be overturned by a two-thirds vote of the General Membership.
    - b. Any motion to overturn such a policy or decision must be endorsed by a minimum of one-third of the General Membership and be presented in writing to the Board at least one month prior to any scheduled General Membership meeting.

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- c. If the policy subject to overturn was enacted less than one month before any scheduled General Membership meeting, the time deadline for presenting a written motion is reduced to 10 days.
- G. The Board of Directors shall consist of an open number of positions, dictated by the number of affiliated youth programs within the General Membership. Four specific positions shall be that of the President, Vice-President, Secretary and Treasurer, elected to office by the Board of Directors.
  1. Each year, before October 1, the Board by majority vote of Board members shall elect one Board member to act as President for the following year.
    - a. The President shall be the chief officer of the Association and shall, subject to the control of the Board of Directors, supervise and control the affairs of the Association and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, or by these By-Laws, or which may be prescribed from time to time by the Board of Directors. The President shall preside at all meetings of the Board of Directors and at all meetings of the members. Except as otherwise expressly provided by law, or by these By-Laws, the President shall, in the name of the Association, execute such contracts, checks or other instruments which may from time to time be authorized by the Board of Directors.
  2. Each year, before October 1, the Board by majority vote of Board members shall elect individual Board members to act as Vice President, Treasurer, and Secretary for the following year.
    - a. Vice President:
      - 1) In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, or by these By-Laws, or as may be prescribed by the Board of Directors.
      - 2) The term of the Vice President shall be one year, with the intent being the Vice President would then be elected to assume the President position the following year.
    - b. Secretary:
      - 1) The Secretary shall certify and keep the original, or a copy, of these By-Laws as amended or otherwise altered to date,
      - 2) Keep a record of minutes of all meetings of the directors, and, if applicable, meetings of committees of directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of

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those present or represented at the meeting and the proceedings thereof,

- 3) See that all notices are duly given in accordance with the provisions of these By-Laws or as required by law,
  - 4) Be custodian of the records and of the provisions of these By-Laws, to duly executed documents of the Association,
  - 5) Keep a membership roster containing the name and address and relevant contact information of each and any members, and, in the case where any membership has been terminated, he or she shall record such fact in the membership records together with the date on which such membership ceased,
  - 6) Issue minutes of all General Membership Meetings and all Board meetings which will be available for review by the General Membership,
  - 7) Supervise all elections, tabulate the vote, and announce the results.
  - 8) In general, the Secretary shall perform all duties incident to the office of Secretary and such other duties as may be required by law, or by these By-Laws, or which may be assigned to him or her from time to time by the Board of Directors.
- c. Treasurer:
- 1) The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the Association, and deposit all such funds in the name of the Association in such banks, trust companies or other depositories as shall be selected by the Board of Directors,
  - 2) Receive, and give receipt for, monies due and payable to the Association from any source whatsoever,
  - 3) Disburse, or cause to be disbursed, the funds of the Association as may be directed by the Board of Directors, taking proper vouchers for such disbursements,
  - 4) Keep and maintain adequate and correct accounts of the Association's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses,
  - 5) Render to the President and Directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of the Association,
  - 6) Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

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- 7) In general, the Treasurer shall perform all duties incident to the office of Treasurer and such other duties as may be required by law, or by these By-Laws, or which may be assigned to him or her from time to time by the Board of Directors.
4. The Board may remove any officer by majority vote and immediately elect another Board member to serve out the remainder of the term.
5. The Board shall meet at least once each year and additionally as deemed necessary.
6. Board meetings shall be conducted at a location which permits attendance by telephone conference call.
7. At Board meetings, "Robert's Rules of Order" shall govern all matters of procedure not covered in these By-Laws.
8. No Association business may take place unless a quorum of fifty-one percent of the Board members is present, either in-person or by telephone conference call.
9. The Board may enact by majority vote any policy, procedure, or practice, in order to regulate and administer the affairs of the Association (provided the policy, procedure or practice does not violate these By-Laws).
  - a. In the instance where the Board is comprised of an equal number of members, and a vote of the Board, with all members of the Board participating, results in a tie, the vote of the President shall be considered as two votes in order to break the tie.
10. The Association may have committees as may from time to time be designated by resolution of the Board of Directors. These committees may consist of persons who are not also members of the General Membership or Members of the Board and shall act in an advisory capacity to the board.
  - a. Meetings and action of committees shall be governed by, noticed, held and taken in accordance with the provisions of these By-Laws concerning meetings of the Board of Directors, with such changes in the context of such Bylaw provisions as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular and special meetings of committees may be fixed by resolution of the Board of Directors or by the committee. The Board of Directors may also adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these By-Laws.

### Article V: Vacancies

- A. Vacancies on the Board due to death, resignation, or removal shall be replaced within 30 days by the applicable affiliated youth program.

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### Article VI: Compensation

- A. All General Members and Board members of the Association shall serve without compensation, except they will be allowed reimbursement of expenses incurred in the performance of their regular duties.
- B. Such reimbursement requires approval from the Board of Directors and shall be disclosed in the financial statements of the Association.

### Article VII: Fiscal year

- A. For accounting purposes, the fiscal year of the Association shall begin on the 1st day of July and end on the 30th day of June.

### Article VIII: Financial Responsibility

- A. No General Member or Board Member may incur any expense or debt in the name of the Association without specific approval or authorization from the Board of Directors.

### Article IX: Non-liability

- A. The President, Vice-President, Secretary, Treasurer, Board of Directors, and Representatives of the Association all serve as volunteers and shall not be personally liable for the debts, liabilities, or other obligations of the Association.

### Article X: Dissolution

- A. A vote of the majority of the Board may dissolve the Association.
- B. In the case of dissolution, all assets of the Association remaining after payment, or provision for payment, of all debts and liabilities of this Association shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to an entity of the federal, state or local government, for a public purpose. Such distribution shall be made in the discretion of the Board, and in accordance with all applicable provisions of the laws of this state.