

# **Treasure Valley Women's Lacrosse League By-Laws**

## ARTICLE 1: NAME

**Section 1:** The name of the organization shall be called the Treasure Valley Women's Lacrosse League, LLC (hereinafter referred to as TVWLL).

**Section 2:** All policies and activities of TVWLL shall be consistent with applicable federal, state and local antitrust, trade and professional regulation, tax exemption and other legal requirements under the United States Lacrosse (USL) and Idaho Lacrosse Association (ILA).

**Section 3:** The association will maintain affiliation with USL and ILA.

A. This organization shall be bound by the policies, procedures, code of ethics and guidelines for girls at the high school level as enacted by the Women's Division Council of US Lacrosse.

B. The president of TVWLL or a person appointed by the Board shall serve on the Board of the Idaho Chapter of US lacrosse and represent the interests of TVWLL on that Board.

## ARTICLE 2: PURPOSE

**Section 1:** The purpose(s) of TVWLL shall be:

A. To provide an organizational body for girl's high school lacrosse in the Treasure Valley.

B. To create structure and guidance for participants (players, coaches, referees, parents, and volunteers) in order to provide a fun, healthy and educational opportunity for all involved in the sport.

C. To promote the spirit and sportsmanship of the game of lacrosse.

D. To vote on a league calendar of games for its member teams.

E. To vote on the structure and format of the end of the season tournament.

F. To structure a framework of the game and enforce the league rules and regulations that will insure a safe environment in which to conduct lacrosse games.

G. To create a collaborative partnership between the various constituencies of TVWLL (the Board, member teams, coaches, referees, parents and players) so the league maintains an atmosphere of learning, enjoyment and good sportsmanship.

H. To nominate and vote on the TVWLL executive board.

I. To educate coaches, officials, parents, and the community about lacrosse and promote the sport at all levels.

### ARTICLE 3: LIMITATIONS

**Section 1:** At all times the following shall operate as conditions restricting the operations and activities of TVWLL:

A. No substantial part of the activities of the league shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the league shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these articles, this league shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of this league.

B. Notwithstanding any other provisions of these articles, the league shall not carry on any other activities not permitted to be carried on by any association exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, and now enacted or hereafter amended.

C. Members of the Board shall not receive any salaries for their services, but shall be reimbursed for personal expenses incurred that have been previously approved by the Board. Board members may not use the league to promote non-league interests, and may not express opinion or vote on matters within the league on matters that would involve personal or professional gain. Board members shall be required to fully disclose such potential conflicts of interest.

D. Any donors requesting a tax-exempt letter shall be instructed to donate to the Idaho Lacrosse Association (ILA.) The ILA will then donate the funds to TVWLL.

### ARTICLE 4: MEMBERSHIP

**Section 1:** Membership will be open to all teams meeting criteria set by the TVWLL Board. Membership applies to all coaches, players, officials, parents and others with a team affiliation.

**Section 2:** A "team" is defined as an organization that meets the team membership requirements of TVWLL, which are:

A. A team must have a group of female student athletes in the 9th -12th grades and be affiliated with a high school in the Treasure Valley.

B. A team must have a coach and team uniforms.

C. A team entering its first year in the league must play at the junior varsity level.

D. For all league voting purposes each team (varsity and jv combined) will be considered one vote.

E. Teams must be prepared to play a schedule consisting of lacrosse games with member teams within the league and share as equally as possible in travel with opposing teams.

F. New teams may apply for membership no later than January 1 to the TVWLL Secretary. Application for team membership will be approved by a two-thirds majority vote of the Board

G. Teams must agree to abide by the rules of the league as outlined in TVWLL Rules and Regulations and these bylaws.

H. All Teams must maintain per player; medical release forms, player code of conduct, coach code of conduct, verification of current US Lacrosse membership and required school district forms.

**Section 3:** The membership year shall run per each calendar year

**Section 4:** A team may resign membership in TVWLL by sending its resignation to the Board.

**Section 5:** A team may be dismissed by the Board after a probation period as outlined in Article 12 section 1. A team will have written notice of such action by certified mail and will have opportunity to request reinstatement into the league. This process must occur in a timely fashion.

#### ARTICLE 5: LEAGUE VOTING

**Section 1:** Voting in League meetings will be allowed by one designated member from each team. Although, both a head coach and the team delegate may attend league meetings, each team will get only one vote on all issues.

**Section 2:** Regular and Special meetings – Regular meetings of the league will take place a minimum of two (2) times per year, a Preseason and Post-season meeting. At its discretion, the League may call additional meetings when necessary. League meetings are open to the public, and guests may be invited to meetings by the president or team delegates from time to time to assist with policy-making, strategic planning, etc. The public and guests shall not vote on any matters of the League.

**Section 3:** Quorum and Manner of Acting – A simple majority (51%) of the Board shall constitute a quorum for the transaction of business at any meeting of the league. Any act of the majority (or 2/3 vote when called for) of the league at a meeting at which a quorum is present, shall be the act of the league. If there is not a quorum present, the league shall not vote on any matters, but may meet informally if they wish.

A. Any or all members may participate in a meeting of the league, or committee of the league by means of conference telephone or video conferencing, as long as participants are able to hear one another, and such participation shall constitute presence at the meeting.

B. Proxy: Voting rights of a team delegate may be assigned to another team delegate or exercised by proxy so long as the proxy vote is submitted to the Board President prior to the meeting.

**Section 4:** Notice of Meetings – Notice of regular meetings will be published in the previous meeting minutes or as the league deems necessary. Special meetings may be called by the President or any two members of the league with notice at least 3 business days in advance

of the meeting. Agenda items for league meetings shall be submitted to the Board President at least 24 hours prior to the meeting.

**Section 5:** Rules of Order – Meetings shall generally be organized with the following format: roll call, officer and committee reports, old business, new business, announcements, and adjourn.

**Section 6:** Action by the league without a Meeting – Actions may be taken by the league from time to time without meeting, provided that the mail or email ballot or item for vote is received and acknowledged by all the members of the league entitled to vote with respect to the subject matter thereof. (100% = quorum)

**Section 7:** Standing and Ad-hoc Committees of the League – The league shall establish standing and ad-hoc committees at its discretion, chaired by team delegates. Committee members do not have to be members of the Board; community volunteers are welcome and encouraged.

**Section 8:** Removal or Resignation of team delegate – Any team delegate may be removed for good cause by a 2/3rds vote of quorum of the Board. Any team delegate may resign by submitting a written resignation with the Secretary, but such resignation shall not relieve the team delegate of the obligation to pay any unpaid dues, assessments, fees or charges accrued before the resignation is received.

## ARTICLE 6: EXECUTIVE BOARD

### **Section 1:** Authority and Responsibility

The governing body of the Treasure Valley Women's Lacrosse League shall be the executive board. This board shall have supervision, control and direction of the league, its committees, its volunteers, and its publications; shall determine its policies or changes therein; and shall actively meet its objectives and supervise the disbursement of its funds.

Board responsibilities include, but are not limited to:

- A. Mission and vision and strategic planning
- B. Annual budget and on-going financial performance and fundraising
- C. Enforcing applicable USL and TVWLL rules and regulations of the game.
- D. Grievance and discipline resolution, which may include the removal or resignation of a team delegate in accordance with section 9 of Article 5.
- E. League structures, playoff structures, all-league and all-star structure.
- F. Making available to its members all TVWLL board proceedings, including meeting minutes, votes and budget.
- G. Maintaining and updating the by-laws, by-law amendment, and acting on situations not covered in the by-laws.

H. Publicity, support of teams and growth of the league

I. The Board may adopt such rules and regulations for the conduct of its purposes, as shall be deemed advisable, and may, in the execution of the powers granted delegate certain of its authority to a sub-committee.

## **Section 2: Composition**

The board will consist of the following Board members: President, Vice President, Treasurer, Compliance, Secretary, and up to four at-large personnel.

A. President – The president shall set the agenda for all Board and League meetings and shall be the chief executive officer of the League. The President is responsible for the welfare and fiscal health of the League, and shall perform such duties as necessary, or as may be delegated by the board.

B. Vice President – Shall perform the duties of the president in the event of the President's inability to serve, chair a subcommittee(s), and shall have other duties that may be delegated by the Board

C. Secretary – shall provide for the proper recording of proceedings of TVWLL, provide for accurate membership records, and provide for proper mailings of notices to members; other duties customarily incident to the office of Secretary, or other duties delegated by the Board. The Secretary shall provide an annual calendar and proper notice of meetings, accurate meeting minutes and timely distribution of previous minutes prior to meetings by Board members.

D. Compliance management – Shall keep all US Lacrosse necessary coach membership, background checks, along with coach and team signed code of ethics forms. The Compliance Manager will also keep track of the number of games played by each team during the regular season in order to assure compliance within the rules and regulations.

E. Treasurer – shall be responsible for all funds, accounts, and securities of the TVWLL and collection of all dues, assessments, fees, and charges, and deposit and disburse all moneys in the name of the League in a bank selected by the Board. The Treasurer shall pay all outstanding debts in a timely manner. The Treasurer shall report the financial condition of the League at all meetings. At the conclusion of each fiscal year, the Treasurer shall prepare an annual report, and submit a budget to the Board for the upcoming fiscal year, and submit the proper 990 IRS form by January 15 for the previous fiscal year. At the expiration of the term of office, the Treasurer shall deliver to the successor all books, money, checkbooks, and other property in the Treasurer's custody, or in the absence of a successor, shall deliver such properties to the President.

F. At-Large positions - shall oversee the ad-hoc committees and any additional activities that are needed by the board.

## **Section 3: Terms and Elections**

A. The terms of the elected Board members shall be for two years and can be renewed by vote. A maximum of four years can be served as President or Vice President. After four

years a President or Vice President may be re-elected to the board in another position, if the voting membership allows.

B. The election of Board members will be held at the end of the Post-Season meeting.

C. Board positions that are open for election shall be selected by votes from each member team. Each member team will be granted a maximum of one vote from the team delegate. The current Board will ask for nominations at least two weeks prior to the annual Post-Season meeting. Any nominated person, in good standing can be considered by the Board. A candidate is considered in good standing pending the outcome of a criminal background check.

**Section 4: Special Committees** may be appointed at the direction of the president.

**Section 5: Regular and Special meetings** – Regular meetings of the Board will take place a minimum of two times per year at strategic times to conduct the necessary business of TVWLL. At its discretion, the Board may call additional meetings when necessary. Board meetings are open to the public, and guests may be invited to meetings by the President from time to time to assist with policy-making, strategic planning, etc. The public and guests shall not vote on any matters of the Board.

**Section 7: Quorum and Manner of Acting** – A simple majority (one over half) of the Board shall constitute a quorum for the transaction of business at any meeting of the Board. Any act of the majority (or 2/3 vote when called for) of the Board at a meeting at which a quorum is present, shall be the act of the Board. If there is not a quorum present, the Board shall not vote on any matters, but may meet informally if they wish.

C. Any or all board members may participate in a meeting of the Board, or committee of the Board by means of conference telephone or video conferencing, as long as participants are able to hear one another, and such participation shall constitute presence at the meeting.

D. Proxy: Voting rights of a Board member may be assigned to another Board member or exercised by proxy, if said proxy is submitted to the President prior to the meeting.

**Section 8: Notice of Meetings** – Notice of regular meetings will be published in the previous meeting minutes or as the board deems necessary. Special meetings may be called by the President or any two Officers of the Board with notice at least 24 hours in advance of the meeting. Agenda items for Board meetings shall be submitted to the President at least 24 hours prior to the meeting.

**Section 9: Rules of Order** – Meetings shall generally be organized with the following format: roll call, officer and committee reports, old business, new business, announcements, and adjourn.

**Section 10: Action by the Board without a Meeting** – Actions may be taken by the Board from time to time without meeting, provided that the mail ballot or item for vote is received and signed by all the Members of the Board entitled to vote with respect to the subject matter thereof.

**Section 12: Removal or Resignation of Board Member** – Any Board member may be removed for good cause by a 2/3rds vote of quorum of the Board. Any Board member may

resign by submitting a written resignation with the Secretary, but such resignation shall not relieve the Board member of the obligation to pay any unpaid dues, assessments, fees or charges accrued before the resignation is received.

**Section 13: Vacancies** – The Board will ask for nominations in the event there is a board vacancy occurring between Annual Meetings. The Board will vote to fill vacancies by a majority vote. The board member so elected to fill a vacancy shall serve the predecessor's unexpired term.

**Section 14: Standing and Ad-hoc Committees of the Board** – The Board shall establish standing and ad-hoc committees at its discretion, chaired by Board members. Committee members do not have to be members of the Board; community volunteers are welcome and encouraged.

#### ARTICLE 7: DUES

**Section 1:** The dues schedule and amount shall be determined by the Board annually. The TVWLL league fees shall help to subsidize the costs of tournament fees, insurance, clinics, officials, field lining, ILA fees and will cover other expenses necessary for TVWLL to operate. Any change in admin fees, (usl Convention, reimbursement/gas to ILA meetings, etc.) or the TVWLL dues from the previous year shall require a 2/3 approval vote of the Board.

Any team that has not paid TVWLL dues in full by the first scheduled game will be unable to participate and must forfeit that game and all others until the board has received full payment, unless otherwise specified by the Board.

**Section 2:** No part of the net earnings of the League shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the League shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forward in Article 1.

**Section 3:** Team Fees – Each team shall annually determine the amount of their team fees for each player, based on their total projected financial obligations and team desires for the upcoming year.

#### ARTICLE 8: TEAM DELEGATES

**Section 1: Duties** – Team Delegates shall be responsible to be the liaison between their team(s) and the TVWLL Board. Each school shall have only one official TVWLL delegate. This involves communicating regularly and effectively with team administrators, coaches, and team parents. A team delegate will be responsible for attending the TVWLL meetings and ensuring that their team complies with league rules and has submitted all required paperwork by the necessary date for the upcoming season.

#### ARTICLE 9: FINANCES

**Section 1: Fiscal Year:** Sept 1st – Aug 31st

**Section 2: Restrictions:** No part of net earnings of the League shall inure to the benefit of, or be distributable to its members, team delegates, officers, or other private persons, except that the League shall be authorized and empowered to pay reasonable

compensation for services and other expenses rendered and to make payments and distributions in furtherance of the purposes set forth herein.

#### ARTICLE 10: AMENDMENTS

**Section 1:** The Board shall have the power to alter, amend, repeal or adopt By-Laws. Such altering, amending, repealing or adopting of By-Laws shall be made only at a meeting of the Board after the Board has received at least a one week notice of such meeting giving notice of the alterations, amendments, repeals or adoption of new By-Laws to be considered at the meeting. Such action shall require a vote of 2/3rds majority of those Board members attending such a meeting at which a quorum is present.

#### ARTICLE 11: INDEMNITY

**Section 1:** Any person who was or is party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, formal, informal, administrative or investigative (including any action by or in the right of the TVWLL) , by reason of the fact that she/he is or was a board member or team delegate of TVWLL, shall be indemnified by TVWLL against expenses (including reasonable attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by her/him in connection with such action, suit or proceeding.

#### ARTICLE 12: GRIEVANCE PROCEDURE

**Section 1:** In the event any coach or the assigned team delegate has any bona fide dispute with any member of TVWLL due to an act or inaction of that organization, the may request in writing that the dispute be resolved by the Board. In the event a member(s) of the Board is associated with one of the affected or involved organizations, such Board member(s) shall exclude herself/himself and the remaining Board members will resolve the grievance.

#### ARTICLE 13: PROBATION

**Section 1:** In the event a team shall fail to comply or continue to comply with the By-Laws or the Rules of the league, or otherwise act in a manner detrimental to the league, the team's membership may be placed on probationary status by 2/3rds majority vote by the Board. A team placed on probationary status shall continue to have rights and responsibilities of a member as the case may be except shall not normally be eligible to participate in post-season play of the League. The team who is placed on probationary status shall be advised of the cause of the probationary status, its terms and what actions should be taken by the member to regain its status as a full member. The probationary status of a team shall be reviewed by the Board. A decision to continue probationary status, restore full membership, or ban the team from the league may be determined by a majority vote of the Board.

#### ARTICLE 14: DISSOLUTION

**Section 1:** Upon the dissolution of the League, the assets shall be distributed to the local governing body of girls US Lacrosse.

#### **Revision History:**



Rev 3: January 2107: Changed Quorum requirements

Rev 2: November 2015 Updated with significant overall

Rev 1: August 2010 Original Created