

BYLAWS  
OF  
NEW HAMPSHIRE YOUTH LACROSSE ASSOCIATION

Article One - Name and Purpose

1. The New Hampshire Youth Lacrosse Association is a duly incorporated New Hampshire nonprofit corporation, and may be properly referred to when desired for convenience or brevity as the "NHILA".

2. The purpose of the NHILA is to further the objects for which it was established, as stated in its Articles of Agreement. In general, the NHILA is dedicated to promoting, fostering and encouraging interest in and an appreciation of the sport of boys and girls lacrosse throughout the State of New Hampshire, advancing the growth of amateur boys and girls youth lacrosse within New Hampshire, and promoting the playing of the game of boys and girls lacrosse by New Hampshire youth throughout the State.

Article Two - Membership

1. Membership in the NHILA shall be open to any town or city sponsored or supported youth lacrosse program, any school youth lacrosse program, or any other youth lacrosse program or organization, with at least one (1) team participating or intending to participate in the NHILA League season for the upcoming year. Membership in the NHILA shall be mandatory for participation in the NHILA League. No town or city, school or other program or organization shall have more than one membership, regardless of the number of teams it has participating or intending to participate in the NHILA League. The Board of Directors may from time to time establish additional membership criteria and rules, and establish one or more additional classes of membership with such rights and privileges as the Board may determine.

2. Annual membership dues, if any, shall be set by the Board of Directors. Dues must be paid in full in order to qualify for membership in good standing. The Board of Directors shall be the final judge of membership status.

3. Membership in the NHILA shall not be transferable or assignable.

4. Membership entitles each NHILA member town or city,

school or other program or organization to one vote on all matters submitted to the membership for vote. No proxy voting shall be allowed. The Secretary of the NHYLA shall maintain a current roster of the membership on the Board of Director's behalf. Members in good standing as shown on the roster of membership shall be entitled to vote on (a) annual elections of NHYLA officers, and (b) any other matter or issue which the Board of Directors properly votes to submit to the full membership for a vote. Annual voting for the election of officers shall be by written ballot. Votes of the membership shall be decided by a simple majority (51%) of the members voting.

5. There shall be an annual meeting of the NHYLA membership held each year in November, for the election of officers and appointment of representative directors, and for any other business. Other meetings of the membership shall be held as noticed by the President of the NHYLA. At all meetings of the membership, the presence of a majority of the members in good standing and entitled to vote shall constitute a quorum.

6. All NHYLA members are invited and encouraged to attend all meetings of the membership and all meetings of the Board of Directors.

#### Article Three - Board of Directors

1. The NHYLA Board of Directors ("Board") shall manage the affairs and conduct the business of the NHYLA, and shall have all power and authority incident and necessary to carrying out such duties not inconsistent with these Bylaws or the Articles of Agreement of the NHYLA.

2. The directors of the Board shall be comprised of the duly elected officers of the NHYLA, and one (1) representative director appointed from each NHYLA member town or city, school or other program or organization. Each NHYLA member shall have the right to designate its representative director for appointment to the Board. An officer who is a member of the Board may also serve as a representative director on the Board.

3. Each director shall be entitled to one vote on all matters voted on by the Board. No proxy voting shall be allowed. Except as otherwise provided in these Bylaws, votes of the Board shall be decided by a simple majority (51%) of the directors attending.

4. An initial organizational meeting of the Board shall be held annually in November, immediately following and in the same place as the annual meeting of the NHYLA membership. Other meetings of the Board shall be held as noticed by the President of the NHYLA, it being the intent but not a requirement that regular meetings of the Board be held not less frequently than once in each month. The President shall act as Chairman and shall preside over all meetings of the Board. At all meetings of



5. Each director shall hold office until the next annual meeting of the membership and until his or her successor shall have been duly elected or appointed. This shall not prohibit a director from holding office for successive terms. Any vacancy occurring on the Board, and any new representative director position to be filled by reason of an increase in the allowed number of representative directors, may be filled by interim appointment by the Board. Any director so appointed shall serve until the next annual meeting of the membership and until his or her successor shall have been duly elected or appointed.

6. Directors shall not receive or be entitled to any compensation or salary for service on the Board.

7. Any action which may be taken at a meeting of the Board may be taken without a meeting if unanimously consented to in writing by all of the directors.

#### Article Four - Officers

1. The officers of the NYHLA shall consist of a President, a Boys Vice President, a Girls Vice President, a Treasurer and a Secretary. The officers shall be elected annually by the membership at the annual meeting of the membership. Each officer shall hold office until the next annual meeting of the membership and until his or her successor shall have been duly elected. This shall not prohibit an officer from holding office for successive terms. Each officer shall be a member of the Board of Directors. Any office vacated because of resignation or otherwise may be filled by interim appointment by the Board. Any officer so appointed shall serve until the next annual meeting of the membership and until his or her successor shall have been duly elected.

2. The President shall preside at all meetings of the membership and of the Board of Directors. The President shall have general charge and supervision of the activities, business and affairs of the NYHLA, shall see that all resolutions and other actions and directions of the Board are carried into effect, and shall in general perform all duties incident to the office of President and such other duties as may from time to time be prescribed by the Board. The President shall be an ex officio member of all standing committees and other committees appointed by the President or the Board.

3. The Boys Vice President and Girls Vice President shall, in the order of their seniority, perform the duties and exercise the powers of the President in his or her absence or disability. They shall generally be responsible for managing the Boys and Girls programs, respectively, subject to direction of the President and the Board, and shall perform such other duties and functions as may from time to time be assigned to them by the President or the Board, or as required under the NYHLA Rules & Regulations.



accurate account of all receipts and expenditures, and shall collect membership dues and other dues, fees or charges as directed by the Board, or as required under the NHYLA Rules & Regulations. The Treasurer shall deposit and disburse the funds of the NHYLA as may be ordered or directed by the Board or the President in the proper exercise of his or her powers. The Treasurer shall perform such other duties and functions as may from time to time be assigned by the President or the Board.

5. The Secretary shall attend all meetings of the membership and of the Board and keep minutes of all meetings in the books of the NHYLA; see that all notices are duly given in accordance with the direction of the President and Board; be custodian of the corporate records; maintain a current roster of the membership on behalf of the Board; and in general perform all duties incident to the office of Secretary and such other duties and functions as may from time to time be assigned by the President or the Board.

6. The Board may from time to time elect or appoint such assistant officers or other positions, including director-level positions, as the Board may deem desirable. Such assistant officers and other positions shall serve for such term, have such authority and perform such duties as the Board shall prescribe. Such assistant officers and other positions shall not be members of the Board, but this shall not prohibit a person who is otherwise a member of the Board from also serving as an assistant officer or in such position.

7. Officers shall not receive or be entitled to any compensation or salary for service as an officer.

#### Article Five - Committees

1. The Board shall have the power, from time to time, to authorize and appoint such standing, advisory or special committees as it may deem necessary or desirable to properly carry on the activities and effect the objects and purposes of the NHYLA. Such committees shall be of such size, and perform such duties and functions, as the Board may direct.

2. It is recommended, but not required, that every committee have as a member at least one member of the Board, but not every member of the committee need be a Board member. Subject to the approval of the Board, the President shall appoint the members of any committee and designate the chairman thereof.

#### Article Six - Contracts, Checks, Deposits and Funds

1. The Board may authorize any officer or officers, agent or agents of the NHYLA, in addition to the officers so authorized under these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the NHYLA, and such authority may be general or specific.

2. All checks, drafts or orders for the payment of money,





the NHYLA, shall be signed by such officer or officers as the Board may direct. In the absence of such direction, such instruments shall be signed by the Treasurer.

3. All funds of the NHYLA shall be deposited to the credit of the NHYLA in such banks or other depositaries as the Board may select.

4. The Board may accept on behalf of the NHYLA any contribution, gift, bequest or devise for the general purposes or for any special purpose of the NHYLA.

#### Article Seven - NHYLA Rules & Regulations

1. The Board shall adopt a set of Rules & Regulations covering such policy, organizational, procedural and league play and competitive matters as the Board deems suitable and appropriate. Compliance with the Rules & Regulations shall be the responsibility of all members of the NHYLA, and all teams participating in any NHYLA sponsored league, game, tournament, jamboree or other event.

2. Implementation of, and enforcement of compliance with, the NHYLA Rules & Regulations shall be the responsibility of the Board, carried out by such means and in such manner as the Board may determine from time to time. Any question of interpretation or application of any Rule or Regulation may be submitted to the President by any NHYLA member, for consideration and opinion of the Board or such committee as the Board may authorize and appoint for such purpose.

3. Any NHYLA member, or duly authorized and appointed Board committee, may submit to the President a request for consideration of the adoption of any new, or the repeal, change or amendment of any existing, Rule or Regulation. The President shall review all such requests with the Board, which shall consider and vote on such requests; provided, however, that with respect to any request relating to any new or existing Rule or Regulation applicable only to the Girls program, only those directors representing a NHYLA member town or city, school or other program or organization with at least one (1) girls team participating or intending to participate in the upcoming NHYLA League season shall be entitled to vote on such request. Any requests submitted to the Board for vote must be passed by at least three-fourths (75%) of the directors voting. The Board shall be authorized to consider and vote upon the adoption of any new, or the repeal, change or amendment of any existing, Rule or Regulation only once per NHYLA League season, and only in accordance with the following procedure: (a) any and all requests for adoption, repeal, change or amendment must be presented to the President sufficiently in advance for inclusion in the written notice of the January meeting of the Board as an agenda item for Board consideration and discussion at the January meeting, and (b) the Board shall vote on any and all such requests at the February meeting.



authorize and appoint for such purpose, shall have the power from time to time to issue interpretive guidelines of the Rules & Regulations to assist the NHYLA membership in the meaning and understanding of the Rules & Regulations, their intended scope, and their application to particular situations or in certain circumstances. Such interpretive guidelines shall be non-binding, but shall be given due consideration by all NHYLA members and teams in effecting compliance with the Rules & Regulations.

#### Article Eight - Amendments to Bylaws

1. These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by vote at a meeting of the Board, provided that written notice of the proposed new Bylaw(s), or of the Bylaw(s) proposed to be altered, amended or repealed, shall have been given to the NHYLA membership at least fifteen (15) days prior to the meeting at which the vote takes place.