

Biddeford Youth Lacrosse Club

By-Laws

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Article I **Name and Location**

Section 1 The name of the non-profit Corporation shall be Biddeford Youth Lacrosse Club, hereinafter referred to as “BYL”, or the “Corporation”.

Section 2 The principal office and place of business of the Corporation shall be in Biddeford, York County, in the State of Maine.

Section 3 **Registered Agent and Office.** In compliance with the Maine Nonprofit Corporation Act, the Corporation shall have, and continuously maintain, a statutory registered agent who shall be a resident of the State of Maine. The initial registered agent shall be the person designated in the Articles of Incorporation and the Directors shall have the power to change the identity of the registered agent from time to time by filing an appropriate form with the Secretary of State of the State of Maine. The registered agent shall maintain a registered office within the State of Maine. The address of the registered office may be changed from time to time by either the registered agent, or the Directors, upon filing an appropriate form with the Secretary of State of the State of Maine.

Article II **Purpose and Methods**

Section 1 The purpose of the Corporation shall be to develop and operate a youth lacrosse program that will benefit the children of Biddeford and nearby towns in the following ways:

1. teach the ideals of sports, including: sportsmanship, teamwork, fair play, discipline, respect, honesty, loyalty, and courage;
2. develop healthier, happier, more confident youth;
3. combat juvenile delinquency by keeping the youth occupied in worthwhile activities; and
4. broaden the education of youth through competition in our own and other communities and contact with youth in these other communities.

To achieve these goals, BYL will do the following:

1. promote the development and growth of the sport of lacrosse;
2. provide an active lacrosse program, offering children and their families the

- opportunity to learn the rules and skills of lacrosse in a safe and supportive environment;
3. for players of all skill levels, provide supervised lacrosse opportunities such as clinics, practices, and games as determined appropriate and achievable by the Directors;
 4. encourage participation in BYL-sanctioned activities by all individuals, regardless of race, national origin, religious affiliation, sexual orientation, financial or physical ability (subject to a regard for the health and safety of every individual and group in our constituency);
 5. in all that we do, “Honor the Game” of lacrosse by emphasizing sportsmanship, teamwork, fair play, and respect for all. Coaches and leadership shall bear in mind that the attainment of exceptional skill and/or the winning of the game is secondary and that the molding of future citizens is of prime importance;
 6. provide opportunities for coaches and officials to receive training on the rules and skills of lacrosse, proper coaching techniques, and the skills necessary to enable them to serve as positive role models;
 7. purchase or otherwise acquire equipment necessary for the successful operation of the Corporation;
 8. raise funds and obtain sponsors as necessary to operate the programs contemplated herein;
 9. in general, do all things appropriate to promote and accomplish any of the foregoing purposes.

Article III **Membership**

Section 1 Membership shall include all players registered and playing on BYL teams in the current, or prior, fiscal year plus parents and/or guardians of all such players under the age of 18. Membership in BYL shall also include coaches, and other individuals (15 years of age or older) who have volunteered in assisting the organization during the current, or prior, fiscal year.

Section 2 All others seeking membership must be approved by a vote of the Directors. Any person sincerely interested in active participation in support of the objectives of BYL may apply to become a member.

Section 3 Classes. There shall be two classes of members:
(a) Regular Members. All individuals described in Article III, Sections 1 and 2, shall be eligible to participate but shall have no rights, duties, or obligations in the management of the Corporation.
All officers, Board members, committee members, coaches, team parents, and other elected or appointed agents must be Regular Members, aged 18 or older, in good standing as defined in Article III, Section 4.
(b) Voting Members. Voting Members shall be a sub-set of the Regular Members and shall include the following:

- Board Members (including officers)

- Team Parents
- Appointed Committee Chairs and Coordinators
- Head and Assistant Coaches (subject to a minimum of two coaches per team for “travel” teams and one coach per team for “house” teams and a maximum of one coach for every eight (8) players on a team, rounded down)

Only Voting Members in good standing are eligible to vote at the Annual Meeting.

Section 4 To be a member in good standing, the member, plus all members of his immediate family, must be fully paid and have no outstanding equipment (either player’s or coach’s equipment, retained past its scheduled return date), and must not currently be suspended, terminated, or under any disciplinary limitations.

Section 5 Suspension or Termination. Membership may be terminated by resignation or by action of the Board of Directors. The Board of Directors, by a two-thirds vote of those present at any duly constituted meeting, shall have the authority to discipline, suspend, or terminate the membership of any member when the conduct of such person is considered detrimental to the best interest of BYL. The member involved shall be notified at least seven (7) days prior to the meeting, informed of the general nature of the charges and given the opportunity to appear at the meeting to answer such charges.

Section 6 Voting Rights. Voting Members have voting rights only with respect to the election of Directors and officers and any alteration, amendment, or repeal of the By-laws or the adoption of new By-laws as set forth herein. The Board of Directors shall have sole voting power with respect to all other matters relating to the Corporation. However, the Board of Directors may, at its discretion, submit to the Voting Members, at any annual or special meeting thereof, any matter for vote by such members. Such votes can be binding or advisory. If such vote is stipulated as a binding vote, the outcome of such vote shall be binding on the Corporation, as if it were a vote of the Board of Directors. Each Voting Member in attendance at the meeting shall be entitled to one vote on such matters.

Article IV **Officers**

Section 1 The officers of the Corporation shall consist of a President, Vice President, Treasurer, and Secretary. These officers shall serve for one year terms or until their successors are duly elected.

Section 2 An individual may hold two offices (except that a person may not serve as President and Vice President) at the same time if approved by a majority of the Board. The Treasurer’s office shall only be shared with another office for a short-term, transitional period, not to exceed three (3) months.

Section 3 Annual Election and Term of Office. At each Annual Meeting, the Voting Members shall elect the officers. At the Annual Meeting, the chair of the Nominating Committee shall present the slate of nominations determined by the Committee. The President shall also receive nominations from the floor for each office. If the

Nominating Committee has found no candidate for an office and no candidates are nominated from the floor, an officer shall remain in office until a suitable replacement has been found and duly elected by the Board or Voting Members. Each Voting Member in attendance will be eligible to cast one vote for each officer according to the procedure set forth by the Board. Officers shall be elected by a majority vote of all Voting Members present at the Annual Meeting. The officers shall, upon election, immediately enter upon the performance of their duties and shall continue in for one (1) year or until the next Annual Meeting of the Membership and until their successor is appointed and qualified, or until such officer dies, resigns, is removed, or becomes disqualified.

Section 4 Resignation. An officer may resign by delivering his written resignation to one of the other officers of the Corporation or to a meeting of the members or Directors. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states.

Article V **Duties of the Officers**

Section 1 President. The President shall preside at all meetings of the membership or Board of Directors. He shall be responsible for maintaining the principles and values of the Corporation. He shall vote only to break a tie. He will request an audit/review of the Corporation's finances and provide such to the general membership no less than every two years. He will appoint committee chairs and coordinators and coaches to accomplish specific Board approved tasks. He shall be an *ex officio* member of all committees. He shall have such other powers and duties as may be determined by the Directors. He shall further attend such community and recreation department meetings, and State and geographic area lacrosse meetings, as are necessary to engender positive relations and further the Corporation's purpose.

Section 2 Vice-President. The Vice-President shall work with, and in support of, the President. He shall become familiar with the inner workings of the Corporation so that during the absence or temporary incapacity of the President, he can perform the duties and have the power of the President.
The Vice President shall preside at meetings of the membership and Board of Directors in the absence of the President. The Vice President shall have and may exercise all of the powers and duties of the President during the absence of the President or in the event of the inability of the President to act, except as otherwise determined by the Directors. The Vice President shall have and may exercise such other duties and powers as may be designated by the Directors.

Section 3 Treasurer. The Treasurer shall have custody of the funds, accounts, and other financial matters for the successful operation of the Corporation. He shall keep all BYL funds in the name of the Corporation in bank or credit union accounts approved by the Board of Directors. He shall keep records of the receipt and disbursement of all monies and securities of BYL, approve all payments from allotted funds and draw checks therefore in agreement with policies established by the Board of Directors. He

shall promptly deposit all monies received, make all payments, and record all transactions so as to keep all financial records current and to protect the good reputation and the credit of the Corporation. All disbursements shall be made by check or electronic transfer. Persons authorized to sign checks or make electronic transfers shall include such officer or officers or person or persons as the Board of Directors shall determine, provided that there shall not be more than one person from an immediate family authorized to sign checks. The Treasurer shall prepare and present a written report for each regularly scheduled Board meeting and prepare an annual financial report for submission to the membership and Board of Directors at the Annual Meeting. He shall create regular backups of all electronic financial records and shall keep copies of such off site. He shall serve as Chair of the Finance Committee. He shall file such tax or informational returns as are required by the State and Federal government on a timely basis. He shall perform such duties as are herein set forth and such other duties as are customarily incident to the Treasurer or may be assigned by the Board of Directors. The financial records shall be available for inspection at any time by any Director, officer, or Board-approved Auditor of the Corporation.

Section 4

Secretary. The Secretary shall keep all of the Corporation's records, other than financial, including the minutes of any meetings of the Membership or Board. The Secretary shall be responsible for recording the activities of the Corporation and shall maintain appropriate files, mailing lists and necessary records, minutes and orders and votes. The Secretary shall record and maintain records of all meetings of the members and Directors in a book or series of books kept for that purpose, which book or books shall be kept at the principal office of the Corporation or at the home or office of its Secretary and shall be available for inspection at any time by any Director, officer, or Board approved Auditor of the Corporation. Such book or books shall also contain names of all members and Directors and the address of each. The Secretary shall also keep electronic copies of such, shall create regular backups of all electronic records, and shall keep a copy of such off site. If the Secretary is absent from any meeting of members or Directors, a temporary Secretary chosen at the meeting shall exercise the duties of the Secretary at the meeting. If the Corporation does not have a Registered Agent, the Secretary shall also serve as the Registered Agent and shall maintain all corporate records.

Article VI **Board of Directors**

Section 1

Duties and Powers. The management of the property and affairs of the Corporation shall be vested in the Board of Directors. The Board of Directors shall have the power to appoint such standing or temporary committees, coordinators, or coaches as it shall determine appropriate and to delegate such powers to them as the Board shall deem advisable. Board members will actively engage in Board business and participate on one or more committees.

Section 2

Board Composition and Number. The number of Directors shall be not less than five (5), nor more than twelve (12). The following officers shall serve as *ex officio*

members of the Board of Directors: the President, Vice President, Treasurer, Secretary, and immediate past President (if one exists); in addition, no less than one (1), nor more than seven (7), “at large” Directors shall be elected from, and by, the Voting Members at the Annual Meeting of the Corporation.

Section 3 Annual Election and Term of Office. At each Annual Meeting, the Voting Members shall determine the number of Directors to be elected for the ensuing year and shall elect such number of Directors. The number so fixed in this Section may be changed at any meeting of the Board, and if the number is increased, the additional Directors may be elected at the meeting at which the increase is voted, or at any subsequent meeting. At the Annual Meeting, the chair of the Nominating Committee shall present the slate of nominations determined by the Committee. The President shall also receive nominations from the floor for each Board position. Each Voting Member of the Corporation in attendance will be eligible to cast one vote for each Board position according to the procedure set forth by the Board. Board members shall be elected by a majority vote of all Voting Members present at the Annual Meeting. The Directors shall upon election immediately enter upon the performance of their duties and shall continue for one (1) year or until the next Annual Meeting of the Membership and until their successor is appointed and qualified, or until such Director dies, resigns, is removed, or becomes disqualified.

Section 4 The Board of Directors may fill vacancies in any office. If any vacancy occurs in an officer’s or Director’s position, by death, resignation or otherwise, it may be filled by a majority vote of the remaining Directors at any regular meeting or at any special meeting called for that purpose. The successor shall hold office for the unexpired term or until his successor is elected and qualified, or in each case until he dies, resigns, is removed or becomes disqualified.

Section 5 The Board of Directors may suspend or remove for cause an officer or Director of the Corporation at a meeting called for this purpose. A two-thirds majority vote of the Board members attending the meeting is necessary, and notice of at least seven (7) days, but not more than fourteen (14) days prior to the meeting must be given to the Board. An officer or Director may be removed with cause only after reasonable notice and opportunity to be heard. However, from the date of notice until the conclusion of the hearing, all office-specific privileges and responsibilities of the officer or Director shall be suspended.

Section 6 Nonparticipating Directors. Officers and Directors are expected to attend all meetings of the Board of Directors and of any committees on which they serve, unless excused by the President for good cause. Any officer or Board member who has unexcused absences from more than two (2) Board and/or membership meetings in the current year of service may be removed from office by a majority vote of the members of the Board in attendance at any Board meeting, provided that the Board has been given no less than seven (7) days prior notice of the meeting. Any officer or Board member who is absent from three (3) consecutive Board meetings, unless excused by the President for good cause, shall be considered to have resigned and, upon approval by a majority vote of the Directors present and voting at any meeting of the Board of Directors, such resignation shall be accepted and the officer or Board member shall be

notified to this effect.

Section 7

Meetings, Quorum and Notice.

The Annual Meeting of the Board of Directors shall be held immediately following the Annual Meeting of the Membership. The purpose of this meeting shall be to appoint committees and coordinators for the upcoming year.

Other Meetings. Meetings of the Directors may be held at any time and at any place when called by the President or by two or more Directors.

Robert's Rules of Order shall govern the proceedings at all meetings, except when in conflict with these By-laws, in which case the By-laws shall take precedence.

Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business. When a quorum is present at any meeting, a majority of the Directors present and voting shall decide any question, including election of officers, unless otherwise provided by law, the articles of organization, or these By-laws. Voting by proxy shall not be permitted.

Notice. Reasonable notice of the time and place of meetings of the Directors shall be given to each Director. Such notice need not specify the purposes of a meeting, unless otherwise required by law, the articles of organization, or these By-laws or unless there is to be considered at the meeting: (i) contracts or transactions of the Corporation with interested persons; (ii) an increase in the number of Directors; (iii) election of an officer; or (iv) removal or suspension of an officer or Director under Article VI, Section 5. Except as otherwise expressly provided, it shall be reasonable and sufficient notice to a Director to send notice by email at least seven (7) days in advance for regular business meetings, or to give notice to him either in person or by telephone at least forty-eight (48) hours, before the meeting in the case of urgent meetings for emergent issues where timeliness is of the essence. Notice of all Regular meetings shall be posted on the Web Site, or other electronic means approved by the Board, in accordance with the notice timings envisioned in this section.

Waiver of Notice. Whenever notice of a meeting is required, such notice need not be given to any Director if a written waiver of notice, executed by him (or his attorney thereunto authorized) before or after the meeting, is filed with the records of the meeting, or to any Director who attends the meeting without protesting prior thereto or at its commencement the lack of notice to him. A waiver of notice need not specify the purposes of the meeting unless such purposes were required to be specified in the notice of such meeting.

Action by Writing. Any action required or permitted to be taken at any meeting of the Directors may be taken without a meeting if all the Directors consent to the action in writing or by email and the consents are filed with the records of the meetings of the Directors. Such consents shall be treated for all purposes as a vote at a meeting. In the case of such a vote, the President shall notify each member of the Board within three (3) days of the date of the vote as to the results.

Electronic Meetings. Members of the Board of Directors or of any committee appointed by the Board of Directors may participate in a meeting of the Board of Directors or committee by means of a conference telephone, videoconference or similar communications equipment that enables all persons participating in the meeting to hear each other during the meeting. Participation by such means shall constitute presence in person at a meeting.

Article VII **Appointments**

Section 1 The Board of Directors may appoint committees, and the President may appoint coordinators, and coaches, to assist in conducting the business of the Corporation. The Board of Directors may establish other committees including one or more Directors, which committees shall have and exercise the authority of the Board of Directors, to the extent provided in these By-laws or their establishing resolutions. The designation and appointment of any committee, coordinator, or coach and the delegation thereto of authority shall not operate to relieve the Board or any individual Director of any responsibility imposed upon it, him or her by law.

Section 2 Committee Governance. The Executive Committee, Nominating Committee, Finance Committee and any other committees established pursuant to this Article shall be governed by the procedures set forth in this Section, except as may otherwise be provided in any resolution of the Board of Directors relating to such committee, or the following Section. The President shall appoint the Chair of each such committee. A majority of the number of members of such committee shall constitute a quorum, and the act of a majority of the members of a committee present at a meeting at which a quorum is present shall be the act of the committee. A meeting of any such committee may be called by any member thereof, and notice of the place, day and hour of such meeting shall be given by or under the direction of the person calling the meeting, by mail, personal delivery, email, or personal communication over the telephone or otherwise, at least forty eight (48) hours prior to the time the meeting is to be held. Such notice shall not be necessary if all committee members approve of meeting on lesser notice or waive their right to such notice. By resolution adopted by a majority of the Directors attending any meeting of the Board, the Board may remove from any such committee any member thereof and may fill any vacancy on any such committee, whether such vacancy is caused by resignation, removal or otherwise.

Section 3 Special and Ad Hoc Committees. The Board may authorize the formation of additional committees charged with the responsibility of advising the Board or performing designated functions for the Corporation. The President shall appoint the chair of each such committee. The members of any such committee shall be as determined by the chair thereof. Special and *ad hoc* committees shall not have or exercise any of the power of the Board of Directors. The procedure for meetings and the conduct of the business of such committees shall be informal, appropriate to the functions and goals of such committee and shall be determined by the chair thereof. It is not required that the procedures of Article VII, Section 2 apply to such committees. Each committee shall keep such minutes of its meetings as its chair deems appropriate

and shall keep the Executive Committee apprised of their activities via copies of such minutes or other appropriate means.

Section 4 Executive Committee. The Directors holding the offices of President, Vice President, Treasurer, and Secretary shall constitute the Executive Committee. The President shall serve as chair of the Executive Committee. The Executive Committee shall have all of the powers of the Board of Directors in the interim between meetings of the full Board of Directors, provided that the Executive Committee shall not be empowered to modify any action taken by the Board of Directors.

Section 5 Nominating Committee. The Nominating Committee shall consist of a minimum of three and a maximum of five Voting Members, as appointed by the President. The membership of this committee shall be constructed such that the number of Directors and the number of non-Director Voting Members serving on the committee shall be within one of each other. The President shall appoint one of the Board members to serve as chair of the Nominating Committee. The Nominating Committee shall solicit names of qualified nominees for officers and for the Board of Directors and, no less than ten (10) days prior to the annual meeting, shall give notice to the Board of Directors of its list of nominees. No less than seven (7) days prior to the annual meeting, the Secretary shall post the list of nominees to the web site.

Section 6 Finance Committee. The Finance Committee shall consist of three members, including the Treasurer, who shall serve as chair, one other Board member and one Voting or Regular Member (not a Board member), as appointed by the President. The Finance Committee shall prepare an annual budget, in coordination with the President, for submission to the Board of Directors prior to the beginning of each fiscal year. It shall also review annual tax returns prior to submission, conduct a periodic review of the financial records, approve any player or program fees, and perform other duties as assigned by the President.

Section 7 Coordinators. The President may appoint such coordinators as he may deem necessary or desirable from time to time, may prescribe the powers and duties of each, and may fill any vacancy which may occur in any such position. Any coordinator shall hold office for a term of one year, unless a shorter period shall have been specified by the terms of his or her appointment, or in each case until he or she dies, resigns, is removed, or becomes disqualified. In addition, each coordinator shall retain his or her authority at the pleasure of the Directors. Any coordinator will be a member of the Corporation, but need not be a member of the Board of Directors. Coordinators may enlist other members to assist them with their duties.

Section 8 Coaches. Coaches shall be appointed annually by the President, or such coordinator or committee as he may select, and be approved by the Executive Committee. Each coach shall retain his or her authority at the pleasure of the Executive Committee.

Article VIII **Membership Meetings**

- Section 1** The Annual Meeting of the Membership shall be held between June and September at a time and place designated by the Board of Directors. The Annual Meeting shall be held for the purpose of electing officers and a Board of Directors, receiving reports, and for the transaction of such business as may properly come before the meeting.
- Section 2** Special Meetings. Special meetings of the members may be called by the Board of Directors or by the President or Vice President at their discretion.
- Section 3** It shall be the responsibility of the Secretary to notify the membership of any meeting(s) at least seven (7) days prior to the meeting date. Such notice shall consist of posting an announcement on the web site and sending an email to all members.
- Section 4** Quorum. The presence in person of ten (10) Voting Members shall be necessary to constitute a quorum. Any meeting may be adjourned by a majority of the votes cast upon the question, whether or not a quorum is present, and the meeting may be held as adjourned without further notice.
- Section 5** Robert's Rules of Order shall govern the proceedings at all meetings, except when in conflict with these By-laws, in which case the By-laws shall take precedence.

Article IX

Dues

Reasonable participation fees shall be assessed as a parent's obligation to assure the operational continuity of BYL, though such a fee may be waived in specific cases at the discretion of the President or Treasurer.

Article X

Corporate Seal, Fiscal Year

- Section 1** Corporate Seal. The Corporation will have no corporate seal.
- Section 2** Fiscal Year. The fiscal year of the Corporation shall begin on the 1st day of October and end on the 30th day of September.

Article XI

Execution of Papers

Except as the Directors may generally, or in particular cases, authorize the execution thereof in some manner, all deeds, leases, transfers, contracts, bonds, notes, checks, drafts and other obligations made, accepted or endorsed by the Corporation shall be signed by the President, by the Vice President, or by the Treasurer.

Article XII

Compensation

No Director, officer, or member of BYL shall receive, directly or indirectly any salary, compensation or emolument from BYL for services rendered as Director, officer or member. Directors, officers and members shall not be precluded from serving the Corporation in any other capacity and receiving appropriate compensation for any such services.

Article XIII **Indemnification**

The Corporation shall, to the extent legally permissible and only to the extent that the status of the Corporation as an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, is not affected thereby, indemnify each of its Directors, officers, employees and other agents (including persons who serve at its request as Directors, officers, employees or other agents of another organization in which it has an interest) against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while in office or thereafter, by reason of his being or having been such a Director, officer, employee or agent, except with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his action was in the best interests of the Corporation; provided, however, that as to any matter disposed of by a compromise payment by such Director, officer, employee or agent, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise shall be approved as in the best interests of the Corporation, after notice that it involves such indemnification: (a) by a disinterested majority of the Directors then in office; or (b) by a majority of the disinterested Directors then in office, provided that there has been obtained an opinion in writing of independent legal counsel to the effect that such Director, officer, employee or agent appears to have acted in good faith in the reasonable belief that his action was in the best interests of the Corporation; or (c) by a majority of the disinterested members entitled to vote, voting as a single class. Expenses including counsel fees, reasonably incurred by any such Director, officer, employee or agent in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the Corporation in advance of the final disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid to the Corporation if he shall be adjudicated to be not entitled to indemnification under applicable state law. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any Director, officer, employee or agent may be entitled. Nothing contained herein shall affect any rights to indemnification to which corporate personnel may be entitled by contract or otherwise under law. As used in this paragraph, the terms "Director", "officer", "employee", and "agent" include their respective heirs, executors and administrators, and an "interested" Director is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

Article XIV **Activities and Dissolution**

Section 1 The Corporation is organized exclusively for public, charitable, and/or educational purposes under Section 501(c)(3) of the Internal Revenue Code.

Section 2

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing and distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. To the extent that such distributions comply in all respects with the provisions of Section 501(c)(3) of the Internal Revenue Code or corresponding Section of any future federal tax code, upon dissolution any net assets, after the payment of all debts and obligations of the Corporation, shall be used and distributed exclusively for the benefit of youth lacrosse in Biddeford and the surrounding communities by: (1) its successor organization; (2) the Maine Chapter of US Lacrosse or another similar organization or (3) in the absence of an appropriate youth lacrosse organization, a combination of other local youth sports organizations and the Biddeford Recreation Department or its successor. Such distributions shall be determined by a two-thirds (2/3) majority of the Board of Directors.

Article XV Gender

The use of the masculine herein shall also refer to the feminine, unless otherwise expressly provided, and the use of the singular herein shall also refer to the plural, unless the context otherwise requires.

Article XVI Amendments

The By-laws may be amended, repealed, or altered in whole or in part by a two-thirds (2/3) majority vote at any duly organized meeting of the voting members provided a summary of the proposed changes is included in the notice of such meeting.