



# Bedford Youth Lacrosse

BEDFORD, MASSACHUSETTS

*... the fastest game on foot!*



## BYLAWS OF FRIENDS OF BEDFORD LACROSSE, INC (DBA) BEDFORD YOUTH LACROSSE

### ARTICLE 1. NAME

The name of this organization shall be the “Bedford Youth Lacrosse” doing business as and operated under the Friends of Bedford Lacrosse, Incorporated, a non-profit 501 C-3 corporation.

The principal office of this organization shall be located at PO Box 441, Bedford, MA 01730

### ARTICLE 2. BASIC PURPOSES AND POLICIES

- a). To promote the development and growth of the sport of lacrosse through the formation of a youth lacrosse program in Bedford MA and the affiliation of such youth lacrosse leagues within U.S. Lacrosse, Inc.
- b). To promote and develop through the operation of a youth lacrosse program knowledge of the rules and skills of lacrosse for boys and girls in grades one through eight;
- c). To promote and develop through boys and girls participating in youth lacrosse the qualities of sportsmanship, teamwork and respect for themselves, coaches, officials and other players;
- d). To develop, promote and provide opportunities for coaches and officials to receive training on the rules and skills of lacrosse and the skills necessary to enable coaches and officials to serve as positive role models for boys and girls participating in the sport of lacrosse, with an emphasis on the positive qualities of sportsmanship, teamwork and commitment.
- e). To provide the youth of Bedford and surrounding towns the opportunity to learn and play the sport of Lacrosse in a safe, enjoyable, and controlled environment consistent with the existing US Lacrosse, and its area league affiliate guidelines.
- f). BYL shall be a cooperative, nonprofit, nonsectarian, and nonpartisan community

### ARTICLE 3. MEMBERSHIP AND DUES

Section 1. Any adult resident of Bedford or a surrounding town is eligible for membership for purposes of enrolling their children as a parent or guardian in or assisting with the activities of the Association.

Section 2. An annual registration application for membership must be submitted to and be approved by the Board of Directors before the children of any applicant can participate in any of the activities of the organization. Approval of the Board of Directors is presumed after 21 days unless notice to the contrary is received.

Section 3. Annual membership dues will be determined by the BYL Board of Directors.

Section 4. Membership shall continue as long as all the requirements of the organization are met. The Board of Directors may by majority vote suspend or expel any member of the organization from participation in BYL for violations of US Lacrosse, their affiliates, or BYL bylaws, or for conduct deemed injurious to the welfare of BYL, it's property or it's members.

Section 5. Membership may be withdrawn by a written notice from the Board of Directors and will be communicated in email and/or letter to the last known addresses as it appears in the records of the Corporation.

Section 6. Voting rights shall be vested in any member in good standing, and has met their financial obligations to BYL for the purpose of electing the Board of Directors at the Annual Meeting.

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Section 7. Program Members will not have voting rights in the matters of policies, rules, and governance of BYL unless they are a member of the voting body of the Board of Directors.

## **ARTICLE 4. LENGTH OF SEASON AND MEETINGS**

Section 1. The regular season of the Association shall commence on or about the first of August and end on or about June 30<sup>th</sup> of the following year.

Section 2. Meetings of the Board of Directors, open to all program members, shall be in the months of August, September, October, November, January, February, March, April, May, June and July during the playing season and during the off season, as often as deemed necessary by a majority of the Board. The time and place of the meetings shall be made known to the membership by email at their last known address as it appears in the records of the Corporation, and posted on the BYL website. If unforeseen circumstances prevent a quorum from being present the President can postpone a meeting or combine them if needed. Visitors will be recognized at the beginning of the meeting after the minutes from the previous meeting are approved to discuss their matter.

Section 3. The annual meeting of the Association shall be held in August of each year. Notice shall be posted on the Programs Web Sites, and emailed to each member at their last known address, as it appears in the records of the Corporation, at least seven days prior thereto.

Section 4. Special meetings may be called by the BYL President or majority of the Board, with at least 5 days notice on the programs web site and sent via email to last known address of the members as it appears in the Corporations stating the purposes thereof.

Section 5. The Program President or his/her designate plus at least four other Board members shall constitute a quorum for conducting the business of the Corporation at the annual meeting or special membership meetings. A quorum for the purposes of the Board of Directors meetings shall consist of at least five of the nine voting members of the Board.

Section 6. A non-voting member of the board of directors will be designated as the tie breaking vote in the event of tie in a voting matter or major decision. In the event that a non-voting member of the board is not available the Program President's vote will become the tie breaker, or the matter can be recommended for further investigation, conversation, and recommendations at his or hers discretion to reviewed at a future board meeting.

Section 7. Robert's Rules of Order shall govern the proceedings of all meetings of the Association and its constituent parts except as provided in these Bylaws. The order of business and format of the meeting shall be at the discretion of the Program President whom will publish an agenda prior to each meeting.

## **ARTICLE 5. GOVERNMENT AND ELECTIONS**

Section 1. The governing body of BYL shall be vested in the Board of Directors, except as provided herein.

Section 2. The Board of Directors shall include among its voting members adult parents or guardians whose children are actively playing in the program and whom are in good financial standing with the program. Voting rights are granted at the annual elections of the Board of Directors, and do not pertain to policy, and governance of BYL

Section 3. The Board of Directors shall have control and management of the property, business and affairs of the Corporation. All receipts of the organization must be deposited in a bank account and all funds shall be withdrawn from all bank accounts by either the signatures of the Treasurer, Vice President(s) or President of BYL.

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Section 4. The Board of Directors shall have authority to conduct all ordinary and necessary business between regular and special meetings, except for purchases of equipment or capital goods not specifically budgeted for. Purchases of equipment or capital goods not specifically budgeted for require approval from the Program President, or Vice Presidents, and the Treasurer.

Section 5. Expenditures in excess of \$200.00 but less than \$8,000 shall be approved by a majority of the Board of Directors. Purchases of equipment or capital goods not specifically budgeted for in excess of \$8,000.00 shall be approved by a majority of the BYL members at Special Meeting.

Section 6. The Board of Directors shall be composed of nine members and shall also be the Executive Officers of the Association. Each elected term shall be for two years. The term of service shall be from August 1st in the year elected through July 31st of the following second year. There is no limit on the number of terms a Board member may serve. In the event of a tie vote, the President shall break the tie by determining the outcome based solely on his / her vote.

The following Directors constitute the voting members of the BYL Board as elected by the programs membership at the annual meeting:

- **President**
- **Vice President and Director Boys Division**
- **Vice President and Director Girls Division**
- **Registrar**
- **Treasurer**
- **Secretary**
- **Director of Player / Coaching Development**
- **Director of Marketing & Communications**
- **Fundraising Chair**

**The following is a guide to the functions and responsibilities of the Board of Directors.**

## President

Responsibility for the running of the program and business activities of the Association.

- Shall represent the Association at all Regional meetings and provide a timely report of the proceedings of these meetings to the Board of Directors.
- Shall have authority to set all operating policies not specifically included in the bylaws.
- Shall preside as Chairman over all meetings or designate an alternate.
- Shall appoint non-voting members of the board. May appoint an Associate Program Directors if volunteers are available and the President desires such associates.
- Shall have authority to appoint standing and ad hoc committees for special projects.
- Act as webmaster for BYL and assure that all content is current and accurate.
- Shall cast the deciding vote of the board in the event of a 4-4 tie vote.

## Vice President & Director Boys Girls Divisions

Responsible for the planning, coordination and supervision of all activities for the Association's Boys and Girls Division's Lacrosse teams. Responsibilities include, but are not limited to:

- Establish Coach selection process



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- Recruiting and assignment with Board approval of all coaches. While a majority of the Board may reject a coach nominated by the Vice President of Boys or Girls Lacrosse, only he/she may nominate coaches.
- Planning and directing all evaluation sessions and determination of team rosters. This includes evaluation format and content, obtaining evaluators, roster criteria, as needed.
- Submitting the final rosters to the Board for approval. This approval will signify the Board's belief that the rosters have been determined in accordance with the process put forth by the Vice President's for their respective Divisions.
- Shall be responsible for the approval of all changes to the team rosters involving transfer between divisions i.e. U9 through U15 and recommendations by coaches.
- Shall coordinate appropriate leagues for all teams.
- Shall coordinate all practices, clinics and skill sessions.
- Shall confirm practice and game schedules and field availability for all practices, clinics and skill sessions and makeup games.
- Shall ensure practice, skills, and game schedules are accurately uploaded to the BYL Web Site.
- Shall verify field dates and times for home games and practices with Bedford Recreation Department.
- Shall confirm weekly referee coverage and payments for all home games.

## **Registrar**

Responsible for registration of all participants in the BYL. This includes the notification of receipt of registration forms and/or notification of the time and place of registration and the supervision of the registration process.

- Shall be responsible for membership registration in US Lacrosse, and any Leagues the program is engaged in for individuals and teams as required.
- Shall be responsible for providing an analysis and breakdown of the participants according to their age levels and will make projections of the number of players expected at each age level for the present and coming season.
- Shall be responsible for maintaining the waiting list in the event the quota established by the Board is filled.
- May appoint an Associate Director of Registration if volunteers are available and the Director desires such associates.

## **Treasurer**

Shall be responsible for all bookkeeping, financial reports, and payment of bills and depositing of all monies in accredited banking institutions.

- Shall be responsible for preparing an annual budget for all expenditures of the Association for the coming season to be presented to the Board of Directors for approval and to the membership for their information and comments.
- Shall be responsible for establishing participation fees for the Association, subject to the Board's approval.

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- May appoint Associate Directors, such as an Auditor or Comptroller, if volunteers are available and the Finance Director desires such associates.

## **Secretary**

Shall be responsible for all records and maintains minutes.

- Shall have the previous months meeting minutes prepared in advance of the next Board of Directors meeting allowing them to be voted and accepted as official records of the program.
- Shall edit and ensure approved meeting minutes are posted to the programs web site.
- Notifies members of meetings and maintains copies of all Board files.

## **Director of Playing & Coaching Development**

- The supervision, training and the imparting of the Association's policies and coaching philosophies to all Associate Directors, Coaches, parents and players.

## **Director of Marketing & Communications:**

Shall be responsible for promoting the image and identity of the organization to the audiences inside and outside the organization through publicity, community relations and communications.

- Shall be responsible for creating and publishing the Association handbook(s) as needed.
- Shall establish sponsorship program guidelines
- Coordinate and secure sponsors with assistance of membership and Board of Directors
- Coordinate all activities related to producing the program book for the, a program sponsored or co-sponsored tournament such as hiring a printer, encouraging the solicitation of ads by members, laying out the book, etc.
- May appoint Associate Directors, of either a general nature or with specific responsibilities, if volunteers are available and the Director desires such associates.

## **Fundraising Chair**

Shall be responsible for all fund raising and sponsorship activities of the program.

- Shall establish annual fund raising and sponsorship goals for the program with the Board of Directors.
- Shall establish sponsorship program guidelines and benefits
- Shall coordinate and secure sponsors with the assistance of the membership and Board of Directors
- Shall develop fund raising campaigns for the program, coordinate all activities, and communicate to the membership
- May appoint Associate Directors or Coordinators, of either a general nature or with specific responsibilities, if volunteers are available and the Director desires such associates.

The Board of Directors shall be composed of ten members and shall also be the Executive Officers of the Association. Each elected term shall be for two years. The term of service shall be from August 1st in the year elected through July 31st of the following second year. There is no limit on the number of terms a Board member may serve. In the event of a tie vote, the President shall break the tie by determining the outcome based solely on his / her vote.



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Section 7. The program shall also appoint a non-voting Equipment Manager to be responsible, in coordination with the Vice Presidents of Boy's and Girls Lacrosse Division for equipment needs for all teams.

- Shall coordinate with Vice Presidents Uniform Distribution and Equipment Bag distribution at beginning of season.
- Shall coordinate with Vice Presidents Uniform Collection and Equipment Bag Collection at end of season.
- Maintain, store and keep records of all BYL equipment.
- Provide information to Treasurer regarding requirements for budget purposes.
- Procure estimates and purchase equipment as authorized by Board of Directors.

Section 8. The program shall provide the right to vote to parent(s)/guardians(s) of minor players, coaches and any other volunteers in the program in the process for nomination and election of Directors. The election of directors shall be at the August meeting. Nominations of directors shall be drawn up by the Board of Directors, the membership, or a nominating committee of their choice in the June monthly meeting. There shall be no limit on the number of times a member may serve as a member of the Board of Directors of the Corporation. Nominations will be accepted from the floor with the consent of the nominee whom must be present at the meeting. In the event of a contested office, the Program Director will appoint tellers and voting will be completed by secret ballot. The membership will be notified via their last known email address of the nomination meeting, the nominations for election, and the program election meeting, and the results.

Section 9. Vacancies that arise during between annual meetings shall be filled by appointment of the Board of Directors in a majority vote.

Section 10. Disposition of all disputes brought before the Board will be by majority vote of the Board within thirty days of being informed of the problem or by amendments to these Bylaws according to the manner specified in Article XI. This section is relevant only to disputes not covered by these bylaws or operating policies that have been established and published by the Program Director.

Section 11. BYL Program Directors, Associate Directors, Coordinators, Coaches, Team Managers, and Volunteers shall not be entitled to receive any compensation for their services or for conducting business affairs of the Corporation.

## **ARTICLE 6. MEMBERSHIP DUES**

Section 1. A registration fee shall be assessed for each participant in the activities of the Association, payable at the time of registration. This fee is to be nonrefundable, unless approved by the Treasurer, or President.

Section 2. Membership Dues shall be computed according to a formula established by Treasurer and approved by the Board of Directors prior to the beginning of the season. The Board of Directors will establish the schedule for payment for the next season at the end of each season. A copy of this schedule and relevant billing policy information will be posted on the BYL Web Site and emailed to each member in the registration process at their last known email address.

Section 3. Refunds of Membership Dues will be made in accordance with the current Association refund policy. A copy of this policy will be made available on the BYL Web Site and emailed to each member in the registration process.

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Section 4. Any person one-month delinquent in payment of fees shall be immediately suspended.

Section 5. The Treasurer or designee will inform the member of the suspension. If an individual is suspended for nonpayment of fees, reinstatement will occur when the delinquency is cleared, including any fines due under the current billing policy. A person who is delinquent twice in any two year period may be required to pay the entire fees for the current and if applicable past season before reinstatement.

## **ARTICLE 7. REMOVAL FROM OFFICE**

Section 1. Any officer or director may be removed from office as a result of failure to fulfill the duties of said office or for conduct detrimental to the best interests of the organization. Said removal must follow the procedure set forth below:

- i. A petition stating the charge shall be filed with the BYL and signed by a member of the Board of Directors and by a majority of the voting members.
- ii. The President shall notify each member at least twenty days before the question is to be placed on a meeting agenda.
- iii. Said officer or director shall be permitted notice of the charge five days before the question is to be placed on a meeting agenda.
- iv. The petitioners shall present their case first, said officer or director shall be heard second, and the vote shall be taken third. Two- third of those voting shall be necessary to remove said officer or director from office.

Should said officer be the President, the Treasurer shall preside as chairman during the removal proceedings. No removal proceedings shall be based more than once on the same evidence.

## **ARTICLE 8. PERSONAL LIABILITY**

Section 1. The Directors and officers of the Corporation shall not be personally liable for any debt, liability or obligation of the Corporation. All persons, Corporations or other entities extending credit to, contracting with, or having any claim against the Corporation may look only to the funds and property of the Corporation for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Corporation.

## **ARTICLE 9. INDEMNIFICATION**

Section 1. The Corporation shall, to the extent legally permissible and only to the extent that the status of the Corporation as an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, is not affected thereby, indemnify each of its Directors, officers, volunteers and other agents (including persons who serve at its request as Directors, officers of another organization in which it has an interest) against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while in office or thereafter, by reason of his being or having been such a Director, officer, volunteer or agent, except with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his action was in the best interests of the Corporation; provided, however, that as to any matter disposed of by a compromise payment by such Director, officer, employee or agent, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses

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shall be provided unless such compromise shall be approved as in the best interests of the Corporation, after notice that it involves such indemnification: (a) by a disinterested majority of the Directors then in office; or (b) by a majority of the disinterested Directors then in office, provided that there has been obtained an opinion in writing of independent legal counsel to the effect that such Director, officer, employee or agent appears to have acted in good faith in the reasonable belief that his action was in the best interests of the Corporation; or (c) by a majority of the disinterested members entitled to vote, voting as a single class. Expenses including counsel fees, reasonably incurred by any such Director, officer, Director, employee or agent in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the Corporation in advance of the final disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid to the Corporation if he shall be adjudicated to be not entitled to indemnification under applicable state law. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any Director, officer, employee or agent may be entitled. Nothing contained herein shall affect any rights to indemnification to which corporate personnel may be entitled by contract or otherwise under law. As used in this paragraph, the terms "Director", "officer", "volunteer", and "agent" include their respective heirs, executors and administrators, and an "interested" Director is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

## **ARTICLE 10. APPROVAL OF BYLAWS AND AMENDMENTS**

The Bylaws may be amended by a two-thirds vote of the members present at any general or special meeting, provided notice of the proposed action has been made available on the Programs Web Site, and emailed to each member as it appears in the records of the BYL, at least 10 days prior thereto.