

# BY-LAWS of the Upper Dublin Lacrosse Club

## **ARTICLE I ORGANIZATION**

The name of the organization will be Upper Dublin Lacrosse Club, a Not-For-Profit Corporation. The Upper Dublin Lacrosse Club will be doing business as Upper Dublin Lacrosse Club – Boys and will be incorporated in the Commonwealth of Pennsylvania.

## **ARTICLE II PURPOSES**

The following are the purposes for which this organization has been organized:

The Upper Dublin Lacrosse Club (UDLC) is formed exclusively to be a community operated youth sports organization that exists within the structure outlined in section 501(c)(3) of the Internal Revenue Service (IRS) Code to provide Upper Dublin (PA) Township boys with the opportunity to learn and play competitive lacrosse UDLC operates within the league structure set forth by the Southeastern Pennsylvania Youth Lacrosse Organization (SEPYLA).

Upon the winding up and dissolution of the organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the IRS, or the corresponding section of any future federal tax code.

## **ARTICLE III MEMBERSHIP**

Membership is divided into two classes: Voting and Non-voting members.

Non-Voting Membership shall include all parents / legal guardians of boys enrolled to play in UDLC programs during a specific year. Non-voting membership is generally limited to residents of Upper Dublin Township and to parents / guardians of boys in grades 1-8. The President or his designees may waive these requirements based on special circumstances, provided such action is within the applicable guidelines as set forth by SEPYLA.

Voting Membership: Voting Membership shall be limited to Upper Dublin residents and include:

1. All current Directors and Officers in the organization.
2. A Head Coach and one designated Assistant Coach (the Assistant Coach will be nominated by the President and approved by the Board of Directors) from each team at the A, B, and C levels. For the avoidance of doubt, there will be one Head Coach and one Assistant Coach assigned voting membership from the A1 team and one Head Coach

and one Assistant Coach from the A2 team, etc. Paid coaches are excluded from the voting membership.

3. The Intramural Coordinator, 1/2 grade and 3/4 grade program coordinators. If one person is responsible for more than one of these positions (e.g. Intramural Coordinator and 3/4 grade program coordinator) they will be limited to 1 vote; and
4. Such other club members who have shown an interest in the Club through active participation in Club activities over the preceding year(s). Such service will include, but not be limited to, the following: a coach, SEPYLA representative, serving on a committee or fund raising. The approval of the selected members shall be by majority vote of the board and their total number shall not exceed 50% of the total number of voters in (1), (2) and (3) above.

The list of eligible voters shall be identified and the eligible voters informed of their status at least thirty (30) days before a voting membership meeting.

Each voting member is limited to one (1) vote regardless of the number of positions held in the organization.

Head coaches will be selected by the President or his designees based on criteria including experience within the game of field lacrosse, youth coaching experience, and their commitment to the values and principles of UDLC. The assistant coaches are selected by the head coach/coordinator for each team subject to approval and confirmation by the President or his designees. All Head and Assistant Coaches must have valid US Lacrosse membership and complete required background checks for compliance with local, state and federal statutes.

Voting member status is time-bound to their son's participation in the spring season, typically running from March 1 (at the assignment of Head Coaches) to the last day of the following February.

#### **ARTICLE IV MEETINGS**

The annual general membership meeting of the organization (comprised of Voting and Non-Voting members) shall be held in the Fall of each and every year. The Secretary shall notify every club member in good standing via e-mail (as it appears in the registration records for the organization) of the time and place of such annual meeting.

In addition to the general membership meeting, an annual voting membership meeting of this organization shall be held in June of each and every year. The purpose of the said meeting is to elect board members and conduct all normal business of the organization.

The participation (e.g. in-person or virtual attendance) of not less than 51% of the voting members shall constitute a quorum and shall be necessary to conduct the business of this organization.

Additional meetings of this organization may be called by the President or his designees

when deemed necessary. Notices of such meeting(s) shall be communicated via email to all voting members at their email addresses as per the registration records at least seven (7) days before the scheduled date for such special meeting. Such notice shall state the reasons that such meeting has been called and the business to be transacted at such meeting.

At the request of 66% of the members of the Board of Directors or 75% of the voting members of the organization, the President shall call a special meeting to be called, but such request must be made in writing via email at least seven (7) days before the requested scheduled date. No other business but that specified in the notice may be transacted at such a special meeting without the unanimous consent of all present at such meeting.

## **ARTICLE V    VOTING**

Only voting members shall be eligible to vote on issues presented to the club. Issues will generally be decided by voice vote. Any member of the voting membership may request the question be decided by ballot at any time.

At the annual voting membership meeting, board members will be elected to two-year terms commencing July 1. Any voting member may nominate candidates for said positions, provided they meet the minimum criteria set forth under Article VIII for the respective position.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election directors.

When a vote is taken by ballot, the President or his designees shall, prior to the commencement of balloting, appoint a committee of three (3) who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the President or his designee the results and the results shall be documented in the final minutes from the meeting.

If necessary, votes may be cast in person or electronically. In either case, the "Inspectors of Election" will manage and certify the results.

No Inspector of Election shall be a candidate for office or shall be personally interested in the question voted upon.

## **ARTICLE VI    ORDER OF BUSINESS**

1. Roll Call
2. Reading and Approval of the Minutes of the preceding meeting
3. Reports of Committees
4. Reports of Officers

5. Old and Unfinished Business
6. New Business
7. Adjournment

## **ARTICLE VII BOARD OF DIRECTORS**

A Board of Directors consisting of five members, who are UD Township residents, shall manage the business of this organization. The Directors will consist of a President and four At-Large Directors chosen by the voting membership. All Board Members and Officers must complete background checks for compliance with local, state and federal statutes. The immediate Past-President shall serve as an ex-officio member of the Board without voting privileges. The Board of Directors shall choose from among its sitting members, Directors to serve as President, VP and Secretary. The position of Treasurer shall be filled by a qualified individual who is approved by the Board of Directors. The Treasurer does not have to be a voting member of the Club or member of the Board of Directors.

The voting membership shall elect each Director to a two-year term and elections will be staggered so that three Directors are elected in one year and two Directors are elected in the following year. Eligibility to run for a position on the board of Directors includes a minimum of two years either as a voting member of the Club and/or of active service to the Club recognized by the Board of Directors in other roles, including as coach, committee member, etc.

The Directors will be chosen at the annual voting membership meeting of this organization as set forth above.

The Board of Directors shall oversee management of the affairs and business of this organization. The Board of Directors shall only act in the name of the organization when it shall be regularly convened by its President after due notice to all the Directors of such meeting. Planned expenditures in excess of \$5,000.00 must be approved by a majority of the voting membership.

The Board of Directors may make such rules and regulations covering its meetings as deemed necessary. Vacancies in the Board of Directors which occur during the year shall be filled by appointment by the President.

A Director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any Director. The Board of Directors shall adopt such rules for this hearing as deemed necessary for the best interests of the organization.

No Director shall for reason of his office be entitled to receive any salary or compensation.

## **ARTICLE VIII OFFICERS**

The officers of the organization shall be as follows:

- President
- Vice President
- Secretary
- Treasurer

The President and/or his designee shall preside at all meetings. He/she shall present an annual report at the annual voting membership meeting of the organization which summarizes the work of the organization. He/she shall see that all books, reports and certificates required by law are properly kept or filed and may sign the checks or drafts of the organization. He/she shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice President shall in the event of the absence or inability of the President to exercise his office become acting President of the organization with all the rights, privileges and powers as if he had been the duly elected President.

The Secretary shall keep the minutes and records of the organization in appropriate electronic filings. It shall be his/her duty to file any certificate required by any statute, federal or state. He/she shall give and serve all notices to members of this organization. He/she shall be the official custodian of the records of the organization. In furtherance of this responsibility, he/she will create and/or maintain an electronic repository where all minutes, records, etc. are archived. He/she shall present to the membership at any meetings any communication addressed to him/her as Secretary of the organization. He/she shall submit to the Board of Directors any communication, which shall be addressed to him/her as Secretary of the organization. He/she shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He/she shall cause to be deposited in a regular business bank or trust company a sum not exceeding \$40,000 and the balance of the funds of the organization shall be deposited in a savings bank except that the Board of Directors may cause such funds to be invested in such investments as shall be legal for a non-profit corporation in this state. He/she must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. He/ she shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Treasurer. To ensure transparency, all transactions (e.g. electronic transfers, checks, credit card purchases) greater than

\$1,000.00 must be approved by the President or Vice President.

No officer shall for any reason of his office be entitled to receive any salary or compensation.

#### **ARTICLE IX COMPENSATION OF OTHER COACHES AND STAFF**

All coaches and other staff shall volunteer their time to the organization. In the event that the President or his designee(s) determines that the volunteer candidates for the position of head or assistant coach do not possess the necessary qualifications, the President or his designee(s) shall make recommendation(s) to the Board regarding the hiring of sufficient coaches to meet the needs of the organization. Such recommendation(s) must be approved as to the specific individuals and amount of compensation paid to such individuals by a majority vote of the Board.

#### **ARTICLE X DUES & FEES**

UDLC is a community organization dedicated to serving all residents of the community. Each year the Board shall set dues and fees for participation in Club activities for in the upcoming season. The fees and dues schedule for each year shall be approved by a majority of the Board. The Board also may waive the required dues and fees for a specific individual if it is determined by the President or his designee(s) that the individual is not able to meet his commitment to pay dues and fees to the extent that the organization has the financial resources to do so.

#### **ARTICLE XI AMENDMENTS**

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than 75% percent of the voting members.

Amended April 2020, to reflect name change from Crooked Crosse Boy's Lacrosse Club (CCLC) to Upper Dublin Lacrosse Club. Amended prior January 2017 (posted September 2017), June 2011 & June, 2008.