

Lake Tapps Lacrosse Club
Bylaws
Approved November 13, 2008

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Article 1. Name and Duration

The name of the Corporation shall be Lake Tapps Lacrosse Club, hereinafter referred to as “LTLC.” The duration of LTLC shall be perpetual.

Article 2. Purpose

Section 01 501(c)(3) compliance

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 02 Lacrosse

Specifically, the purpose of LTLC is to teach, govern and promote the sport of lacrosse in Lake Tapps and the surrounding communities. LTLC will emphasize the development of skills, self-esteem, good sportsmanship, fitness and teamwork through the sport of lacrosse. To this end, we will field teams to participate at the youth and high school levels.

Section 03 Use of funds

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

Article 3. Membership

Section 01 Geographic boundaries

LTLC registers players that live within the geographic boundaries of the following School Districts: Auburn, Dieringer, Enumclaw, Sumner and White River.

Section 02 Membership

Membership in LTLC will be open to anyone who participates in the affairs of LTLC and who agrees to be bound by the Articles of Incorporation and Bylaws of LTLC. Participation is described as serving on the Board of Directors, coaching, managing, or otherwise participating in any sponsored activity or having a child who is a member of a team governed by the Club.

Section 03 Voting privilege

For voting purposes, the family of a registered team player in LTLC has a voting membership and

there will be one vote per registered participant. In recognition of participation and contributions to LTLC, coaches, managers and board members are entitled to one vote each if they do not currently have a child registered in an LTLC program.

Article 4. Board of Directors

Section 01 Definition

The final control and authority of LTLC, as limited by these by-laws, shall be vested in a body known as the Board of Directors, herein referred to as the “Board.”

Section 02 Composition of the First Board and Subsequent Boards

The trustees set forth in the Articles of Incorporation shall appoint the First Board of Directors made up of four executive officers (President, Vice President, Secretary, Treasurer) and a representative from each team. On the First Board only, any coach except for the Varsity Head Coach may serve as team representatives. Such appointments shall be made based on the potential board member’s previous involvement in local lacrosse programs, expressed interest in becoming a member of the board, and their suitability to assume board responsibilities.

After the first year, the Board shall be elected at an Annual General Meeting (AGM) by the voting membership of LTLC. The Board shall consist of the following:

- A. President**
- B. Vice President**
- C. Secretary**
- D. Treasurer**
- E. Director of Purchasing**
- F. High School Program Representative**
- G. Youth Program Representative**
- H. Director of Player Development (non-voting member)**
- I. Director of Coaching (non-voting member)**

Section 03 Authority of the Board

The Board shall have the authority to vote on the following matters:

- A. Setting LTLC team fees**
- B. Establishing the LTLC budget and supplementary budget items**
- C. Establishing new operating procedures and making changes or amendments to current operating procedures**

- D. Filling vacancies on the Board**
- E. Removing Board members or officers based on detrimental actions or neglect of defined duties or responsibilities**
- F. Selecting persons to committees**
- G. Approving LTLC team coaches and set compensation, if any**
- H. Establishing any necessary policies regarding:**
 - 1. registration and refunds*
 - 2. creation of new teams*
 - 3. player eligibility and team assignment*
 - 4. team roster requirements*
 - 5. coaching qualifications*
 - 6. discipline for players and coaches*
 - 7. fields/equipment/uniforms*
- I. Conducting other business of LTLC as required**

Section 04 Election of Officers and Directors

All Board positions except President and Secretary shall be up for election at the first AGM held in June, 2009. Thereafter, the election and removal of the Board shall be conducted as follows:

- A. The President, Secretary, Director of Player Development and Director of Purchasing will be elected in even numbered years for a period of two consecutive years.**
- B. The Vice President, Treasurer and Director of Coaching shall be elected in odd numbered years for a period of two consecutive years.**
- C. The High School and Youth Team Representatives shall be elected every year to serve a term of one year.**
- D. The Secretary shall announce in writing which Board positions are up for election 60 days before the AGM.**
- E. Nominations shall be made by anyone who meets the requirements for membership as stated in Article 3, Section 2. Nominations for a Board position shall be made in writing to the LTLC Secretary no later than 15 days prior to the AGM.**
- F. The Secretary shall announce in writing or post on the club web site all candidates for election one week before the AGM.**

Section 05 Irregularities and vacancies

- A. Any board member with unexcused absences at two consecutive meetings or who is negligent in his/her duties to the Board shall be subject to suspension or removal at the discretion of the Board.
- B. LTLC members serving as coaches may not serve in any board position. Head coaches for each team will serve as ex-officio members of the board but will have no voting rights on the board.
- C. If for any reason the President does not complete his/her term of office, the Vice President will become the President. In this case, the new term of office will include the time left in the current President's. The office of Vice President will remain vacant until the next AGM.
- D. Vacancies on the Board (except for those mentioned above) will be filled by the board at any general business or special meeting of the board. The officers elected will serve in that capacity until the next AGM.
- E. Directors shall serve without compensation but may receive reimbursement for expenditures incurred on behalf of the Club. Such reimbursement requires approval from the Board of Directors and shall be disclosed in the financial statements of the Club.

Section 06 Duties of Officers and Directors

A. President

The President shall supervise all activities of LTCL and teams affiliated with the Club. The duties of the President include, but are not limited to, the following:

- 1. Serve as chairperson at LTLC meetings.*
- 2. Call all meetings as required to complete the business at hand or as requested by at least two of the Board members.*
- 3. Assure that LTLC is properly represented at all state meetings.*
- 4. Act as the general representative of LTLC in all matters.*
- 5. Appoint standing and/or special committees and chairpersons thereof, as the needs of the LTLC may indicate, subject to the approval of the Board.*
- 6. Sign checks drawn on the LTLC bank account.*

B. Vice President

The duties of the Vice President shall include but are not limited to the following:

- 1. Promote the involvement of parents and other interested parties in LTLC.*

- 2. Organize and coordinate special functions and projects as determined by the Board.*
- 3. Represent LTLC at state meetings in the absence of or at the request of the President.*
- 4. Serve as chairperson at meetings in the absence of the President.*
- 5. Supervise all Club activities and programs.*
- 6. Sign checks drawn on the LTLC bank account.*
- 7. Manage the Information Systems (IS) and Marketing/Communication committees*
 - a) IS Committee duties – Coordinate software usage, publish LTLC web pages, publish team and club pages, manage mailing lists
 - b) Marketing/Communication Committee duties - send out registration forms and Club emails as needed, publish club news items as deemed necessary by the Board, publish club newsletter, marketing of LTLC team tryouts and all registration dates, distribute general LTLC news to local newspapers, work to secure sponsorships for the club.

C. Secretary

The duties of the Secretary shall include, but are not limited to the following:

- 1. Prepare all meeting minutes to be reviewed at subsequent meetings and publish approved minutes on the club website.*
- 2. Maintain records of any business conducted via email.*
- 3. Notify members of matters pertaining to meetings.*
- 4. Act as a custodian of all correspondence and records.*
- 5. Sign checks drawn on the LTLC bank account.*
- 6. Record the results of all elections and voting and maintain the Bylaws and Policies of the Club*
- 7. Organize player registration and the collection of player fees.*
- 8. Assign players within their age groups to teams as long as there are coaches available.*
- 9. Submit required forms and registration information to appropriate leagues in a timely manner for league play and work with coaches to submit proper documentation for tournament play.*

D. Treasurer

The duties of the Treasurer shall include but are not limited to the following:

- 1. Deposit all money received in an FDIC-insured bank in the name of LTLC.*

- 2. Provide properly authorized disbursements of Club funds.*
- 3. Keep the proper accounting on all items.*
- 4. Prepare financial reports on a monthly basis and distribute monthly financial statements to the Board.*
- 5. Prepare and present the annual tax statement, 1099's and other appropriate reports to the Board.*
- 6. Arrange for an annual audit of the LTLC financial records.*
- 7. Arrange for the preparation of a proposed budget for each fiscal year.*
- 8. Sign checks drawn on the LTLC bank account.*
- 9. Get proper bonding for appropriate board members.*

E. Director of Player Development (DOPD)

The DOPD shall be responsible for improving the ability of LTLC to teach lacrosse. The duties of the DOPD include, but are not limited to, the following:

- 1. Organize clinics and training sessions for players.*
- 2. Form teams and direct recruitment clinics based on the projected number of participants at each age level.*
- 3. Organize all LTLC administered competitions and tryouts.*

F. Director of Coaching (DOC)

The DOC shall be responsible for recruiting and maintaining coaches. The duties of the DOC include, but are not limited to, the following:

- 1. Organize clinics and training sessions for coaches.*
- 2. Assure that all coaches meet league standards including CPR and First Aid Certification and a Washington State Patrol background check.*
- 3. Head the committee that will be in charge of choosing LTLC team coaches.*
- 4. Recruit coaches.*
- 5. Develop a standard of coaching that is consistent across all levels of play.*

G. Director of Purchasing (DOP)

The DOP shall supervise the acquisition, inventory, distribution and collection of equipment for LTLC. The duties of the DOP include, but are not limited to, the following:

- 1. Obtain bids for the purchase of equipment for review by the Board.*

- 2. Make purchases as directed by the Board.*
- 3. Provide teams with equipment as directed by the Board.*
- 4. Appoint a committee to maintain program equipment*

H. Program/Team Representatives

These representatives shall represent his/her program and act for that program at all Board meetings. The duties of Team Representatives include, but are not limited to:

- 1. Attend all LTLC Board meetings for discussion and voting.*
- 2. Be knowledgeable of the feelings and policies of their teams, with voting based on this knowledge.*

Article 5. Amendments to these Bylaws

Section 01 Venue

Proposed changes or amendments to these Bylaws can only be effected at the Annual General Meeting.

Section 02 Procedure

A proposed change or amendment to the Bylaws must be submitted in writing to the LTLC Board Secretary at least 30 days before the AGM. The LTLC Board shall inform the voting members of LTLC that there are proposed changes or amendments to the Bylaws at least 15 days before the AGM. The proposed changes or amendments shall be publicly available during that time.

Section 03 Super-majority

Amendments to the Bylaws shall follow the procedures defined in Article 6, Section 01.

Section 04 Recording requirement

All approved changes or amendments shall be included in the AGM minutes.

Section 05 Effective date

All approved changes or amendments shall be in effect from the date of adoption.

Article 6. Meetings

Section 01 Annual General Meetings

Annual General Meetings (AGM's) shall be held on or about the second Tuesday of June, presided over by the President of the Board of Directors, to elect Board Members and approve Bylaw amendments. Notice of this meeting shall be made known to the membership at least thirty days in

advance of the date of the AGM.

Each voting member, as defined by Article 3, Section 3, is entitled to vote. Ballots will be distributed based on the criteria set forth in Article 3, Section 3. Since the number of participants in LTLC programs defines voting membership, families with multiple players will have multiple votes. Voting by proxy is not allowed.

A quorum of the lesser of 15 votes or 10% of the eligible votes is required to conduct any business of the membership.

Voting on Amendments to these Bylaws and elections for Officers and Directors shall be by secret written ballot. The Board Secretary shall collect and tabulate the votes, to be confirmed and announced by the Board President. The ballots shall be retained by the Secretary for 30 days or longer if directed by the majority of the Board. The ballots shall not identify the voter.

Election of Officers and Directors requires a simple majority of votes cast. Passage of Amendments to these Bylaws requires a two-thirds majority of the votes cast.

Section 02 Regular Board Meetings

Regular Board meetings shall be held monthly, or as deemed necessary by the current Board. Any member may attend any regular Board Meeting. The privilege of the floor is limited to board members and may be extended to any attendee at the discretion of the Chair. The Board reserves the right to adjourn to closed executive session as needed.

Section 03 Agenda

Any voting member, as defined in Article 3, Section 3 may present agenda items or issues for the Board's consideration. Such requests should be made in writing or by email to the LTLC Secretary. Any item received more than seven days prior to any regular meeting shall be addressed at that meeting. Requests submitted within seven days of a regular meeting may be addressed at that meeting or the following meeting at the President's discretion.

Section 04 Robert's Rules of Order

LTLC meetings shall be conducted as according to Robert's Rules of Order – Newly Revised.

Section 05 Order of Business

Board Meetings shall be conducted using the following Order of Business:

- 1. Roll Call***
- 2. Minutes***
- 3. Executive Board Reports***
- 4. Program/Team Reports***
- 5. Committee Reports***

6. Old Business

7. New Business

8. General Announcements

9. Adjournment

Section 06 Distribution and Posting of Minutes

A copy of the approved Board Meeting minutes will be distributed to the Board Members and filed with the LTLC Secretary. A summary of these minutes will be posted on the LTLC website in a timely manner following the approval of the minutes.

Section 07 Voting

Voting at General Board Meetings will be by a simple majority of Directors listed in the corporation's records in attendance.

No business may take place unless a quorum of two-thirds of the Board Members is present.

The Board may enact by majority vote any policy, procedure, or practice not in violation of these Bylaws to regulate the affairs of the Club.

The Board is authorized to create subcommittees to establish policy positions and/or recommendations on various topics for Board action and/or General Membership action

Section 08 Special Meetings of the Board

Special meetings of the Board may be called by the President of the Board or by any two Directors. It is expected that these meetings may be necessary to deal with sensitive or emergent issues. At least one week prior notice shall be given by the Secretary to each director when practical. Such notice may be oral or written and shall state the place, date and time of the meeting and matters proposed to be acted upon at the meeting. Special Meetings of the Board may or may not be announced to the membership.

Section 09 E-mail voting

Any action that could be taken at a meeting of the Board may be taken without a meeting via email. Documentation of any such action shall be inserted in the minute book as if it were the minutes of a Board Meeting.

Article 7. Finance

Section 01 Fiscal year

For accounting purpose, the fiscal year of LTLC shall begin on August 1 of each year and end July 31.

Section 02 Budget

The Treasurer, with the support of the Board, shall prepare a proposed budget for the next fiscal year. The proposed budget for the coming fiscal year shall be submitted to the Board of Directors by July 1 of each calendar year. The budget shall be limited for any given year to the expected income for that year plus the amount of funds carried over from the previous year. The budget may be adjusted, with board approval, at regular Board meetings based on current information available.

Section 03 Audits

The financial books and accounts of LTLC, maintained by the Treasurer, shall be audited by an external auditing committee at the end of each fiscal year. No member of the Board with signing privileges shall act as an auditor.

Section 04 Statement to the Membership

One week prior to the AGM, the Treasurer will prepare a statement of income and disbursements of funds. A copy of this statement shall be available to all interested parties.

Section 05 Check writing procedures

Financial transactions up to \$250 require only one signature. Board approval via e-mail, regular meeting, or budget process is required for financial transactions over \$250.00 if said transaction is not already included in the approved budget.

Section 06 Disclaimer of liability

LTLC specifically disclaims financial responsibility for, and shall not assume nor be held liable for, the debts or the financial obligations, either expressed or implied, of any affiliated team or any of the coaches, managers, or any affiliated team officials. No member or officer of LTLC may incur any expense or debt in the name of the Club without specific approval or authorization from the Board of Directors.

Section 07 Officers' and Directors' Disclaimer

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

These Bylaws approved by the Board of Directors and filed with the Secretary of the Corporation

Kevin B. Martin, President

Date

Kathi Lucchesi, Secretary

Date