

By-laws of Patriot Lacrosse Club

Article I: Name and Purpose

- 1.1 **Legal Status.** This organization shall be incorporated as a non-profit corporation under the laws of the State of Colorado and shall conduct itself in the manner necessary to qualify for tax-exempt status as a charitable organization under the terms of Section 501(c)(3) of the Internal Revenue Code or any subsequent statute.
- 1.2 **Name.** The organization shall be known as Patriot Lacrosse Club.
- 1.3 **Purpose.** The purpose of Patriot Lacrosse Club is to provide greater opportunity for the education, enrichment, and entertainment of Colorado Springs youth through participation in the sport of lacrosse.
- 1.4 **Goal.** The goal of Patriot Lacrosse Club is to provide youth lacrosse players an environment that teaches skills, builds character, encourages and values team play, demands respect and promotes good sportsmanship; regardless of ability.

Article II: Membership & Membership Annual Meeting

- 2.1 **Membership classes.** Any adult or institution in support of the purpose of Patriot Lacrosse Club, and who agrees to abide by these bylaws, is eligible for membership. There are two classes of membership: a.) Parent members who are the parent or legal guardian of a child registered to play with Patriot Lacrosse Club for the regular spring season of lacrosse, and; b.) Community members who may be current or former coaches, parents of children formerly registered as players with the club, or other individuals, institutions or organizations interested in the development of youth through lacrosse in Colorado Springs.
- 2.2 **Voting privileges.** To be eligible to vote an individual must be a parent member at the time the vote is cast. Community members are not eligible to vote. No cumulative voting is allowed. Members must be present to vote, no proxy voting is allowed. A quorum shall consist of 40% of the voting membership.
- 2.3 **Annual Membership Meeting.** The Board of Directors shall organize and set the agenda for an annual meeting of the membership for the purpose of electing the Board, approval of the annual budget, and any other matter set on the agenda by the President. This meeting shall be held during the months of September, October, or November. The Board may call additional meetings of the members at its sole discretion.

Article III: Board of Directors

- 3.1 General Powers.** The Board of Directors (Board) shall make all decisions for the Club.
- 3.2 Membership of the Board.** The Board shall consist of nine individuals who are either parent or community members of Patriot Lacrosse.
- 3.3 Board Duties.** The Board shall set policy for the organization.
- 3.4 Board Meetings.** The Board shall hold an annual meeting of the Board within 21 days of the election of the Board at the annual membership meeting. This annual Board meeting shall serve as the organizational meeting of the Board where Board officers are elected. This meeting is the only meeting where a quorum of directors must appear physically rather than by other means. A quorum for all meetings and polls shall consist of a majority of the Board members then serving. In addition, the Board may hold any special meetings the Board deems necessary. The Board may conduct any special meeting or other business of the Board through by telephone, polling, e-mail, or other means not requiring their physical presence. Board Meetings shall generally be open to the full membership except in instances where matters concerning individual members, registered children, or volunteer coaches are being addressed. The President may convene the Board in closed session whenever such confidential matters are to be discussed.
- 3.5 Election and Terms of Board Members.** Members of the Board of Directors shall be elected at the annual membership meeting held during the month of October. Board members shall be elected for two-year terms that begin on November 1 and end on October 31. Terms of office shall be staggered with four board positions expiring on October 31 in odd-number years and five board positions expiring on October 31 in even-numbered years.
- 3.6 Vacancy of Board Members.** If a member of the Board of Directors is no longer available to serve for any reason, until the regular election of Board members at the next annual membership meeting, the vacancy shall be filled by a majority vote of the Board of Directors. One week notice of any meeting of the Board for this purpose must be given to the membership along with notice of the names of any candidates for the opening if known at the time the notice is published.
- 3.7 Nominations for Board Members.** Any voting member of the club may nominate a candidate for the Board of Directors. Nominations, including self-nominations, are requested to be submitted to the President seven days in advance of the annual membership meeting. Additional nominations are acceptable from the floor at the annual meeting.

- 3.8 Removal of Directors.** A member of the Board of Directors may be removed from office if they resign, fail to appear for required meeting or respond to communications from the officers or Board for a period of three months, or are removed from office by 3/4 of the votes cast at a special recall meeting where at least 40 percent of the voting membership is present.

Article IV: Officers

- 4.1 Officers.** Officers of the organization shall consist of a president, a secretary, and a treasurer who shall be elected by the Board of Directors from the membership of the Board at the first meeting of the Board after the annual membership meeting. The Board shall elect officers for the coming year at the annual meeting of the Board. Officers shall serve until the subsequent annual meeting of the Board held the following year.
- 4.2 President.** The president shall call all meetings of the membership and the Board and shall set the agenda for those meetings. The President shall also have primary responsibility for operating the daily business of the organization according to the policies adopted by the Board.
- 4.3 Secretary.** The secretary shall take minutes of all meetings of the membership as well as the Board of Directors and make them available to the membership on a timely basis by posting them on the organization website or other means deemed appropriate. The secretary shall also maintain an up-to-date list of the membership including the class of each member, handle all correspondence, maintain the records of the corporation, and cause all paperwork required to maintain the organization as a non-profit corporation in good standing.
- 4.4 Treasurer.** The treasurer shall collect all dues and other monies, deposit all funds in an appropriate account, pay all bills, maintain records of all transactions and shall make an annual financial report available to membership on an annual basis and to the Board as requested. The treasurer is also responsible for any required tax filings and to insure that the organization conducts business in compliance with its eligibility for tax-exempt status.
- 4.5 Additional Officers and Committees.** The Board of Directors shall name any additional officers or committees from among the Board or the full membership of the club as the Board deems fit for the efficient operation of the organization.
- 4.6 Removal of Officers.** Any officer may be removed from office for any reason by a majority vote of the Board. If the membership seeks to remove an officer, the procedures outlined for removal of directors as stated in Section 3.8 must be followed.

4.7 Removal of Committees and Committee Members. Committees and members serve at the pleasure of the President.

Article V: Meetings

- 5.1 Notice of Meetings.** The membership shall be given notice of the annual meetings of the membership and the Board at least ten days in advance. Where possible notice of any special meetings of the Board or membership shall be at least ten days in advance; however, if such notice would prove inconvenient or delay timely resolution of club business, notice may be posted as late as the day of the meeting. While other methods the Board deems appropriate may also be used, posting of the notice on the Patriot Lacrosse Club website shall be considered sufficient notice of any meeting.
- 5.2 Conduct of Meetings.** Membership and Board meetings shall be conducted according to Robert's Rules of Order.

Article VI: Fiscal Year

The fiscal year of the organization shall be November 1 to October 31.

Article VII: Amendments

These by laws may be altered, amended, or replaced and new bylaws may be adopted by both a 3/4 majority of both the members present at a membership meeting and a 3/4 majority of the directors then serving.