

BYLAWS FOR NORTHEAST SEATTLE DOUBLECROSSE

Article I – NAME

The name of the corporation shall be NORTHEAST SEATTLE DOUBLECROSSE (hereinafter referred to as “NES DOUBLECROSSE”). The principal office of the corporation shall be located at its principal place of business or such other place as the Board of Directors ("Board") may designate.

Article II – MISSION STATEMENT

NES DOUBLECROSSE is a non-profit, volunteer driven organization dedicated to growing girls’ lacrosse. We field teams for the following age groups: 2nd grade, 3rd/4th grade, 5th/6th grade and 7th/8th grade. We are committed to teaching fundamental skills, good sportsmanship and teamwork, allowing players to gain the confidence and determination to excel on the field and in all aspects of life. We are a recreational program and welcome girls of all skill levels.

Our program aims to grow lacrosse by developing as many players and coaches as possible in a positive environment, providing them every opportunity to reach their full potential. Our end goal is to have those girls who want to play in high school be prepared for the next level. NES DOUBLECROSSE CLUB is a learning organization developing players, coaches and parents to a greater understanding of the game.

Article III – AFFILIATION

The NES DOUBLECROSSE CLUB shall be affiliated with US Lacrosse, and the Washington State Chapter of US Lacrosse and Washington Schoolgirl Lacrosse Association.

Article IV – MEMBERSHIP

1. NO MEMBERS. The corporation shall initially have no members.
2. MEMBERSHIP. Membership classes, the manner of election or appointment of members, the qualifications and rights of each class of members, and dues for members may be established by amendment to the Articles of Incorporation or these Bylaws.

Article V – FINANCE

Annual registration and/or team fees shall be approved by the Board of Directors on an annual basis at the fall Board of Directors meeting. Annual fees and registration shall fund the annual budget for the club and be managed by the Board of Directors. Scholarship availability and any awards thereof shall be entirely at the sole discretion of the Board of Directors annually.

No member or officer of the club may incur any expense or debt in the name of the Club without approval or authorization from the Board of Directors. Any expenses approved or incurred by an officer and conforming with a Board-approved budget are deemed approved. Expenses of \$500 or more shall require the express approval of at least two (2) officers.

Article VI – BOARD OF DIRECTORS

1. GENERAL POWERS. The Board of Directors shall manage the business and affairs of the corporation.

2. NUMBER. The Board shall consist of not less than three (3) nor more than seven (7) Directors, the specific number to be set by resolution of the Board. The number of Directors may be changed from time to time by amendment to these Bylaws, provided that no decrease in the number shall have the effect of shortening the term of any incumbent Director.

3. ELECTION AND TERM OF OFFICE. Directors shall be elected each year at the annual meeting of the Board by the affirmative vote of a majority of the Directors then in office. Unless a Director dies, resigns or is removed, he or she shall hold office until the next annual meeting of the Board, or until his or her successor is elected.

4. REGULAR MEETINGS. By resolution, the Board may specify the date, time and place for holding regular meetings without other notice than such resolution.

5. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by or at the request of the President or any Director of the Board, or in the case of a committee meeting, by the chairman of the committee. The person(s) authorized to call special meetings may fix the place for holding such meeting. Special meetings and votes may occur via email with 100% constituting a quorum.

6. 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, by e-mail, or by US mail to each Director at his or her residence. Any Director may waive notice of any such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business to be transacted nor the purpose of any regular or special meeting of the respective Board of Directors need be specified in the notice or waiver of notice of such meeting.

7. QUORUM. A majority of the number of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. If a quorum is not present at a meeting, a majority of the Directors present may adjourn the meeting without further notice.

8. BOARD DECISIONS. The act of the majority of the respective Directors present at a meeting at which a quorum is present shall be the act of the respective Board of Directors.

9. ACTION BY BOARD WITHOUT A MEETING. Any action which could be taken at a meeting of the Board may be taken without a meeting if a consent in the form of a record, which consent clearly sets forth the action to be taken, is executed by all the Directors. Any such record shall be inserted in the minute book as if it were the minutes of a Board meeting. For purposes of this Section 9, record means information inscribed on a tangible medium or contained in an electronic transmission.

10. RESIGNATION. Any Director may resign at any time by delivering written notice to the President or the Secretary at the registered office of the corporation, or by giving oral or written notice at any meeting of the Directors. Any such resignation shall take effect at the time specified therein, or if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

11. REMOVAL OF DIRECTORS. One or more Directors may be removed from office, with or without cause, by an affirmative vote of the majority of the Directors fixed by these Bylaws.

12. VACANCIES. A vacancy in the position of Director may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum of the Board. A Director who fills a vacancy shall serve for the unexpired term of his or her predecessor in office.

13. BOARD COMMITTEES. The Board, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more standing or temporary committees. Such committees shall have and exercise the authority of the Directors in the management of the corporation, subject to such limitations as may be prescribed by the Board except that no committee shall have the authority to: (a) amend, alter or repeal these Bylaws; (b) elect, appoint or remove any member of any other committee or any Director or officer of the corporation; (c) amend the Articles of Incorporation; (d) authorize the sale, lease, or exchange of all or substantially all of the property and assets of the corporation not in the ordinary course of business; (e) authorize the voluntary dissolution of the corporation or revoke proceedings thereof; (f) adopt a plan for the distribution of the assets of the corporation; or (g) amend, alter or repeal any resolution of the Board which by its terms provides that it shall not be amended, altered or repealed by a committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board or any individual Director of any responsibility imposed upon it, him or her by law.

14. COMPENSATION. No compensation shall be paid to any Director for their services as a Director.

Article VII – OFFICERS

1. NUMBER. The officers of the corporation shall be a President, a Vice President, a Secretary and a Treasurer, each of whom shall be elected by the Board. All officers are Directors of the corporation and shall form the Executive Committee of the Board of Directors. Other officers and assistant officers may be elected or appointed by the Board, such officers and assistant officers to hold office for such period, have such authority and perform such duties as are provided in these Bylaws or as may be provided by resolution of the Board. Any officer may be assigned by the Board any additional title that the Board deems appropriate. The same person, except the offices of President and Secretary, may hold any two or more offices.

2. QUALIFICATION AND ELECTION. Only parents of current or former NES Doublecrosse players are allowed to be officers. The officers of the corporation shall be nominated and elected each year by the Board of Directors and the Advisory Board, at an annual meeting of the Board convened for such purpose. A simple majority of those Directors and Advisory Board members in attendance at such meeting will be adequate to elect the officers.

3. COORDINATION. The Executive Committee shall meet annually to coordinate policies and procedures for the club's administrative and accounting functions.

4. RESIGNATION AND REMOVAL. Any officer may resign at any time by delivering written notice to another officer, or by giving oral or written notice at any meeting of the Board. Any such resignation shall take effect at the time specified therein or, if the time is not specified, upon delivery thereof and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any officer or agent elected by the Board may be removed by the affirmative vote of at least a majority of the Board whenever in its judgment the best interests of the corporation would be served thereby.

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

6. PRESIDENT. The President shall be the chief executive officer of the corporation, and, subject to the Board's control, shall supervise and control all of the assets, business and affairs of the corporation. The President shall preside over meetings of the Board. The President may sign contracts or other instruments, except when the signing and execution thereof have been expressly delegated by the Board or by these Bylaws to some other officer or agent of the corporation or are required by law to be otherwise signed or executed by some other officer or in some other manner. In general, the President shall perform all duties incident to the office of President and such other duties as are assigned to him or her by the Board from time to time.

7. VICE PRESIDENT. In the event of the death of the President or his or her inability to act, the Vice President shall perform the duties of the President, except as may be limited by resolution of the Board, with all the powers of and subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board.

8. SECRETARY. The Secretary shall: (a) keep the minutes of meetings of the Board and any minutes which may be maintained by committees of the Board; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records of the corporation; (d) keep records of the post office address of each Director and officer; and (e) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or the Board.

9. TREASURER. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in banks or other depositories selected in accordance with the provisions of these Bylaws; and in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or the Board.

10. COMPENSATION. The officers shall receive no compensation for their service as officers but may receive reimbursement for reasonable expenditures incurred on behalf of the corporation.

Article VIII – COACHES

1. ELIGIBILITY. Coaches must be 18 years of age and/or have appropriate experience prior to the first day of practice. Coaches may be parents/guardians or any adult approved and at the discretion and recommendation of the Board of Directors. All coaches shall apply for and maintain membership in US Lacrosse. All coaches will comply with the qualification standards of Washington Schoolgirl Lacrosse Association including, but not limited to training and criminal background checks.

2. SELECTION OF COACHES. The Board of Directors shall select the coaches. The coaches shall serve at the pleasure of the Board of Directors.

3. REMOVAL AND/OR SUSPENSION OF COACHES. The Board of Directors may remove or suspend any coach at any time, whenever in the judgment of the Board the interest of the corporation will be served thereby. The removal or suspension of a coach at any time shall require two-thirds (2/3) of the total number of the Board of Directors. A special meeting of the board shall be called for that purpose. Notice of the proposed removal of a coach must be given to such coach not less than twenty-four (24) hours prior to the meeting at which such removal is to be voted upon. Such notice to a coach must state the cause for the proposed removal. Any coach may be suspended immediately by the President of the Board of Directors in instances of player safety or welfare issues.

A coach or administrator who is under suspension for any reason may not attend any club function or activities. A suspended coach may not have any contact with the coaching staff or players. A suspended coach may not attend any practices. A suspended coach may attend a game as a parent, provided there is no contact with the team. Suspension of any coach by the

President are to be ratified by the Board at its next regular meeting, or at a special meeting to be held within 7 days of the action by the President, or as soon thereafter as possible. Also, the president must notify the Board members of said action immediately.

Any coach who has been suspended or removed may appeal the Board's decision within fourteen (14) days after notification. It is required that the suspended coach contact the Board President within that time period with a written appeal that specifically addresses the cause(s) for dismissal. The Board President will call a Special Meeting of the board of Directors to review the appeal within seven (7) days after it has been received. A second Special Meeting of the Board that includes the coach will take place at which time the Board must vote with a two-thirds (2/3) majority to restore any coach to their previous position. There is no second appeal process.

4. COMPENSATION. The coaches shall receive no compensation for their service, except as authorized by the Board.

Article IX – ADVISORY BOARD

NES Doublecrosse shall have an Advisory Board comprised of the registrar, coaches and team managers to provide advice and assistance to the Board. Members of the Advisory Board may be invited to meetings of the Board, and shall be entitled to vote for NES Doublecrosse officers at an annual meeting convened for such purpose. To the extent permitted by law, members of the Advisory Board shall be entitled to the same limitations on liability and rights to indemnification as directors of the corporation. The Board of Directors may determine by separate resolution the operational rules which shall govern the Advisory Board. Advisory Board members may be removed at any time, with or without cause, by the Board.

Article X – ADMINISTRATIVE AND FINANCIAL PROVISIONS

1. CONTRACT. The Board of Directors may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Such authority shall be documented in the minutes of the Board of Directors.

2. LOANS. No loans or credit cards shall be contracted on behalf of the corporation and no evidences of indebtedness shall be transacted in its name unless authorized by a resolution of the Board of Directors. No loans of funds shall be made to any member, officer or coach.

3. CHECK AND DRAFTS. All checks, drafts or other orders for the payment of money or notes issued in the name of the corporation shall be signed by such respective officer(s) or agent(s) of the Club and in such manner as shall from the time be determined by resolution of the Board of Directors. To avoid possible conflict of interest, none of the officers authorized to sign checks may be related to one another either through marriage or birth.

4. DEPOSITS. All income received by the Club shall be promptly deposited to the credit of the corporation in such banks or other depositories selected by the respective Board of Directors.

5. RESOLUTION OF ANNUAL BUDGET. The annual budget shall be reviewed and approved by the Board of Directors for each upcoming season.

6. FISCAL YEAR. The fiscal year of the club shall be from October 1 to September 30.

7. SEAL. No Corporate seal shall be required for the corporation.

Article XI – AMENDMENTS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the vote of a majority of the number of Directors fixed by or in the manner provided by these Bylaws, or by the written consent of each of the Directors.

Article XII– NON-LIABILITY

The Board of Directors, its Officers and Representatives of the Club, including members of the Advisory Board, all serve as volunteers and shall not be personally liable for the debts, liabilities or other obligations of the Club.

Article XIII – DISSOLUTION

Upon the dissolution of the corporation and after paying or making provision for the payment of all the liabilities of the NES Doublecrosse, the Board of Directors shall dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organizations(s) organized and operated exclusively for charitable, educational, religious, scientific purposes that shall at the time qualify as an exempt organization(s) under Section 501c(3) of the code (or the corresponding provision in any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the State of Washington for King County, exclusively for such purposes, to such organization so as said court shall determine which are organized and operated exclusively for such purposes and qualify as exempt organizations under Section 501c(3) of the Code (or corresponding provision in any future United States Internal Revenue Law).

I certify that these Bylaws were adopted by NORTHEAST SEATTLE DOUBLECROSSE Board of Directors on June 2, 2015.

Chip Kelly
President, NES Doublecrosse

Brad Hammar
Vice-President, NES Doublecrosse

Debbie Jung
Treasurer, NES Doublecrosse

Shauna Ehlert
At Large Boardmember, NES Doublecrosse

Julie Yee
Secretary, NES Doublecrosse