



**By-Laws of  
Clear Lake Lacrosse Association, Inc.  
A Texas non-profit corporation**

These by-laws govern the affairs of the Clear Lake Lacrosse Association, Inc., a Texas non-profit corporation.

**Article 1  
Name**

The name of this organization shall be the Clear Lake Lacrosse Association, Inc. (CLLA).

**Principal Office**

The principal office of this corporation in the State of Texas will be located at the address of the current elected president of the corporation.

The mailing address will be: P.O. Box 591659 Houston, TX 77259-1659.

**Article 2  
Objectives**

The objectives of CLLA shall be to (i.) support and foster boys national amateur sports competition and (ii.) primarily to support and develop amateur athletes for competition. This is in support of the pursuit of excellence in athletics requiring teamwork, physical fitness, self-discipline, and personal sacrifices of the athletes within the policies of US Lacrosse all in the support and development of amateur athletic competition.

**Article 3  
Membership**

3.1 CLLA will have two classes of members:

- a. Voting Members: Members who pledge to uphold the by-laws and policies of CLLA and its goals and who are current in payment of all membership dues assessed by CLLA. CLLA members may vote on all matters put before the membership. The payment of player registration fees constitutes payment of membership dues. Elected board members and coaches are also considered Voting Members.
- b. Non-Voting Members: Members who are "The Friends of CLLA" who choose to support the CLLA lacrosse teams with gifts of service or funding, but have not paid CLLA dues.



3.2 Members have equal duties to CLLA namely:

- a. To abide by the CLLA by-laws and policies;
- b. To pay the membership dues within the dates established by CLLA policies; failure to comply with the dues requirement will terminate membership in the Organization and CLLA;

3.3 Annual Meeting

An annual meeting of members will be held at such place or places as the board of directors may designate from time to time by resolution. Appropriate for consideration at such meetings will be the election of board of directors, and such other corporate business as may come before the meeting. If the election of directors will not be held on the day designated for an annual meeting, or at any adjournment of such a meeting, the board of directors will cause the election to be held at a special meeting of members conducted as soon as may be convenient.

3.4 Special Meetings

Special meetings of members may be called by the President, the Board of Directors, or not less than 25% of such members as may be qualified to vote.

3.5 Place of Meeting

The Board of Directors may designate any place as the place of meeting for any annual or special meeting of members.

3.6 Notice of Meetings

Written, printed or posted notice stating the place, day and hour of any meeting of members must be delivered to each member entitled to vote at the meeting not less than 10 or not more than 60 days before the date of the meeting, either personally, by facsimile transmission, email or by US mail, by or at the direction of the President, Secretary or the officers, or persons calling the meeting. Posted notice of any meeting of members on the CLLA internet website will also constitute delivery to the membership. In the case of special meetings or when required by these by-laws or by law, the purpose or purposes for which the meeting is called will be stated in the notice. If the notice of a meeting is transmitted by facsimile or email, notice will be deemed to be delivered on the successful transmission of the facsimile or email. If sent by mail, notice will be deemed delivered



when deposited in the United States mail, postage prepaid, addressed to the member at the member's address as it appears on the records of the corporation at the time of mailing.

### 3.7 Property Rights

No member will have any right, title or interest in any of the property or assets, including any earnings or investment income of this corporation, nor will any of such property or assets be distributed to any member on its dissolution or winding up.

### 3.8 Liability of Members

No member of this corporation will be personally liable for any of its debts, liabilities, or obligations, nor will any member be subject to any assessment.

### 3.9 Transfer, Termination, and Reinstatement

Membership in this corporation is nontransferable. Membership will terminate on the resignation or death of a member, or on a member's failure to pay the dues required in these by-laws within 90 days of the due date. A member whose membership has been terminated may apply for reinstatement in the same manner as application is made for initial membership.

### 3.10 Default and Termination of Membership

When any member will be in default in the payment of fees or dues for a period of 3 months from the beginning of the fiscal year or period in which such dues become payable, that person's membership may be terminated by the Board of Directors.

## **Article 4**

### **Governance**

#### 4.1 Board of Directors

- a. The Board of Directors is the governing body of CLLA and shall be composed of (i.) the President, Secretary, Treasurer, Vice President – High School, Vice President – Middle School, Vice President – Elementary School, , Vice President – Fields Maintenance & Scheduling, Vice President - Marketing/Merchandising/Membership, Vice President – Strategy/Fundraising, and Vice President - At-Large member. Each Board Member may vote on all matters put before the Board.



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- b. Advisory Directors. The Board may from time to time designate one or more persons to act as "Advisory Directors." Advisory Directors shall receive notice of meetings of the Board and shall be entitled to attend meetings and participate in discussions of the Board, but shall not be entitled to vote on any matter decided by the Board. Attendance is mandatory only for Meetings where relevant discussion occurs.
- c. Corporate officers shall be the President of the Corporation, Treasurer of the Board and Secretary of the Board who shall serve as treasurer and secretary of the Corporation respectively.
- d. The Board has the responsibility for the general management of CLLA including but not limited to the making, enforcing and amending of policy and the power to act for CLLA between meetings of the membership. The Board shall have the further responsibility to insure all activities are in compliance with the Articles of Incorporation and by-laws of CLLA, and have the power to delegate duties to Committees and officers of the corporation as needed.
- e. The number of Board Directors shall be a minimum of three (3) and a maximum of twenty-five (25) and shall be elected by the Members. The directors of the corporation shall serve a term of office of one year and may be re-elected to a maximum of six (6) reoccurring terms. Any vacancy occurring in the Board of Directors may be filled by a majority vote of the remaining board. Any director may be removed, with or without cause, by the vote of two-thirds of the members of the Board of Directors at a special meeting called for that purpose. At any such meeting, any vacancy caused by the removal may be filled by majority vote of the board excluding the removed members(s).
- f. A director appointed to fill a vacancy shall be appointed for the unexpired term of his or her predecessor in office.
- g. The Board of Directors shall meet as often as necessary to manage affairs of the corporation. Meeting frequency and timing will be determined by the President.
- h. Special meetings of the Board may be called by the President or by written request of four (4) members of the Board, provided notice of such special meeting and a list of matters to be brought before the Board at such meeting, is given to each Board member at least five (5) days prior thereto.



- i. A majority of the Board shall constitute a quorum.

#### 4.2 Liability of Directors

No director of this corporation will be personally liable for any of its debts, liabilities, or obligations.

#### 4.3 Organizations

- a. At any time, CLLA may elect to have divisions to best serve the members of CLLA such as having separate High School (HS) and Middle School (MS) divisions referred to as "Organizations". Organization structure and officers for each year will be proposed to and approved by the Members at the annual membership meeting.
- b. The Organizations may maintain a separate bank account in their respective names.
- c. The Organizations may create committees, as they deem necessary to fulfill the objectives of the Organization. The appointed Committee Chairman will preside over the operating committees of their respective Organization and report to the Vice President of their respective divisional organization.
- d. Head Coaches and Assistant Coaches report to and are responsible to the Vice President of their respective divisional organization. Final engagement (hiring/firing) decisions of any Head Coach or Assistant Coach will be the responsibility of the President of CLLA.
- e. The Organization Vice Presidents report to and are responsible to the President of CLLA.

### **Article 5** **Nominating Committee**

- 5.1 The Nominating Committee for CLLA will be appointed by the President and a Board member in an at-large position no later than February 1. The Nominating Committee shall consist of at least two members, one appointed by the President and one by the board member. This committee shall meet with the purpose of presenting one slate of nominees for the Board of Directors of CLLA for the coming year. This slate will be presented to the membership for a vote at a predetermined parent meeting. Board nominees are not required to be voting members of CLLA.



- 5.2 The slate will be voted on by the Board of Directors subsequent to their election at the annual meeting.
- 5.3 Each nominee will have been contacted, giving his or her consent for nomination. A nominee who is a voting member of CLLA must be a member in good standing with CLLA.

### **Article 6** **Elections**

All officers in CLLA, shall be elected for one-year terms. The elections will take place during the annual members meeting. New officers will begin their term on July 1 or such date determined by the outgoing board.

### **Article 7** **Duties of Corporate Officers**

- 7.1 The President of the Corporation will preside over all Board meetings and general membership meetings of CLLA. The President is responsible for all activities of the organization, which include insuring that all necessary operating committees are established, properly led and functioning. The President shall present a report at the last general meeting of CLLA each year or the annual member meeting. The President shall have the final additional vote in the case of "ties" or land-lock votes.
- 7.2 The Board Secretary shall be responsible for all general correspondence of CLLA. This will include taking and circulating minutes of Board meetings. He/she shall be the custodian of the records of CLLA.
- 7.3 The Treasurer of the Board shall be the Chief Financial Officer of CLLA and shall be responsible for maintaining the financial records of CLLA. The Treasurer will maintain an accounting of the common funds (generally referred to as the Shared funds) for CLLA. The Treasurer will also be responsible for securing the financial reports from each Organization, make disbursements in accordance with the budget adopted by CLLA, sign on bank accounts, complete and file all necessary tax documents. The Treasurer shall present at a minimum, a quarterly financial report to the Board, additional reports as requested by the Board and make a full report at the annual meeting. Any unrestricted funds received by CLLA will be allocated by the Treasurer to the respective organizations in accordance with membership.



- 7.4 Any officer may be removed with or without cause, by the vote of two-thirds of the members of the Board of Directors at a special meeting called for that purpose. At any such meeting, any vacancy caused by the removal may be filled in like manner.
- 7.5 No officer of this corporation will be personally liable for any of its debts, liabilities, or obligations.

### **Article 8**

#### **Duties of Organization Officers**

- 8.1 The Vice President(s) shall assist the President in administering the activities of his/her respective Organization, shall assume the duties of the President in his/her absence. The Vice Presidents will maintain a current list of all members of its Organization and shall be responsible for all general correspondence for his/her Organization including historical documentation of decisions or policy changes.
- VP – High School (Varsity & Junior Varsity) shall be responsible for selection of team coordinators. Will be the point of contact for parents of players and coaches. Will be a liaison and point of contact to High School league governing body(ies). Work annually with Treasurer and Coaches to formulate the season's budget. Will work with Coaches and Program Director to set game schedules for district, non-district and tournament games. Actively participate in Board Meetings and assigned committees. Continually work with CCISD to establish clubs in all high schools and ultimately implement teams for each high school. Work with Board designated Committee(s) for Coach interview and selection process and annual contract and background check execution regarding relevant coaching positions. Take point on helmet and uniform ordering and fulfillment process. Aid Treasurer with collection of player receivables throughout the seasons. The Vice President(s) shall assist the President in administering the activities of his/her respective Organization, shall assume the duties of the President in his/her absence. The Vice Presidents will maintain a current list of all members of its Organization and shall be responsible for all general correspondence for his/her Organization including historical documentation of decisions or policy changes. All expenses will be reimbursed as outlined by current League policy. The VP – High School shall perform all the duties incident to the office as outlined by the CLLA By-Laws.
  - VP – Middle School (7th/8th Grade & 5th/6th Grade) shall be responsible for selection of team coordinators. Will be the point of contact for parents of players and coaches. Will be a liaison and point of contact to league governing body(ies). Work annually with Treasurer and Coaches to



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- formulate the season's budget. Will work with Coaches and Program Director to set game schedules for district, non-district and tournament games. Actively participate in Board Meetings and assigned committees. Continually work with coaches and CCISD to grow the youth program. Work with Board designated Committee(s) for Coach interview and selection process and annual contract and background check execution regarding relevant coaching positions. Take point on helmet and uniform ordering and fulfillment process. Aid Treasurer with collection of player receivables throughout the seasons. The Vice President(s) shall assist the President in administering the activities of his/her respective Organization, shall assume the duties of the President in his/her absence. The Vice Presidents will maintain a current list of all members of its Organization and shall be responsible for all general correspondence for his/her Organization including historical documentation of decisions or policy changes. All expenses will be reimbursed as outlined by current League policy. The VP – Middle School shall perform all the duties incident to the office as outlined by the CLLA By-Laws.
- VP – Elementary (K-2nd Grade & 3rd/4th Grade) shall be responsible for selection of team coordinators. Will be the point of contact for parents of players and coaches. Will be a liaison and point of contact to league governing body(ies). Work annually with Treasurer and Coaches to formulate the season's budget. Will work with Coaches and Program Director to set game schedules for district, non-district and tournament games. Actively participate in Board Meetings and assigned committees. Continually work with coaches and CCISD to grow the youth program. Work with Board designated Committee(s) for Coach interview and selection process and annual contract and background check execution regarding relevant coaching positions. Take point on helmet and uniform ordering and fulfillment process. Aid Treasurer with collection of player receivables throughout the seasons. The Vice President(s) shall assist the President in administering the activities of his/her respective Organization, shall assume the duties of the President in his/her absence. The Vice Presidents will maintain a current list of all members of its Organization and shall be responsible for all general correspondence for his/her Organization including historical documentation of decisions or policy changes. All expenses will be reimbursed as outlined by current League policy. The VP – Elementary School shall perform all the duties incident to the office as outlined by the CLLA By-Laws.
  - VP – Strategy/Fundraising will develop and maintain a short-term and long-term strategy for the program. This strategy will be reviewed with the board and presented to parents annually. This position will determine an appropriate fund-raising program that will create the capital to enable the program to achieve both its short-term and long-term initiatives. Actively participate in Board Meetings and assigned committees. All expenses will





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be reimbursed as outlined by current League policy. The VP – Strategy/Fundraising shall perform all the duties incident to the office as outlined by the CLLA By-Laws.

- VP – Marketing/Merchandising/Membership role is to promote the club favorably in the community. This position will enforce brand consistency of the teams and organization as a whole. This position is responsible for the management of the fan gear sales program. Work annually with Treasurer and Coaches to formulate the season's budget. Upon receiving the membership growth goals, this role will determine a campaign of advertising and events that will support achieving the targets. Actively participate in Board Meetings and assigned committees. All expenses will be reimbursed as outlined by current League policy. The VP – Marketing/Merchandising/Membership shall perform all the duties incident to the office as outlined by the CLLA By-Laws.
- VP – Fields Maintenance & Scheduling is responsible for the upkeep of the fields the program utilizes for games and practices. Identification of fields for future growth, back-up or tournaments also fall into this position's scope. Work annually with Treasurer to formulate the season's fields budget. This position will also handle all scheduling of practice and game locations working in coordination with team VPs, Coaches, and Program Director. Game infrastructure set-up and volunteer coordination in regards to fields is also in scope of this role. Actively participate in Board Meetings and assigned committees. All expenses will be reimbursed as outlined by current League policy. The VP – Fields Maintenance & Scheduling shall perform all the duties incident to the office as outlined by the CLLA By-Laws.
- VP – At Large position will assist the President and other positions on historical matters and provide guidance on issues. Beyond this historical perspective role, the position will actively participate in Board Meetings and assigned committees. All expenses will be reimbursed as outlined by current League policy. The VP – At Large shall perform all the duties incident to the office as outlined by the CLLA By-Laws.
- Program Director, pursuant to section 4.1b, will demonstrate strong lacrosse credentials and work ethics, have positive energy and enthusiasm for the game, strong communication and interpersonal skills, experience managing coaches and budgets, and the ability to work closely with volunteer board and parents to develop a healthy and respectful culture. Will be responsible for coordinating and building a successful program (Youth and High School), managing and training coaches at all levels, recruiting players at all levels through interactions with area elementary/middle schools and relevant Board Members and Committees,



development of a summer program (clinics and teams), attend all outside related organizational meetings (THSLL, GHYLA, etc.), work with coaching staff and board committees to coordinate practice and game schedules, and be a role model in all settings to foster an environment of respect, tolerance, integrity, and responsibility. All related materials and ideas must obtain Board approval prior to general release for the League and have prior input by all relevant parties, i.e. Head Coaches for practice drills, etc. Reports directly to the President of the CLLA Board. All expenses will be reimbursed as outlined by current League policy.

- Coach Advocate Director, pursuant to section 4.1b, will be responsible for the overall governance of the designated League Coaches in all Divisions. Will work in conjunction with and all aspects of the Program Director and be available in an advisory role. Will be responsible for the Coach Grievance Process. Will be a liaison and point of contact to league governing body(ies). Reports directly to the President of the CLLA Board. All expenses will be reimbursed as outlined by current League policy. The Coach Advocate Director shall perform all the duties incident to the office as outlined by the CLLA By-Laws.
  - Tournament Director, pursuant to section 4.1b, will be responsible for the overall governance of all CLLA tournaments, including but not limited to the annual CLLA Tournament. Act as the Tournament Committee Chairperson. The Tournament Director will provide timely updates to the Board of Directors and reports directly to the President of the CLLA Board. All expenses will be reimbursed as outlined by current League policy. The Tournament Director shall perform all the duties incident to the office as outlined by the CLLA By-Laws.
- 8.2 The Treasurer of the Board shall be the Chief Financial Officer of CLLA and shall be responsible for maintaining the financial records of CLLA. The Treasurer will maintain an accounting of the common funds (generally referred to as the Shared funds) for CLLA. The Treasurer will also be responsible for securing the financial reports from each Organization, make disbursements in accordance with the budget adopted by CLLA, sign on bank accounts, complete and file all necessary tax documents. The Treasurer shall present at a minimum, a quarterly financial report to the Board, additional reports as requested by the Board and make a full report at the annual meeting. Any unrestricted funds received by CLLA will be allocated by the Treasurer to the respective organizations in accordance with membership. The Treasurer shall be responsible for receiving and dispersing all funds in a timely manner involving the activities of CLLA. A financial report will be given at each meeting. The Treasurer shall develop an annual budget for approval by the Organization, and will prepare a final financial report by July 15, for the June year end, for preparation of the corporate tax return. All expenses will be



reimbursed as outlined by current League policy. The Treasurer shall perform all the duties incident to the office of the Treasurer as outlined by the CLLA By-Laws.

- 8.3 Any officer may be removed, with or without cause, by the vote of two-thirds of the members of the Board of Directors at a special meeting called for that purpose. At any such meeting, any vacancy caused by the removal may be filled in a like manner.

### **Article 9**

#### **Amendments**

- 9.1 Power of Members to Amend By-laws

The By-laws of this corporation may be amended, repealed, or added to, or new by-laws may be adopted by the vote or written assent of a majority of the members entitled to vote or by the vote of a quorum at a meeting duly called for the purpose.

- 9.2 Power of Directors to Amend By-laws

Subject to the limitations of the articles of incorporation, these by-laws, and the Texas Non-Profit Corporation Act, concerning corporate action that has to be authorized or approved by the members of the corporation, the by-laws of this corporation may be amended, repealed, or added to, or new by-laws may be adopted by a resolution of the Board of Directors.

### **Article 10**

#### **Dues for Organizations**

Each Organization will determine their financial needs and assess the necessary dues to their membership subject to approval by the Board of Directors. The dues will reflect the operational requirements of each Organization and CLLA.

### **Article 11**

#### **College Scholarship**

CLLA may, by application and acceptance, award a one thousand dollar (\$1,000) college scholarship annually. The scholarship will be awarded to athlete(s) from CLLA. This award shall be used for tuition, room & board, or books at the discretion of the recipients. The President and Vice-Presidents of CLLA will form a scholarship committee. The committee will be made of three non-members. In the event that the scholarship is not awarded in any given year, the funds are to



remain in the CLLA operating account for future use. Applicants must meet the following minimum criteria to be eligible:

1. Be a graduating Senior in good standing with CLLA
2. Maintain an overall GPA of 3.0 on a 4.0 scale
3. Obtain two (2) recommendation letters (teacher, coach, clergy, scout leader, etc.)
4. Submit a written 500 word essay on how CLLA and lacrosse has affected their preparedness for college and life in general
5. Volunteer for a minimum of 5 hours of community service (church, school, hospital, animal shelter, etc.)
6. Have a clean disciplinary record with CLLA
7. Have acceptance and/or intent to attend a college or university
8. Submit an application to the Scholarship Committee

### **Article 12** **Disciplinary Committee**

Pursuant to the authority granted under ARTICLE 4.3c of these By-Laws to create Committees in order to enforce policies within CLLA, the following Committee is hereby defined:

Disciplinary Committee consisting of three (3) members:

- President
- Vice President of their respective divisional organization.
- 1 – CLLA member Parent (non-board member)

(Alternate members may be defined in case of a conflict of interest)

Duties of this Committee are to review and rule on the adherence to the CLLA Codes of Conduct administered by the Organizations and Divisions within CLLA.

### **Article 13** **Varsity Letter Criteria**

To be considered for a varsity letter or letter jacket, a player must meet all of the following criteria:

1. Attend a minimum of 75% of scheduled varsity league games and 75% of scheduled practices, including preseason tournament play. (In the event of injury, the player can earn his/her varsity letter by participating in team



- events and games. Participating can include but is not limited to: keeping statistics at games, providing “trainer” services at games, or devoting his/her time to help develop younger players.),
2. Maintain a passing Grade Point Average,
  3. Approval by the Head Varsity Coach,
  4. Approval by the President of CLLA (including exceptions to the above criteria with endorsement by the board)

### **Waiver of Notice**

Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the articles of incorporation or the by-laws of this corporation, a waiver of such notice in writing signed by the person or persons entitled to such notice, whether before or after the time stated in such notice, will be deemed equivalent to the giving of such notice.