

BY-LAWS
OF
Windham Youth Lacrosse Organization

Section 1.

NAME, PURPOSE, LOCATION, CORPORATE SEAL AND FISCAL YEAR

1.1 Name. The name of the Corporation shall be "Windham Youth Lacrosse Organization", further referenced as WYLO.

1.2 Purposes. The purposes of the Corporation shall be:

(a) To promote the development and growth of the sport of lacrosse through the formation of a youth lacrosse organization composed of active youth lacrosse programs in the Windham, Maine region and the affiliation of such youth lacrosse programs with the U.S. Lacrosse, Inc.

(b) To promote and develop through the operation of a youth lacrosse organization the knowledge of the rules and skills of lacrosse;

(c) To promote and develop through boys and girls participating in youth lacrosse the qualities of sportsmanship, teamwork and respect for coaches, officials and 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 the building of character; and

(e) In general to do all things as may be appropriate to promote and accomplish any of the foregoing purposes.

1.3 Location. The principal office of the Corporation of WYLO shall be in Windham, Maine.

1.4 Corporation Seal. The Directors may adopt and alter the seal of the Corporation.

1.5 Fiscal Year. The fiscal year of the Corporation shall, unless otherwise decided by the Directors, end on the 31st day of the 12th month in each calendar year.

Section 2. MEMBERSHIP

2.1 Membership Qualification

(a) Membership shall be open to all parents and/or guardians of children in the Windham-Raymond School District who are registered with WYLO, as well as sponsors, coaches, and other individuals (18 years of age or older) who have volunteered for the organization during the season; and

(b) WYLO reserves the right to allow people from neighboring communities, upon approval by 2/3 vote by WYLO Board, to participate in WYLO sponsored programs. Any board-

approved player must be registered as a WYLO member, a US Lacrosse member and must have fee paid as per WYLO registration agreement prior to participating in any WYLO sponsored activity, and

(c) The Board of Directors may remove for cause a member at a meeting called for that purpose. A two-thirds vote of the Board is necessary, and notice of at least fourteen (14) days prior to the meeting must be given to the member.

2.2 Voting Members

(a) Members of the Board of Directors shall have voting rights, during the term of their service.

2.3 Non-Voting Members

(a) All parents and sponsors of lacrosse players, participating in any of the programs of the WYLO shall be non-voting members, except for General Elections at the Annual General Meeting for the purpose of electing WYLO Board Members, and

(b) There may be other classes of non voting members, who shall in such capacity have no right to vote at any meeting, shall not be considered for purposes of establishing a quorum, and shall have no other rights or responsibilities except as may be specifically delegated to them by the Board of Directors. The Board may designate certain persons or groups of persons as non voting members from time to time, and the Directors may confer upon non voting members such powers, rights or responsibilities, individually or in groups, as they deem necessary or appropriate.

Section 3.

BOARD OF DIRECTORS

3.1 Officers The Board of Directors shall consist of

- (a) President
- (b) Vice-President
- (c) Secretary
- (d) Treasurer
- (e) Fundraising
- (f) Registrar

As defined in Section 4, Officers and Agents

3.2 Powers The Board of Directors shall govern and administer the day-to-day operation of WYLO within the scope of the Bylaws and the policy guidelines set by the Bylaws.

3.3 Tenure. Each Board Member shall be elected for a two year term, provided, however, that a successor has been elected. A board member may be elected to succeed him or herself.

3.4 Suspension or Removal. A Board Member may be suspended or removed with or without cause by vote of a majority of the Board Members then in office.

3.5 Resignation. A Board Member may resign by delivering his or her written resignation to the president, treasurer or secretary of WYLO, to a meeting of the members or Board Members. Such resignation shall be effective upon receipt (unless specified to be effective at some other time) and acceptance thereof shall not be necessary to make it effective unless it so states.

3.6 Vacancies. Any vacancy in the Board of Directors shall be filled by the Board through a majority vote at a regularly scheduled meeting.

3.7 Regular Meetings. Two regular meetings of the Board shall be held each year. The first regular meeting of the Board shall be held prior to the beginning of league play, on such date and at such time as shall be determined by the Board. The second regular meeting of the Board shall be held following the end of each lacrosse season, at such time and on such date as shall be determined by the Board.

3.8 Special Meetings. Special meetings of the Board may be held at any time and at any place when called by the president or by two or more Board Members.

3.9 Quorum. At any meeting of the Board a majority of the Board Members then in office shall constitute a quorum.

3.10 Action by Vote; Major Decisions. When a quorum is present at any meeting, a majority of the Board Members present and voting shall decide any question, unless otherwise provided by law, the articles of organization or these by-laws.

3.11 Action by Writing. Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if all the Board Members consent to the action in writing and the written consents are filed with the records of the meetings of the Board. Such consents shall be treated for all purposes as a vote at a meeting.

Section 4 OFFICERS AND AGENTS

4.1 Number and Qualification. The officers of WYLO shall be a president, a vice president, a treasurer, a secretary, a fundraising officer, and a registrar together with such other officers, if any, as the Board of Directors may determine. A person may not hold more than one office at the same time.

4.2 Election. All Board Members shall be elected at the annual meeting of the WYLO in October of each calendar year.

(a) members will be nominated by active members of WYLO

(b) votes may occur via paper, hand or electronic ballot, with majority ruling

4.3 President. The president shall preside at all meetings of the Board and WYLO, except as the Board shall otherwise determine, and shall have such other powers and duties as may be determined by the Board.

- (a) Shall have the deciding vote in the event of a tie
- (b) Represent WYLO at district, state and national meetings
- (c) Maintains the WYLO website

4.4 Treasurer. The treasurer shall be the chief financial officer and the chief accounting officer of the Corporation. The treasurer shall be in charge of its financial affairs, funds, securities and valuable papers and shall keep full and accurate records thereof. The treasurer shall have such other duties and powers as designated by the Board of Directors.

- (a) Schedules and pays referees when applicable

4.5 Vice President. The vice president shall preside at meetings of the Directors in the absence of the president. The vice president shall have and may exercise such other duties and powers as may be designated by the Board of Directors. The vice president may exercise all of the powers and duties of the president during the absence of the president or in the event of the inability of the president to act, except as otherwise determined by the Board of Directors.

- (a) Coordinates uniforms and equipment needs
- (b) Collects and review Criminal Offender Record Investigation (CORI) reports on all board members, coaches and assistant coaches

4.6 Secretary. The secretary shall record and maintain records of all proceedings of the members and Board of Directors in a book or series of books kept for that purpose. Such books shall also contain records of all meetings of incorporators and the original, or attested copies, of the articles of organization and by-laws and names of all members and Directors and the address of each. If the clerk is absent from any meeting of members or Board of Directors, a temporary clerk chosen at the meeting shall exercise the duties of the clerk at the meeting.

- (a) Notifies the members of regular scheduled meetings and clinics via email, website and or publications
- (b) Scheduling coordinator for practices and games

4.7 Fundraising Coordinator. The fundraising coordinator shall be responsible for positive ideas and functions that will benefit the program and are board approved.

4.8 Registrar. The registrar shall be responsible for registering all players and maintaining accurate records in accordance with US Lacrosse, Inc standards, to include submission of forms and rosters for WYLO team entry in tournaments and scheduling team pictures. They will also be responsible for volunteer applications and distribution of volunteers in an efficient manner that is beneficial to WYLO.

4.9 Coaches.

- (a) All Head Coaches must be at least twenty-one (21) years of age and must be approved by the Board of Directors

- a. Interested coaches shall submit a letter of interest
- b. Head coaching positions will be voted on by the Board of Directors, with majority rules
- (b) All Assistant Coaches will be selected by the Head Coach, and must meet with Board approval.
- (c) Board of Directors maintains right to remove any Head Coach or Assistant Coach if said coach is not coaching in accordance with WYLO mission.
- (d) Head Coaches must understand and be experienced in coaching under Youth League rules and regulations, in accordance with US Lacrosse, Inc.
- (e) All Head Coaches, their assistants, and all Board Members must have on file with the Secretary, a CORI report received from the Criminal History Systems Board (CHSB), State of Maine. This report must be on file before the start of preseason practice. Should the letter not be provided within that time, all privileges as a coach, assistant or Board Member will be suspended until such letter is obtained by the WYLO CORI officer.

Section 5.

EXECUTION OF PAPERS

Except as the Board of Directors may generally or in particular cases authorize the execution thereof in some manner, all deeds, leases, transfers, contracts, bonds, notes, checks, drafts and other obligations made, accepted or endorsed by the Corporation shall be signed by the president, or by the vice president and treasurer, except for checks less than \$250 (two hundred fifty) may be solely signed by the treasurer.

Section 6

PERSONAL LIABILITY

The Board of 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

Section 7.

INDEMNIFICATION

7.1 The purpose of the Corporation, as stated herein, shall be carried out by its board of directors in a manner that will enable the Corporation to qualify as an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and the regulations promulgated there under. Toward this end, the Corporation shall have the following powers in furtherance of its purposes:

- (a) The Corporation may purchase, receive, take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and deal in and with real or personal property, or any interest therein, wherever situated, in an unlimited amount;
- (b) The Corporation may solicit and receive contributions from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest;

(c) The Corporation may sell, convey, lease, exchange, transfer, mortgage, pledge, encumber, create a security interest in or otherwise dispose of, by gift or in any other manner, any or all of its property, or any interest therein, wherever situated and however acquired;

(d) The Corporation may purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use or otherwise deal in and with, bonds and other obligations, shares or other securities or interests issued by others, whether engaged in similar or different business, governmental or other activities;

(e) The Corporation may make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine and issue its notes, bonds and other obligations with or to any person, firm association, corporation, municipality, country or any other entity;

(f) The Corporation may lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

(g) The Corporation may be an incorporator of other corporations of any type or kind;

(h) The Corporation may be a partner in any business enterprise which it would have power to conduct by itself;

(i) The directors may make, amend or repeal the by-laws in whole or in part, except with respect to any provision thereof which by law or the by-laws requires action by the members;

Windham Youth Lacrosse Organization

Signature Page

12-29-2010

President:

Doug McInnis

Vice President:

Steve Pock

Treasurer:

Dena MacVane

Secretary:

Su-Anne Hammond

Fundraising Coordinator:

Ben Schulz

Registrar:

Geoff Heckman

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