



**South County Youth Lacrosse**

[www.southcountyyouthlacrosse.com](http://www.southcountyyouthlacrosse.com)

## **South County Youth Lacrosse Association, Inc.**

### **Bylaws**

#### **ARTICLE I - NAME, PURPOSE, DURATION**

**Section 1:** The name of the organization shall be the South County Youth Lacrosse Association, Inc. (“SCYL”).

**Section 2:** SCYL is created to promote the game of lacrosse as a development and growth activity for the youth of South County and others who play lacrosse. SCYL is organized exclusively for charitable, youth development and educational purposes. SCYL is a member of the Rhode Island Youth Lacrosse League (“RIYLL”).

**Section 3:** The duration of SCYL shall be perpetual. In the event that this corporation dissolves, all the funds remaining in SCYL’s treasury, after the payment of all its obligations, will be transferred to another organization, duly qualified under Section 501c(3) of the Internal Revenue Code of 1954, as determined by SCYL’s Board of Directors.

#### **ARTICLE II - MEMBERSHIP**

**Section 1:** SCYL Board of Directors membership shall consist of the members of the Executive Committee and the Head Coach (1) of each SCYL team.

#### **ARTICLE III - MEETINGS**

**Section 1: Annual Meeting.** The date of the annual meeting shall be set by the Executive Committee who shall also set the time and place for a meeting in October each year.

**Section 2: Board Meetings.** Board meetings may be called by the President or any three members of the Board during the course of the year for any reason.

**Section 3: Executive Committee Meetings.** The Executive Committee shall meet monthly either in person or telephonically, from September through June, to the conduct the regular business of the SCYL. A quorum is reached when a majority of the current Executive committee members are in attendance. Five days notice of such meetings shall be provided via electronic mail.

**Section 4: Notice.** Notice of each regular board meeting shall be given to each member, by mail or electronic mail, not less than fourteen days before the meeting. Special meetings may be called by the President or three of the members of the Board of Directors with 14-days notice.

## **ARTICLE IV - BOARD OF DIRECTORS**

**Section 1: Board Role, Size, Compensation.** The Board of Directors is responsible for overall policy and direction of SCYL, and shall delegate responsibility for day-to-day operations to the Executive Committee members, their committees and the SCYL staff. The board of directors is made up of the members of the Executive Committee and the head coach from each team (one per team). The Board members receive no compensation other than for reimbursement of reasonable expenses incurred on behalf of SCYL. A Board member may occupy more than one position on the Board, but shall only have one vote.

**Section 2: Meetings.** The Board of Directors shall meet at least once during each quarter of each year. The Annual Meeting of SCYL shall be conducted in October to elect officers for the coming year and to conduct the business of the SCYL.

**Section 3: Board of Directors Elections.** Election of new directors or re-election of current directors to an additional term will occur as the first item of business at the annual meeting in October. Directors will be elected by a majority vote of the current Directors, including Head Coaches from the previous season.

**Section 4: Terms.** Executive Committee members on the Board of Directors members shall serve one (1) year terms and are eligible for re-election.

**Section 5: Quorum.** A quorum shall consist of a majority of the current Executive Committee and if the Head Coaches are allowed to vote, then a minimum of 33% of the Head Coaches, before business can be transacted or motions made or passed. If unable to attend a meeting, a Director may give his or her proxy to a fellow Board member as long as the absent Director notifies the President or Secretary in writing prior to the meeting.

**Section 6: Executive Committee and Officer's Duties.** There shall be seven members of the Executive Committee consisting of a President, Vice-President, Secretary, Treasurer, and three (3) Members-At-Large. The first Executive Committee shall consist of the following individuals, whose term shall expire in October, 2010:

John Litsinger	President
Larry Maderia	Vice President
Mike Edwards	Treasurer
Eugene Bernardo	Secretary
Erin O'Hara	Member at Large
Barry Alfonsin	Member at Large
Janet Timpson	Member at Large

Their duties shall include the following, and such other duties as agreed to from time to time by the Executive Committee:

The **President** shall convene regularly scheduled Board of Directors meetings, and shall preside or arrange for another member of the Executive Committee to preside in his or her absence at each meeting in the following order: Vice-President, Secretary, and Treasurer. The President shall be responsible for management of the on-line registration database operated and maintained by SCYL. The President shall ensure that the resolutions, goals, and objectives made by the Board are carried out in a timely manner. The President or his or her designee shall also serve as the SCYL representative for the RIYLL.

The **Vice-President** shall President the Communications Committee and oversee its activities, such as website management and public relations. The Vice President is also responsible for ensuring that coach's background checks are processed with the local police departments that require background checks.

The **Secretary** shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to Board members, and assuring that corporate records are maintained. The Secretary shall ensure that all required insurance policies are procured and corporate filings with the state are made and updated as needed.

The **Treasurer** shall be responsible for the management and accountability of the SCYL financial activities and prepare a report at each Board meeting. The Treasurer shall be the President of the Finance and oversee the preparation of the annual budget, development of fundraising plans, and making financial information available to Board members.

The **Members-At-Large** shall be members of the community who represents the best interests of youth lacrosse players, and/or who have experience in the game of lacrosse and is interested in the betterment of the quality of play at SCYL, and shall perform such duties as agreed to from time to time.

**Section 7: Coaches and Duties.** There shall be one coach designated as the Head Coach on each team who shall also serve on the Board of Directors. Any individual desiring to serve as Head Coaches shall submit a written request to the President and said request shall be voted on by the Executive Committee at the meeting held in the first quarter of each year. Each Head Coach is to participate in selection of players for the teams in his or her age group in conjunction with the other Head Coaches in that age group. At Board of Directors meetings, Head Coaches have no voting power except for the election of the seven Executive Committee positions.

**Section 8: Vacancies.** When a vacancy on the Board for a Director exists, nominations for vacant position may be submitted to the Secretary from present Board members two weeks in advance of the next Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, and are to be voted upon at the next Board meeting. These vacancies shall be filled only to the end of the particular Board member's term.

**Section 9: Resignation, Termination and Absences.** Resignation from the Board must be in writing and received by the Secretary. A Board member shall be removed for excess absences

from the Board if she/he has three unexcused absences from Board meetings in a year. A Board member may be removed for any reason by a three-fourths vote of the voting Directors.

**Section 10: Special Meetings.** Special meetings of the Board shall be called upon the request of the President or one-third of the voting members of Board. Notices of special meetings shall be sent out by the Secretary to each Board member postmarked two weeks in advance.

## **ARTICLE VI - COMMITTEES**

**Section 1:** The Board may create committees as needed, such as fundraising, competition, etc. The Board President appoints such ad hoc committee Presidents.

**Section 2: Executive Committee.** The President, Vice-President, Secretary, Treasurer, Boys Director, Girls Director and the Member-at-Large serve as the members of the Executive Committee. The Executive Committee shall define goals and objectives for SCYL, and evaluate them during the course of the year.

**Section 3: Finance Committee.** The Treasurer is Chair of the Finance Committee, which includes at least three other Directors as members. The Finance Committee shall be responsible for developing and reviewing fiscal procedures, a fundraising plan, and an annual budget. The Board must approve the budget and all expenditures must be within the budget. Any change to the budget that results in an increase of \$500 or more must be approved by the Board prior to its appropriation. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

**Section 4: Communications Committee.** The Vice-President is President of the Communications Committee. This committee shall be responsible for actively managing the website, broadcasting program wide issues to players and their parents, and facilitating the reporting of local lacrosse stories and game scores to the local newspapers.

**Section 5: High School Committee.** There shall be a High School committee consisting of three members of SCYL and those coaches for the girls and boys High School lacrosse teams in South County who wish to be members of the committee. The purpose of the committee shall be to coordinate efforts, resources and programs by and between SCYL and the High School lacrosse teams and athletic departments, and discuss and develop proposals and suggestions for promoting their mutual objective of developing young players who will be experienced lacrosse players by the time they enter High School.

## **ARTICLE VI - INDEMNIFICATION**

**Section 6. Indemnification of Directors, Officers, etc.** Each person who is or was a member of the Board of Directors, officer, assistant officer, employee or agent of SCYL, will be indemnified by SCYL to the full extent permitted or authorized by applicable law, including but not limited to, in defense of any action, suit or proceeding in which such person was a party as the result of or rising from the duties performed by the director, officer or agent on behalf of SCYL (or in defense of any claim, issue or matter therein), and such person shall be indemnified against expenses actually and reasonably incurred by such person in connection therewith,

except for any conduct constituting malfeasance or intentional torts for which the individual is found liable for by a court of competent jurisdiction. In addition SCYL may provide indemnification in other circumstances to the extent permitted by the Rhode Island Nonprofit Corporation Act, Title 7.

## **ARTICLE VII - AMENDMENTS**

**Section 1:** These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

*Adopted and Approved by those SCYL coaches in attendance at the meeting held on June 18, 2009, at the South Kingstown Neighborhood Guild.*

Bradshaw Rost  
SCYL Program Director  
2007-2009