

Bylaws of the Greater Houston Youth Lacrosse Association

Mission Statement: To organize, develop, and promote youth lacrosse in the Greater Houston Area, to honor the game, and instill values of scholastic achievement, sportsmanship, and individual development.

Article One – Name of Organization

The name of this organization shall be the Greater Houston Youth Lacrosse Association (GHYLA).

Article Two – Purpose and Objective

The purpose and objective of the GHYLA is to support the Mission Statement. To promote these goals, the GHYLA will work cooperatively with other lacrosse local organizations, including, but not limited to the regional chapter of US Lacrosse and the Texas High School Lacrosse League. GHYLA is a non-profit corporation organized exclusively for charitable, scientific, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Code of 1986, as amended.

Article Three – Membership

Membership in the GHYLA shall be open to any Greater Houston Area amateur, community based youth lacrosse organization which is not-for-profit, maintains an open membership, and is voluntarily and primarily concerned with the promotion of the game of lacrosse as set forth and specified in these Bylaws. Specifically, an organization sponsoring a youth lacrosse program may be a member of the GHYLA if it meets the following conditions:

1. The organization must agree to promote the game of lacrosse among youth in a safe and sportsmanlike environment.
2. The organization must be not-for-profit.
3. The organization must have open registration, which means registration must allow for participation regardless of race, creed, color, and religion.
4. No player may be paid for his or her participation in the organization whether the same is money or other consideration.
5. The organization must pay on a current basis all GHYLA dues, assessments, and fees.

6. The organization must maintain an appropriate liability insurance policy which minimum standards are set by the GHYLA Board of Directors (the current minimum standard is 100% player and coach membership in US Lacrosse), or proof of equivalent 100% coverage for players and coaches.
7. The organization must select a representative of the organization to be a member of the GHYLA Board of Directors.
8. The organization must abide by and follow all GHYLA Bylaws and Rules and Regulations as adopted by the GHYLA Board of Directors.
9. Each team shall send a representative to a scheduling meeting, the date of which shall be determined by the Board at the pre-season meeting.

Application for new membership must be made in writing to the Board of Directors which may consider such application at either the pre-season or end-of-season meetings of the Board. Members are not required to renew membership. In the event a for-profit school or other organization expresses interest in joining GHYLA, the application standards and the prospective team's membership (Provisional Membership) will be considered by the Board on a case-by-case basis. The Board will render its decision within 15 days of receipt of the application. (See Article Four, Item 3 for additional details.)

Article Four – Board of Directors

1. Board of Directors: The Board of Directors shall consist of one designated Representative from each GHYLA member organization. The Board of Directors will also include a GHYLA Coordinator, who has one vote and may or may not be affiliated with one of the member organizations, and who is also a member of the Executive Committee. Organizations are those youth lacrosse programs having been admitted into the GHYLA and not currently on probation, suspension, or provisional status. Failure of an organization to abide by these Bylaws and the policies adopted by the Board of Directors shall subject that organization to disciplinary action up to and including suspension as decided by the Board of Directors. Any organization subject to disciplinary action shall have the right to appeal that decision to the Board for reconsideration as provided for in these Bylaws.
2. Board of Director Meetings: All Directors of the GHYLA shall attend two (2) General Board of Director Meetings a year:
 - a. Pre-season: no later than November 1 – pre-season and general business.
 - b. End-of-season: any time following the end of the regular season – elections and general business.

The Board must give a minimum of 21-days notice of the time, date and place of the pre- and end-of-season meetings on the GHYLA website. Special Meetings may be called for by a majority of the Board, or the Executive Committee.

The Board of Directors Meetings shall be presided over by the President of the Executive Committee. "Robert's Rules of Order – Newly Revised" shall govern all matters of procedure not covered in these Bylaws. Voting by proxy is not allowed, but a Board Member may designate someone from his/her team to appear in his/her place.

3. New members are Provisional Members of the GHYLA for at least their first season. New organizations may apply for Provisional Membership prior to team declaration day (15 days before the pre-season meeting). The Board has the flexibility on a case-by-case basis to admit a team before February 1st, if approved by a majority, although the Board must determine whether the new team's games will be counted toward post-season play. Criteria for Provisional Membership shall include:
 - a. Agreement to abide by the GHYLA Bylaws.
 - b. A home field for hosting games.
 - c. Sufficient evidence of team establishment (organization and support), players (roster) and sustainability, attesting to the viability of the new team.
 - d. Other reasonable criteria specified by the Board of Directors.

An organization not meeting Provisional Membership criteria may still schedule games. Provisional Members have no voting rights. After one season, the Board shall determine if Regular Membership status is warranted.

Article Five – GHYLA Governance

The affairs, property, and operation of the GHYLA shall be vested in the Board of Directors, which establishes all policies of the GHYLA and provides direction to the GHYLA Executive Committee. The implementation of GHYLA policies will be executed by an elected Executive Committee. Such affairs and policies may include, but are not limited to, the establishment of annual league dues, alignment of teams in the league, playing divisions, admission of new teams, player eligibility, team roster requirements, coaching qualifications, discipline for players, coaches, teams and individual spectators, game rules, modification of game rules and officiating, field requirements, equipment and uniform requirements, post-season play, statistics, special-event scheduling and coordination, and overall oversight of scheduling.

Anyone may run for election to the Executive Committee. However, no single Organization (as defined in the GHYLA Rules and Regulations) may have more than two people elected to the Executive Committee.

Annual elections shall be held at the end-of-season Board of Directors Meeting. The Secretary of the GHYLA shall announce in writing which Executive Committee positions are up for election sixty (60) days before that end-of-season meeting date. All those seeking election to the Executive Committee must submit their name to the Secretary by no later than forty-five (45) days prior to the end-of-season meeting. The Secretary shall announce in writing all candidates for election thirty (30) days before the end-of-season meeting.

All amendments of these Bylaws are to be made by the Board of Directors as outlined in the Rules and Regulations.

Once adopted by the Board of Directors, these Bylaws can only be amended by the Board of Directors. Amendments to the Bylaws or league alignment must be presented in writing to the Board of Directors one month prior to any regularly scheduled Board Meeting. Amendments of the Bylaws or league alignment shall require a two-thirds vote of the Board of Directors for passage at a Board Meeting. Any policy or decision enacted by the Executive Committee may be overturned by a two-thirds (2/3) vote of the Board of Directors at either a General Board Meeting or a Special Board Meeting. Any motion to overturn such a policy or decision must be endorsed by a minimum of one-third (1/3) of the Board of Directors and be presented in writing of the Board of Directors at least one month prior of any regularly scheduled Board Meeting. If the policy subject to overturn was enacted less than one month before any regularly scheduled Board Meeting, the time deadline for presenting a written motion is reduced to ten (10) days.

Article Six – Order of Business

The following order of business may be changed from time to time at the discretion of the President:

1. Roll call
2. Reading of the minutes of the preceding meeting
3. Reports of the officers
4. Reports of committees
5. Old and unfinished business
6. New business
7. Good and welfare
8. Adjournment

Article Seven – GHYLA Executive Committee

The GHYLA Executive Committee shall consist of the following officers: President, Vice President – 8th Grade, Vice President – 6th Grade, Vice President – 4th Grade, Vice President – 2nd Grade, Treasurer, Secretary, Coordinator, and US Lacrosse Houston Chapter Representative.

1. President: The President shall preside at all meetings. The President shall appoint all officers and committees not required to be elected. The President shall submit an annual report to the Board of Directors at its January meeting. The President shall serve a one-year term with elections to be conducted at the end-of-season meeting of each and every year. A President may serve one or more consecutive terms so long as he/she is duly elected by a two-thirds (2/3) majority vote of the end-of-season meeting. The President shall have the authority to execute checks.
2. Vice Presidents: The Vice Presidents shall perform such duties as may be delegated to them by the President. The Vice President – 8th Grade shall succeed to the powers of the President in his/her absence. The Vice Presidents shall serve a one-year term with election to be conducted at the end-of-season meeting of each and every year. A Vice President may serve one or more consecutive terms so long as he/she is duly elected by a two-thirds (2/3) majority vote of the end-of-season meeting. The Vice President – 8th Grade will

be representative to the Executive Committee for all issues in the 8th Grade and 7th Grade playing division. The Vice President – 6th Grade will be representative to the Executive Committee for all issues in the 6th Grade playing division. The Vice President – 4th Grade will be representative to the Executive Committee for all issues in the 4th Grade playing division. The Vice President – 2nd Grade will be representative to the Executive Committee for all issues in the 2nd Grade playing division.

3. Secretary: The Secretary shall keep a record of the proceedings of meetings of the Board of Directors and of the Executive Committee. The Secretary shall also file any certificate required by any statute, federal or state, keep an accurate roll of all members of the organization, give and serve all notices to members of the organization, be the official custodian of the records and seal of the organization, present to the membership at any meetings any communication addressed to the secretary of the organization, attend to all correspondence of the organization, and exercise all duties incident to the office of secretary. The Secretary shall serve a one-year term with election to be conducted at the end-of-season meeting. A Secretary may serve one or more consecutive terms so long as he/she is duly elected by a two-thirds (2/3) majority vote of the end-of-season meeting. The Secretary may be granted the authority by the President to execute checks.
4. Treasurer: The Treasurer shall have charge of all monies received of GHYLA and shall keep a specific, detailed, and accurate accounting of income and expenditures. The Treasurer will prepare a budget for approval with expenditure and dues recommendations for review and approval at the Pre-Season meeting of the Board of Directors. The Treasurer shall submit a statement of the financial status of GHYLA at each and every Board of Directors meeting as the President may direct. The Treasurer shall sign checks distributed by the GHYLA. The Treasurer shall serve a one-year term with election to be conducted at the end-of-season meeting. A Treasurer may serve one or more consecutive terms as long as he/she is duly elected by a two-thirds (2/3) majority vote of the end of season meeting.
5. Coordinator: The Coordinator shall be the contact for GHYLA with the lacrosse officials. A Coordinator must be the expert on rules. A Coordinator proposes rule additions and revisions to the Board of Directors, works with the Board Secretary for rule documentation and paperwork, and maintains and updates the GHYLA website. A Coordinator shall be designated as Webmaster, or he will be supervisor if there is an outside league webmaster. The Webmaster's job includes making sure scores are updated regularly. A Coordinator will handle scheduling issues among GHYLA teams and set up the play-off schedules, brackets, dates, times, and locations. The Coordinator is elected by the GHYLA Board of Directors. The retention of a Coordinator must be endorsed by two-thirds (2/3) majority vote of the Board of Directors at any General Meeting, Special Meeting, or by email vote. A Coordinator may serve multiple consecutive terms, but must be reappointed annually at the end-of-season Board Meeting by two-thirds (2/3) majority vote of the Board members. The GHYLA Board may choose to have separate coordinators for each of its playing divisions.

6. US Lacrosse Houston Chapter Representative: The US Lacrosse Houston Chapter Representative will represent the GHYLA at the US Lacrosse – Houston Chapter meetings and will act as a liaison between the two organizations. The Representative shall serve a one-year term with election to be conducted at the end-of-season meeting. A Representative may serve one or more consecutive terms as long as he/she is duly elected by a two-thirds (2/3) majority vote of the end-of-season meeting.
7. The Executive Committee shall be responsible for executing the policies set by the Board of Directors and for carrying out the functions of the Board between meetings of the Board. It shall normally carry out its duties by telephone correspondence, email, or meetings as determined by the President. All Executive Committee votes shall be by voice or email. The Executive Committee shall report all of its decisions to the next meeting of the Board of Directors for the Board's review and ratification.
8. The Executive Committee shall be charged with the determination of Rules and Regulations violations including Rules violations, eligibility violations, flagrant violations of the Bylaws, and other such violations. Except as provided for under Article Five and Article Eight, the Executive Committee shall, on the basis of reasonable for cause, be empowered to make binding decisions and sanctions regarding such violation(s) including the authorization to replay league games or disciplinary action of any member organization, team, coach, player or individual spectator for flagrant or repeated violations of the Bylaws, Rules, or Regulations of GHYLA.
9. The Executive Committee shall fulfill its duties under Article Eight – Grievance and Disciplinary Proceedings.
10. An Executive Committee decision or action may not be challenged or otherwise overruled except by a seventy-five percent (75%) super majority vote of the Board of Directors, exclusive of Executive Committee members, sitting in a properly constituted meeting. In the event the decision or action is vacated by a seventy-five percent (75%) vote of the Board of Directors, exclusive of Executive Committee members, then the Board of Directors shall be entitled to vote on the issues so overruled and vacated. The Board of Directors shall conduct a vote to determine the issues previously determined by the Executive Committee. Only a seventy-five percent (75%) super majority vote of the Board of Directors shall be effective to render a final decision on said issues. In the event the Board of Directors is unable after two votes to have a seventy-five percent (75%) super majority vote of a final decision on the issues overruled and vacated, then the initial decision or action of the Executive Committee shall be reinstated and be final.

Article Eight – Grievance and Disciplinary Proceedings

1. Grievance Statements: Any person or organization alleging that he, she, or it has been aggrieved in any matter within the jurisdiction of GHYLA may, within four (4) days of the occurrence of the incident or of obtaining knowledge of the

incident on which such alleged grievance is based, submit to the President of GHYLA a written grievance statement. This statement shall specify the person or organization responsible for the alleged grievance, the nature of the grievance, and the relief desired. An extension of the time to file such statement may be granted by the President in his/her sole discretion. In the event the President is a party to a grievance, the Secretary shall fulfill the President's responsibilities as described herein. If the Secretary and President are both parties to the grievance, it shall be considered by the whole Board of Directors, which shall appoint a Review Board as provided for in Paragraph Two of this Article. In such event, the Review Board shall report directly to the entire Board of Directors.

2. Referral to a Review Board: The President shall commence a proceeding by appointing, within three (3) days of receiving the statement of grievance, a Review Board of at least three (3) persons to whom the matter shall be referred.
3. Preliminary Action by Review Board: If the Review Board determines that no reasonable grounds for a grievance exist, it shall within three (3) days make a written decision stating the grounds for its decision and shall deliver copies to the President and the party alleging the grievance.
4. Delivery of the Statement of Grievance – Right to Reply: If the Review Board determines that there are reasonable grounds for such grievance, it shall deliver a copy of the statement of such grievance to the person or organization allegedly responsible for such grievance. Such person or organization shall have seven (7) days in which to reply. An extension of the time to file such statement may be granted by the Review Board in its sole discretion. The reply shall be in writing and shall be delivered to the Review Board at the address specified by it and to the party alleging the grievance.
5. Mediation by Review Board – Setting Time and Place for Hearing: The Review Board shall then attempt to settle the grievance by mediation. If the attempt to mediate is unsuccessful, the Review Board shall set a place, date and time for a hearing that is reasonably convenient for all parties.
6. Hearing by Review Board – Findings and Discussions: At the hearing, each party and the Review Board shall be entitled to call witnesses, whose testimony may be taken under oath as determined by the Review Board, produce evidence, and submit memoranda supporting his, position and shall be entitled to be represented by counsel. Stenographic minutes may be taken, the cost of which shall be borne equally by the party alleging the grievance and the party alleged to have committed the grievance, and otherwise, as assessed by the Review Board. Within five (5) days after the conclusion of the hearing, any party wishing to do so may deliver a further written statement to the Review Board. The Review Board shall then make written findings of fact that shall be final and make a written decision that shall include grounds for the decision and recommended relief or disciplinary action, if any. The Review Board shall deliver a copy of its findings of fact and decision to the President and to each party.
7. Disciplinary Action: In the event relief or disciplinary action is recommended by the Review Board, the President shall make copies of the written findings and decision of the Review Board and distribute them to the Executive Committee.

The Executive Committee shall either affirm, amend, or remand the recommended relief or disciplinary action to the Review Board for further consideration and shall make a written decision which shall state the grounds for the decision. Copies of its decision shall be delivered to the parties and the Review Board. In the event relief or disciplinary action is to be taken, copies of the findings of fact and decision of the Review Board and the decision of the Executive Committee will be distributed to all members of the Board of Directors and other parties affected by the relief or disciplinary action. Decisions of the Review Board will be treated as Executive Committee decisions by the Board of Directors as provided for under Article Seven, Paragraph 10.

8. All official GHYLA correspondence, including notices and statements of grievances, shall be delivered in an expeditious manner to the affected team Board representative(s). Recognized means include email, facsimile, or other equivalent manner and shall be considered delivered when received by the affected team's Board representative.
9. All official business governed by Article 8 shall be conducted either in person or by teleconference.

Article Nine – Salaries

The Executive Committee shall hire and fix the compensation of any and all employees or contractors deemed necessary by the Executive Committee to conduct official business of the GHYLA.

All Board members and Officers of the Executive Committee of the GHYLA shall serve without compensation, except they will be allowed reimbursement of expenses incurred in the performance of their regular duties.

Such reimbursement requires approval from the Executive Committee and shall be disclosed in the financial statements of the GHYLA.

Article Ten – Executive Committee Subcommittees

The Executive Committee is authorized to create subcommittees to establish policy positions and/or recommendations on various topics for Executive Committee action and/or Board of Directors action.

These subcommittees may but are not required to be headed by Executive Committee officers.

Policy issues may include, but are not limited to, the following possible issues: admission of new teams; player eligibility; coaching qualifications; discipline for teams, players, coaches, organizations, or individual spectators; field, equipment, and uniform requirements; game rules, modifications of the rules, or officiating; post-season play; scheduling; web site; coaches' training; referee liaison; special events; and nominating committee.

Article Eleven – Vacancies

Vacancies on the Executive Committee due to death, resignation, or removal shall be replaced within thirty (30) days by special election of the Board of Directors. Such special election can be by email or as otherwise authorized by the Executive Committee.

Article Twelve – Fiscal Year

For accounting purposes, the fiscal year of the GHYLA shall begin on the 1st day of January and end on the 31st day of December of the same year.

Article Thirteen – Financial Responsibility

No member or officer of the GHYLA may incur any expense or debt in the name of the GHYLA without specific approval or authorization from the Executive Committee.

Article Fourteen – Non-liability

The President, Secretary, Treasurer, Vice Presidents, Board of Directors, and Representatives of the GHYLA all serve as volunteers and shall not be personally liable for the debts, liabilities, or other obligations of the GHYLA.

Article Fifteen – Annual Dues

Each member organization shall be required to pay annual dues in advance of the first game of each season. The amount of the dues may be increased or decreased by a two thirds (2/3) majority vote of the Board of Directors sitting in a properly constituted meeting.

Article Sixteen – Rules and Regulations

The Board of Directors shall adopt such Rules and Regulations covering policy, organization, procedural, and competitive matters as it deems appropriate by a majority vote.

Article Seventeen – Amendments

These Bylaws may be altered, amended, repealed, or added to by an affirmative vote of not less than two-thirds of the Board of Directors sitting in a properly constituted meeting.

Any member may propose an Amendment to the Bylaws at any time by presenting it in writing to the Secretary. The Secretary shall distribute the proposed amendment to the

Executive Committee which shall make a written recommendation, including the grounds for the recommendation, for or against the proposed change of the Bylaws.

The Secretary shall distribute the proposed amendment and the recommendation of the Executive Committee to all members at least seven (7) days prior to the next regular or special meeting of the Board of Directors at which the amendment shall be considered.

Article Eighteen – Dissolution

Upon dissolution of the GHYLA, no director, officer or other private person shall be entitled to any distribution or division of the GHYLA's remaining money and property, or the proceeds thereof. GHYLA may not take action that would be inconsistent with the requirements for tax exemption under Section 501(c)(3). Upon dissolution of the corporation, any remaining assets will be distributed to other organizations exempt under Section 501(c)(3).

Article Nineteen – Timing

Calculation of days shall be by calendar days, not business days, and shall not be affected by holidays. Time shall be considered of the essence.

Article Twenty – Conflicts of Interest

Members of the GHYLA board and the Executive Committee and any other people acting as agents of GHYLA are bound by a conflict of interest policy. Contractors, employees, agents, directors, or members of the Executive Committee of GHYLA must disclose any family or business relationship with any of the GHYLA officers, directors, or trustees prior to conducting business with GHYLA. If a conflict of interest exists, the GHYLA officer, director, or trustee should remove himself from the conflict, if practicable. Examples of a conflict of interest would be the payment by GHYLA for services to a contractor who is a relative of a GHYLA board or Executive Committee member.

Any financial arrangements involving a conflict of interest must be approved in advance by the GHYLA board. Any goods or services purchased by GHYLA from anyone with a conflict of interest must be negotiated at arms-length and will require at least two other bids showing that the purchase is no more than fair market value. GHYLA shall not sign leases, sign contracts, make loans, pay compensation, or create other agreements relating to such arrangements where a conflict of interest exists unless agreed in advance by two-thirds (2/3) vote of the board. However, email may be used to solicit votes on this article for reasons of practicality.