

SMITHSON VALLEY LACROSSE

Constitution and Bylaws

Amended (June 9, 2015)

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SMITHSON VALLEY LACROSSE

Constitution and Bylaws

The following is the established Constitution and Bylaws set forth by Smithson Valley Lacrosse adopted by the Board of Directors.

ARTICLE I – NAME AND PURPOSE

Section 1.01 - The name of the organization shall be Smithson Valley Lacrosse, (SVLAX) (herein referred to as SVLAX)

Section 1.02 - SVLAX (the Organization) may conduct business as SVLAX or Smithson Valley Lacrosse.

Section 1.03 – Primary Purpose(s). SVLAX is organized for the purposes set forth in its Articles of Incorporation which are filed with the State of Texas, and to promote the education of and dissemination of knowledge and training about lacrosse among its participants, player's parents or guardians, coaches, and other interested persons, in an atmosphere of sportsmanship, character, tolerance, discipline, leadership and to nurture youth fitness.

Section 1.04 – Nature of the Corporation. SVLAX nonprofit corporation formed under the State of Texas, which is organized and shall be operated in accordance with the meaning and provisions of Section 501(c) (3) of the Internal Revenue Code and the regulations issued there under.

Section 1.05 - In the event SVLAX is disbanded by two-thirds majority vote of the Board of Directors, all assets (after resolution of all debts) will be given to the Central Texas Youth Lacrosse Association. If the Central Texas Youth Lacrosse Association is disbanded as well, all assets will be given to U.S. Lacrosse to be used at discretion to the benefit of all lacrosse programs.

Section 1.06 - All team and/or cheer colors affiliated with SVLAX shall be navy blue and white. The team mascot shall be the Rangers.

ARTICLE II – OFFICES

Section 2.01 – Registered Office. The principal registered office for the transaction of the business of SVLAX shall at all times remain in the State of Texas, a registered agent, and be established and located at P.O. Box 458 Spring Branch, Texas 78070, unless otherwise designated by the Board of Directors. The Board of Directors is granted full power to change the principal office from one location to another.

Section 2.02 – Other Office. SVLAX Youth teams (Grades K-8) participate in the Central Texas Youth Lacrosse Association (herein referred to as CTYLA) and operate within the league rules and Bylaws of the CTYLA. SVLAX High School teams (Grades 9-12) participate in the Texas High School Lacrosse League (herein referred to as THSLL) and operate within the league rules and Bylaws of the THSLL. The SVLAX, Inc. Bylaws do not supersede CTYLA or THSLL Bylaws.

ARTICLE III – BOARD OF DIRECTORS

Section 3.01 – General Powers. The Board of Directors shall have the general power to manage and control the affairs and property of SVLAX, and shall have full power, by majority vote, to adopt rules and regulations governing the action of the Board of Directors.

Section 3.02 - Number, Election, and Term of Office. The Board of Directors shall consist of no less than seven (7), and no more than eighteen (18) members. Election to the Board of Directors shall be by majority vote of the Officers, which shall occur, except in the case of filling vacancies, at each annual meeting thereof. The slate of candidates for each position shall be determined by the Nominating Committee (Section 5.08, Item 3). Each Director shall hold office for a term of one (1) year and thereafter until his/her successor is elected and qualified.

Section 3.03 – Resignation; Removal. (a) A Director may resign from the Board of Directors at any time by giving notice of resignation in writing (email accepted) addressed to the President or Secretary of SVLAX or by presenting a written resignation at an annual, regular, or special meeting of the Board of Directors. (b) Except as otherwise provided by law, at any meeting of the Board of Directors called expressly for that purpose, any Director may be removed, with or without cause, by the vote of a majority of the Officers then in office. Any such Director shall be entitled to at least ten (10) days' notice in writing, by United States and/or electronic mail (e-mail), of the meeting at which such removal is to be voted upon and shall be entitled to appear before and be heard at such meeting. The Director may request a Time Critical meeting by waiving his/her right to the minimum ten (10) days' notice. A Time Critical request must be made by telephone within twenty-four (24) hours of receipt of Notice of Meeting by the Director in question to the SVLAX President.

Section 3.04 - Vacancies. Any vacancy occurring on the Board of Directors prior to the expiration of a term shall be filled by such person as shall be elected by the remaining members of the Board of Directors. A Director so elected to fill a vacancy shall hold office for the unexpired term of his/her predecessor in office.

Section 3.05 - Annual and Regular Meetings. The Board of Directors shall hold an annual meeting in the month of June or July. A quorum of the majority of the Officers (5) must be in attendance to vote on any matter, except when otherwise noted herein, at all Regular, Special or Emergency Board meetings. Any business may be transacted at meetings where a majority of all Officers are in attendance. The Board of Directors shall hold its regular meetings at a minimum on a quarterly basis. Notice of regular meetings need not be given.

Section 3.06 – Meeting Place. The Board may hold any of its meetings at locations inside or outside of Comal Independent School District as the Board may designate. Board members may participate in any regular or special Board meeting by conference call or by Internet chat, provided that all members can hear or read. This type of participation shall be the same as physical presence at the meeting.

Section 3.07 - Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) Officers. The President shall be authorized to call special meetings of the Board of Directors and may fix any reasonable date, hour, and place, within the State of Texas, as the date, hour, and place for holding any special meeting of the Board called by them. Meetings can also be accomplished by Phone or Webcast as long as a majority of the Board is OK with this approach.

Section 3.08 – Notice. Notice of any special meeting of the Board of Directors shall be given at least three (3) days previously thereto by written notice delivered personally, sent by regular U.S mail or other means of electronic transmission to each Director at his/her address as shown in the records of SVLAX. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage prepaid. If notice is given electronically, such notice shall be deemed to be delivered when the electronic notice is delivered to the intended addresses server or electronic device. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at, and the purpose of, any special meeting of the Board of Directors need not be specified in the notice or waiver of notice of such meeting.

Section 3.09 – Quorum, Proxies and Manner of Acting. Except as otherwise provided by law, the presence of a majority of the authorized number of Officers shall be required to constitute a quorum for the transaction of business at any meeting of the Board, and all matters shall be decided at any such meeting, quorum being present, by the affirmative votes of a majority of the Officers present. After a quorum is established, a smaller number of Officers may adjourn from time to time. The Officers shall act as a Board, and the individual Officers shall have no power as such. In all instances of governance not outlined within the Bylaws, (**Robert’s Rules of Order**) shall be the governing document. Proxies shall not be permitted.

Section 3.10 – Action by Consent. Any action required or permitted to be taken at any meeting of the Board or of any committee thereof may be taken without a meeting if a written consent thereto is signed by all members of the Board or such a committee, as the case may be, and such written consent is filed with the minutes of proceedings of the Board or such committee.

Section 3.11 - Informal Action. Any action may be taken without a meeting of the Directors if consent in writing setting forth the action so taken shall be signed by all of the Officers.

Section 3.12 - Compensation. Directors, except the Vice President Lacrosse Program, as such shall not receive any stated compensation for their services but may be reimbursed for reasonable direct operation expenses incurred on behalf of the organization. The exception to this rule is the Vice President Lacrosse Program. This position may have a cash stipend associated with it with amount and job duties defined in a signed contract between SVLAX and the Vice President Lacrosse Program. Expenses of attending Board meetings shall not be reimbursable. Nothing herein shall be construed to preclude any Director from serving SVLAX in any other capacity and receiving compensation therefore.

ARTICLE IV – OFFICERS

Section 4.01 – Officers. The Officers of SVLAX shall be designated from among its Board members as the Executive Officers as such described:

- 1) President
- 2) President Elect
- 3) Treasurer
- 4) Secretary
- 5) Vice President Communications
- 6) Vice President Facilities
- 7) Vice President Fund Raising
- 8) Vice President Lacrosse Program
- 9) Vice President Membership

Other such Officers may be elected, from time to time, by the Board in accordance with the provisions of this Article with such duties as it may prescribe. Not more than one office may be held simultaneously by the same person. Spouses may not hold separate Officer Positions in the same year. The President shall have general supervision, direction, and control, of the officers, coaches, volunteers, business, and affairs of SVLAX, unless directed otherwise by the Board. . To hold the position as the SVLAX President, you must have served the previous year as the SVLAX President Elect unless otherwise approved by a majority vote of the Officers currently in office.

Section 4.02 - Election and Term of Office. The Officers of SVLAX shall be elected by a majority vote of the members of the Board of Directors at the organizational meeting and the Officers at every annual meeting of the Board thereafter, except that new offices may be created and filled at any meeting of the Board of Directors. Each Officer shall hold office for a term of one (1) year and thereafter until his/her successor shall have been duly elected and qualified. Officers may serve no more than four (4) consecutive years in the same position, but may be elected to serve in other Board positions. Officers may be re-elected to their former position in a non-consecutive, ensuing, year.

Any Officer may nominate him/herself to serve on the Board of Directors from the floor at the annual meeting; any Officer may nominate him/herself or make his/her intentions known to the nominating committee for consideration for re-election; nominations from the floor during the annual meeting may only be entertained, however, by a unanimous vote of those Officers present at the annual meeting. A majority vote will suffice the rules in any situation, at any time, at any meeting of the Board, and for any purpose not otherwise outlined herein.

Section 4.03 - Removal. Any Officer may be removed upon an affirmative vote of two-thirds (2/3) of the remaining Officers, whenever in its judgment the best interests of SVLAX would be served thereby.

Section 4.04 - 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.

Section 4.05 – President. The President shall be the Chairman of SVLAX and exercise the duties as customarily pertain to the office and shall have general and active supervision over the property, business, and affairs of SVLAX, and over its other Officers, grade representatives, coaches, and volunteers. The President may discharge Directors and agents. The President may sign, with the Secretary or any other proper Officer of SVLAX authorized by the Board of Directors, execute and deliver, in the name of SVLAX, powers of attorney, contracts, bonds, and other obligations. The President may not be a head coach. The President will attend the THSL and CTYLA meetings. In the event

he/she cannot – the President Elect, Vice President Lacrosse Program or another Officer shall attend the meeting. The President may appoint a Board Parliamentarian with oversight of the Bylaws reporting to the President. The past-President will be appointed as *ex-officio* Director.

Section 4.06 –President Elect In the event the death, resignation or removal of the President, the person who serves as President Elect shall assume the office of President until the Board of Directors elects a successor to the President and shall perform all such other duties as may be prescribed by the Board of Directors from time to time. The President Elect shall act in the absence of the President with the same power and authority. The President Elect will attend the THSLL and CTYLA meetings in the event that the President or Vice President Lacrosse Program cannot. The President Elect will assist the Vice President Facilities, Treasurer and President in the development and submittal of grant requests for facility development and maintenance. The Vice President shall oversee the Team Director (Section 4.15) The President Elect shall also perform such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.07 - Secretary. The Secretary shall keep the minutes of the meetings of the Board of Directors; see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law; be custodian of the corporate records, player and volunteer database; document and maintain official rosters; . The Secretary also performs such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.08 - Treasurer. The Treasurer shall be responsible for all funds and securities of SVLAX and be responsible for those duties specified in section 5.08, Item 2 (Finance Committee); receive and give receipts for monies due and payable to SVLAX and deposit all such monies in the name of SVLAX in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the Bylaws; and perform such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.09 Vice President Communications. The Vice President Communications shall be responsible for all activities associated with the development, use and maintenance of the SVLAX internet site www.SVLAX.net. This includes managing external contracted resources. The Vice President Communications coordinates all activities with the President. The Vice President Communications shall coordinate with the Vice President Lacrosse Program to inform all association members of any critical information, including schedule changes, venue changes, field closings and conflicts that affect the association or game play. The Vice President Communications also performs such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.10 – Vice President Facilities. The Vice President Facilities shall be responsible for activities associated with the development, use and maintenance of SVLAX practice and game facilities at Jumbo Evans Sports Park. The Vice President Facilities also performs such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.11 – Vice President Fund Raising. The Vice President Fund Raising shall be responsible for all fund raising and sponsorship activities including, but not limited to, raffles, the Spring Jam, sponsorships, and concession sales at games that are “hosted” by SVLAX. This includes coordinating all concession sales/contracts and the receipt of monies and distribute funds to the Treasurer. The Vice President Fund Raising also performs such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.12 – Vice President Lacrosse Program. The Vice President Lacrosse Program shall be responsible for developing and managing the Lacrosse Program for SVLAX. This includes hiring and managing all coaching staff for the Youth and High School teams, developing coaching training materials and other resources including SVLAX game playbooks and strategy. The Vice President Lacrosse Program coordinates all activities with the President. The Vice President Lacrosse Program also performs such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.13 – Vice President Membership. The Vice President Membership shall be responsible for managing the player registration process including publicity, maintaining the player registration database, producing reports and coordinating with the Vice President Communications Director for Online Registration activities. The Vice President Membership also performs such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.

Section 4.14 – Equipment Director. The Equipment Director shall be responsible for all aspects of player equipment and uniforms including maintaining an inventory and ordering, distributing, and maintaining the equipment and uniforms. The Equipment Director coordinates all activities with the Vice President – Lacrosse Program. If this position is not filled – these duties will be managed by the Vice President Lacrosse Program.

Section 4.15 - Event Director. The Event Director shall be responsible for coordinating all fundraising events. Examples in the past include the Spring Jam, Super Bowl Squares and the Shoe Drive. The Event Director coordinates all activities with the Vice President Fund Raising. If this position is not filled – these duties will be managed by the Vice President Fund Raising

Section 4.16 – Sponsorship Director. The Sponsorship Director shall be responsible for acquiring sponsorships from private and public companies. The Sponsorship Director coordinates all activities with the Vice President Fund Raising. If this position is not filed – these duties will be managed by the Vice President Fund Raising.

Section 4.17 – Team Director – The Team Director shall be responsible for communications between SVLAX and the team parents. Getting feedback as well as providing info. Every team will have a parent that will act as team liaison. The Team Director coordinates all activities with the President Elect.

ARTICLE V – COMMITTEES

Section 5.01 - Purposes. The Board of Directors may establish such regular committees to assist it in the performance of its duties as it considers appropriate.

Section 5.02 - Number, Election, and Term of Office. The number of members of each regular committee shall be determined by the Officers. Members of each regular committee shall be elected by the affirmative vote of a majority of the Officers and shall serve until resignation or removal by the affirmative vote of a majority of the Officers.

Section 5.03 - Officers. The President may designate from among the members of each regular committee a Chairman and/or Vice Chairman of such committee, and such other officers as the President may determine. The Chairman, Vice Chairman, and any other officers of each such committee shall have such duties as the President prescribes.

Section 5.04 - Vacancies. Vacancies in the membership of any committee will be filled by the head of that committee or Director in which that committee is under until the time that the Director or

Committee head can appoint a new member to fill the vacated position.

Section 5.05 - Quorum. Unless otherwise provided in the resolution of the Officers designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at the meeting at which a quorum is present shall be the act of the committee.

Section 5.06 - Rules. Each committee may adopt rules for its own government not inconsistent with the Bylaws or with rules adopted by the Officers.

Section 5.07 - Powers. Each regular committee shall have such powers as the Board of Directors may grant it consistent with law, the Articles of Incorporation, and the Bylaws.

Section 5.08 – Committees.

A) The Board may, by resolution passed by a majority of the Officers, designate one or more committees. Any such committee, to the extent provided in the resolution of the Board, shall have and may exercise all powers authority of the Board in the management of the business and affairs of SVLAX, and may authorize the seal of SVLAX to be fixed to all papers which require it. No committee shall have power or authority to amend the By-laws, encumber property or assets of SVLAX, or to enter into contracts on behalf of SVLAX. Any such committee shall keep written minutes of its meetings and report the same to the Board at the next regular Board meeting.

The President of the Board shall have the authority to designate one or more committees, as he or she shall deem necessary. Committees designated by the President shall be governed by the same rules as those governing committees designated by Board resolution as described earlier in this section.

B) Except as may be otherwise ordered by the Board of Directors, the President shall appoint the members of all special or other committees or standing committees of the Board with the exception of the Finance Committee. The President of the Board shall be an *ex-officio* member of all standing committees.

In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the Board to act at a meeting in the place of any such absent or disqualified member.

The following are the standing committees of SVLAX:

Item 1. Executive Committee (Executive Board). This committee is composed of the Officers of SVLAX. The Executive Board shall meet at the call of the President or President Elect or any two (2) Officers of SVLAX between regularly scheduled meetings of the Board. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business by the Executive Board. The President or in the President's absence, the President Elect shall serve as committee chair. The Executive Board shall have power to authorize expenditure of funds on behalf of SVLAX. Proxies are not permitted.

Item 2. Finance Committee. There shall be a Finance Committee whose responsibilities shall include fact finding for the Board on matters relating to the financial administration of SVLAX, preparation of the annual budget for presentation to the Board, and for recommending and arranging an annual audit of the books, financial statements, filing of local, state, and federal tax returns as required by law, and financial controls of SVLAX. The committee shall establish the policy by which funds of SVLAX shall be deposited, withdrawn, and invested; policy on bank selection and procedures for the budget process.

These policies and supporting procedures shall be published and made available to the Board. The President Elect, Treasurer, and one other member of the Board shall serve on this committee. The Treasurer shall serve as chair of the committee.

Item 3. Nomination Committee. There shall be a Nominating Committee comprised of no more than five (5) and no less than three (3) Board of Directors members. The President shall entertain nominations from the Board of Directors to serve on the nomination committee which will work to recruit new or nominate returning board members as a slate of officers to be considered for election at the Annual Meeting. The President will chair the committee and the President Elect will be the vice chairperson.

Item 3. Director Conflict of Interest.

A. No Executive Officer shall vote on a question in which such Officer is or has interested, except the election of a President or other Officer or of members, of any Committee of the Board. No contract or other transaction of SVLAX shall be affected or invalidated in any way by the fact that any of the Directors of SVLAX are in anywise interested in or connected with any other party to such contract or transaction, or are themselves parties to such contract or transaction. The Directors shall fully disclose such interest or connection to the Board at the meeting at which such contract or transaction is authorized or confirmed. The contract or transaction must be deemed fair to SVLAX at the time authorized or confirmed by the Board. A majority of non-interested directors must be present and voting at the meeting where contract/transaction approval is given. No vote shall be disqualified because of interest in the Contract or transaction. If a member of the Board of Directors stands to gain any monetary compensation as an outside vendor SVLAX, then three (3) sealed bids will be made to Treasurer.

B. No contract or other transaction between SVLAX and any other business entity shall be affected by the fact that any of the Directors of SVLAX are interested in or are directors or officers of such other SVLAX, if such contract or transaction be made, authorized, or confirmed by the Board in the manner provided in the preceding paragraph, or by committee of SVLAX having the requisite authority, by vote of a majority of the members of such committee not so interested; and any Director individually may be party to or may be interested in any contract or transaction of SVLAX, provided that such contract or transaction shall be approved by the Board or by any Committee of SVLAX having the requisite authority, in the manner herein set forth.

C. The Board, in its discretion, may submit any contract or act of the Board or of any committee for approval or ratification at any annual meeting of the members, or at any special meeting of members. If a special meeting is called for the purposes, all or in part, of approval or ratification of a contract or General Board action by the members, the special meeting notice shall so state this.

D. Any Officer of SVLAX may vote upon any contract or other transaction between the SVLAX and any subsidiary Association without regard to the fact that such a person is also a Director of such subsidiary Association.

ARTICLE VI – CONTRACTS AND BANK ACTIVITY

Section 6.01 - Contracts. The Board of Directors may authorize any Officer or Officers, agent or agents of SVLAX, in addition to or in place of the Officers so authorized by the Bylaws, to enter into a contract or execute and deliver any instrument or document in the name and on behalf of SVLAX, and such authority may be general or confined to specific instances.

Section 6.02 - Checks, Drafts, Investment Funds and Similar Documents. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of SVLAX, shall be signed by such Officer or Officers and/or agent or agents of SVLAX and in such manner as shall from time to time be determined by resolution of the Board of Directors. The Board shall oversee the dissemination or usage of funds held within the established checking account. Funds in excess of three-thousand (\$3,000) dollars may be withdrawn on any two (2) signatures of the President, or Treasurer. Funds in the amount of two-thousand nine hundred ninety-nine (\$2,999.00) dollars or less may be withdrawn with the single signature of the President, President Elect or Treasurer. If there are any capital investment funds, their status will be reported by the Treasurer to the Board on a quarterly basis. Only a unanimous vote by the Officers can approve or disapprove the usage or dissemination of capital investment funds (i.e. a certificate of deposit).

Section 6.03 - Deposits. All funds of SVLAX shall be deposited from time to time to the credit of SVLAX in such banks, trust companies or other depositories as the Board of Directors select.

Section 6.04 – Capital Expenditures. Prior to Board approval, any proposed capital expenditure over \$3,000.00 shall require a minimum of three (3) bids presented to the Board in documented invoice or bid form. Electronic (e-mail) form is acceptable.

Section 6.05 - Gifts and Contributions. The Board of Directors may accept on behalf of SVLAX any contribution, gift, bequest, or devise for the general purposes or for any special purpose of SVLAX. Such contributions, gifts, bequests, or devises shall be in conformity with the laws of the United States, the State of Texas and any other relevant jurisdiction.

ARTICLE VII – INDEMNIFICATION

Section 7.01 Actions or Suits. SVLAX shall indemnify any person party to or threatened to be made party to any lawsuit, when that person is performing as an authorized agent of SVLAX and when that person was acting in good faith and in a manner that he or she believed to be in the best interests of SVLAX, and had no reason to believe the person's conduct was unlawful.

Indemnification shall be for attorney's fees, judgments, and fines. An entering of a no contest (*nolo contendere*) plea shall not affect the indemnification in any way. The fact that said person is no longer affiliated with SVLAX shall not affect their eligibility for indemnification in any way.

Section 7.02 Determination of Right of Indemnification. Eligibility for indemnification under section 7.1 Shall (unless ordered by the court) be made only by majority vote of the Board.

ARTICLE VIII – NET EARNING PROHIBITIONS, AND DISTRIBUTION UPON DISSOLUTION, FISCAL YEAR

Section 8.01 -Net earnings. Are to be distributed according to Section 501(c) of the IRS Code of 1986 or corresponding section of any future Federal tax code.

Section 8.02 – Distribution Upon Dissolution. Upon dissolution of SVLAX, assets shall be distributed in accordance with Section 501 (c) of the IRS Code of 1986 or future corresponding Federal tax code. The fiscal year of SVLAX shall begin on January 1 and end on December 31 in each year.

ARTICLE IX - WAIVER OF NOTICE

Section 9.01 – Waiver of Notice. Whenever any notice is required to be given under the provisions of the law of Texas or under the provisions of the Articles of Incorporation or the Bylaws of SVLAX, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE X – INSPECTION OF THE CORPORATE BOOKS, RECORDS AND AMENDMENTS

Section 10.01 - Inspection of the Corporate Books. The Board from time to time shall determine the extent, times, and places, and under what conditions the corporate books shall be open to inspection. All Directors shall have a right to inspect any SVLAX account, book, or document with authorization of the Executive Officers.

Section 10.02 – Records. SVLAX shall keep correct and complete books and records of account and also keep minutes of the proceedings of its Board of Directors and committee boards having any of the authority of the Board of Directors. The Treasurer shall present an annual financial report during the annual meeting and a recommended budget of line item revenue and expenses for the ensuing fiscal year. The Treasurer will present a monthly financial statement to report the revenues and expenditures for the previous month.

Section 10.03 - Amendments. Amendments to the existing Bylaws can be made at any Board meeting by a majority vote of the Executive Officers present at any annual, regular or special meeting, provided that the proposed amendment is submitted in writing fifteen (15) days in advance of said meeting to all Board members. The Bylaws of SVLAX shall be subject to change only by action of the Board of Directors.

Section 10.04 – Suspension of BY-LAWS. A By-Law may be suspended during the current year by the vote of a simple majority of the Executive Officers. At the end of that year the By-Law must be reinstated and may not be suspended the next year unless amended as in Section 10.03 above.

ARTICLE XI – COACHES

Section 11.01 - Selection of head coaches and coaching staffs.

A) Assignment of all coaches shall be made at the discretion of the Vice President Lacrosse Program; the Vice President Lacrosse Program must get Board Approval on the coaching staff assignments. When selecting coaches, the Vice President Lacrosse Program and Board must consider a prospective coach's overall support of the organization, leadership of his team and staff, interaction with his players parents, his technical competence and dedication

to the program and its goals. Prospective coaches may also undergo a board of directors or committee interview to be considered for selection.

B) Coaches must submit a full background information sheet in order to be considered for a coaching position. All coaches must be U.S. Lacrosse – Level 1 Certified before their second year of coaching unless waived by the Board. Second year coaches will have to submit their U.S. Lacrosse Level 1 certification paperwork in order to participate as a coach unless waived by the Board. No walk-on personnel shall be permitted on the practice or game field without express, prior permission of an Executive Officer or the Vice President Lacrosse Program.

C) All coaches must wear appropriate athletic or official SVLAX gear to all practice sessions; official SVLAX coach's shirts must be worn to all games.

D) Coaches who receive parental complaints, verbal or otherwise, must report said complaints to the Vice President Lacrosse Program within 24 hours of the receipt of said complaint. It may be necessary and is recommended that the head coach document player attendance, performance, behavior, etc. in this context; head coaches shall handle all complaints, comments or other communications from parents of players; any attempt by parents to circumvent dealing with a head coach regarding complaints, etc. by addressing them with a staff member, other parents, board members or any other SVLAX volunteer shall be subject to violation of the SVLAX Code of Conduct. The Vice President Lacrosse Program shall report all complaints to the President. If there is a complaint which involves the Vice President Lacrosse Program, then the complaint may be reported to the President.

E) The chain of command to handle complaints from parents shall be as follows: Head Coach, Vice President Lacrosse Program, President, Executive Officers.

F) All coaches shall be required to adhere to all directives and responsibilities as outlined and indicated by the U.S. Lacrosse Official Coaches' Handbook.

ARTICLE XII – PLAYERS, ROSTERS AND TEAMS

Section 12.01 – Code of Conduct. All players are subject to the SVLAX Code of Conduct.

A) All players must sign and have countersigned by their parents (both), parent (if single) or legal guardian(s) the SVLAX Official Code of Conduct prior to the end of Practice Week 3;

B) Failure to do so may result in suspension or removal from team;

C) All coaches, SVLAX volunteers and board of directors must sign and return the Code of Conduct;

D) Allegations or evident violations of the Code of Conduct shall be reported to the SVLAX President for review.

Section 12.01 – Rules. Depending upon the team level, all rules regarding Players, Rosters and Teams will follow the current THSLL or CTYLA By-laws and Playing Rules.

ARTICLE XIII – ENFORCEMENT POLICY

Section 13.01 – Complaints and Disputes.

A. SVLAX shall review all written complaints of misconduct, rules violations and disputes filed in accordance with current SVLAX, CTYLA, THSLL By-laws and Playing Rules. SVLAX shall enforce the rules and administer disciplinary action as stated in the current SVLAX, CTYLA, and THSLL By-laws and Playing Rules.

B. The Complaint must cite the Rule or By-Law that was allegedly violated and the manner in which it was thought to be violated. The Complaint should be specific and include the names of the alleged violator, time and place of the alleged violation. The Complaint should list all evidence and witnesses to the alleged act.

C. A written complaint must be submitted to the SVLAX President within 48 hours when the incident was first discovered. Complaints may be hand delivered, or delivered via US Mail, or via a commercial delivery service or via e-mail. The President, after review of the merits of the allegation(s), shall decide to 1) drop the complaint due to lack of merit, or 2) resolve the situation within the SVLAX. If the complaint is against the SVLAX President the written complaint may be submitted to the President Elect or Secretary.

D. Alleged violations concerning 1) eligibility and certification of players or coaches, 2) conduct of players or coaches or parents or spectators, 3) abuse of or by players or coaches or parents or spectators, 4) practice times, dates or schedules, 5) Code of Conduct and 6) safety issues will be considered.

E. Interpretation of lacrosse rules, calls, no-calls, judgment calls or missed calls by officials are not rule book violations and will not be considered under the Enforcement Policy.

Section 13.02 – Notice of Hearing.

A. After reviewing the complaint, if the SVLAX President determines the complaint meets the requirements of Section 13.01 B, C, and D and decides to resolve the situation within the SVLAX, he/she will call a special meeting of the Executive Committee to conduct a hearing. The hearing shall take place not earlier than seven (7) working days after receipt by the Executive Committee. The Executive Committee shall set the time and place of the hearing.

B. A Notice of Hearing will be sent to the person(s) making the complaint and the person(s) accused in the complaint. The accused will be sent a copy of the complaint. The complainant and accused are responsible to notify any witnesses they may want to present at the hearing.

C. Example of Notice of Hearing

TO: Name

SUBJECT: You have been accused of....

COMPLAINANT: Name

HEARING DATE, TIME and PLACE:

PENALTIES IF FOUND GUILTY: Warning, Reprimand, or Suspension of one game up to lifetime.

INFORMATION: You are entitled to have witnesses testify in your behalf, and submit any and all evidence in your defense, including hearsay and documentary evidence that is relative to the complaint under consideration.

NOTICE ISSUED BY:

D. The accused may request a Time Critical hearing by waiving his/her right to a minimum seven (7) days' notice. A Time Critical request must be made by telephone within twenty-four (24) Hours of receipt of Notice of Hearing by the accused to the SVLAX President. Although every effort will be made by the Executive Officers to honor the Time Critical request, it will also depend on the availability of the Executive Officers in order to achieve the necessary quorum

Section 13.03 – Conducting a Hearing.

A. The SVLAX President shall preside over the hearing. A quorum of three (3) members is required for a valid hearing. A simple majority of the quorum is required for a decision. The SVLAX President shall break all ties. Minutes of the hearing shall be kept and an audio recording of the hearing shall be made.

It is the decision of the Executive Committee whether or not any Officer associated with the complainant or accused shall have a vote in the hearing. If the complaint or dispute is between two Officers, then neither shall have a vote in the hearing.

B. Hearings are private and not open to the public or media.

C. Witnesses must be kept outside of the hearing room until the time of their testimony.

D. During the proceedings any eligible voting member may ask questions of the complainant, accused and or their respective witnesses.

E. The accused and the complainant may be present for all proceedings except for the Executive Committee deliberations and vote.

Section 13.04 – Procedural Order of the Hearing.

A. Roll call and recording of Executive Officers, complainant, accused and all other persons, including witnesses, having business with the hearing that are in attendance is recorded.

B. Reading of the complaint.

C. The charging party (complainant) is heard first. Complainant witnesses and documents are presented. The Executive Committee members may question the complainant and or the complainant witnesses.

D. The accused may make a statement. The witnesses and documents of the accused are presented. The Executive Committee members may question the accused and or of the witnesses for the accused.

1) Once all parties have been heard, the complainant gives a summation, followed by the accused.

E. Executive Committee members deliberate and vote on a verdict.

F. The parties are recalled to the hearing room and the decision is announced by the SVLAX President. The hearing decision takes place upon verbal notice. A written notice of the decision will follow via mail or email.

Section 13.06 – Penalties.

A. Failure to abide by the rules, violation of the SVLAX CODE OF CONDUCT or other acts or infractions considered detrimental to the youth or adult members shall be subject to the following penalties.

B. LETTER OF REPRIMAND. This is an official reprimand from SVLAX. This document gives notice that an action or conduct will not be tolerated by SVLAX. Upon receiving a Letter of Reprimand the offender is made aware that future violations will bring more severe penalty(ies). The person receiving the reprimand may continue to perform duties granted and assigned by SVLAX.

C. PROBATION. Notice of probation is given when a person knowingly or unknowingly violates a rule or rules. While on probation the person may continue to perform duties granted and assigned by SVLAX.. While on probation the person may not serve as an officer of any association or on the CTYLA, THSLL or US Lacrosse Board. Should a person be a SVLAX officer or on the CTYLA, THSLL or US Lacrosse Board that person shall be replaced until the probation is completed. The SVLAX shall appoint a replacement during the probation period. Probation periods may last from a period of one week to one year. A person on probation that commits the same offense will be assessed a minimum one week suspension. SVLAX may assess a longer period.

D. SUSPENSION. Notice of suspension is given when a person knowingly or unknowingly violates a rule or rules. While on suspension the person may not participate in any SVLAX function including practices and games. While on suspension the person may not serve as an officer of SVLAX or on the CTYLA, THSLL or US Lacrosse Board. Should a person be an officer of SVLAX or on the CTYLA, THSLL or US Lacrosse Board, that person shall be replaced until the suspension is completed. The SVLAX President shall appoint a replacement during the suspension period. Suspension periods may last from a period of one week to one year.

E. Should suspension be assigned for actions of the last game of the season enforcement period shall be begin starting on the Monday prior to the first game that coach could participate in during the next season.

F. BAN. An individual may be banned when the violation is severe or is a continual occurrence that would involve the emotional or physical safety of players or other persons or adults associated with the team, association or league. When a person is banned that person may not attend or be on any property or location that is under the control of SVLAX. While banned the person may not serve as an officer of SVLAX or on the CTYLA, THSLL or US Lacrosse Board. Should a person be an officer of SVLAX or on the CTYLA, THSLL or US Lacrosse Board that person shall be replaced until the ban is completed. The SVLAX President shall appoint a replacement during the banned period. Banned periods may last from a period of one week to a lifetime ban.

G. Penalties range from the least severe Letter of Reprimand to varying lengths of probation and suspension to lifetime ban. The SVLAX Board of Directors may conduct a hearing to determine appropriate penalties.

ADOPTION AND RATIFICATION

The foregoing Bylaws of SVLAX,, Articles I through XIV are hereby adopted and ratified as amended and are made part of the permanent Organization’s records of SVLAX, dba Smithson Valley Lacrosse(SVLAX).

PRESIDENT or signatory (print name here)

APPENDIX A
BOARD MEMBER PLEDGE OF COMMITMENT

As a member of Smithson Valley Lacrosse (SVLAX) Board of Directors, I promise to:

- Stay informed of proper duties, responsibilities, and functions of a Board member and carry them out to the best of my ability.
- Come well prepared to meetings having read and reviewed all materials provided to me.
- Take part in discussion and be a good listener.
- Seek out training sessions to learn more CTYLA, THSLL and US Lacrosse rules and safety requirements. Be willing to give my time and energy to my position.
- Respect those with differing views and opinions and work harmoniously with them.
- Vote according to my convictions and support Board decisions.
- Speak up at a Board meeting when I disagree with an action.
- Work to build support for SVLAX in my community.
- Welcome suggestions and constructive criticism from citizens.
- Represent the interests of the entire community.
- Visit SVLAX sponsored programs so that I can see them in operation first hand.
- Explain and promote the Board's services to the public.
- Be aware of the community needs.
- Be progressive and positive in my outlook.
- Devote the time necessary to attend community, Board and committee meetings, and work on community assignments.
- Attend to special Board-sponsored work sessions.
- Read and understand Board governance documents a.k.a Bylaws of the Organization and Roberts Rules of Order.
- Recruit quality members for the Board.
- Pay attention to the Board's finances.
- Talk often with my elected officials to get their support for Board initiatives and understand their priorities and goals.
- Review, and sign and comply with the Board Code of Ethics.
- Realize when I am no longer contributing and thus step-down from my position.
- Resign if I can't live up to this pledge.

Board Member Signature: *Trey Harden*

Date June 19, 2015