

SOMERS YOUTH SPORTS ORGANIZATION – GIRLS LACROSSE

(SYSO GIRLS LACROSSE)

BY-LAWS

Article 1 – SYSO

SYSO GIRLS LACROSSE is a “sport” referenced under Article 12, Section 1 of the by-laws of the Somers Youth Sports Organization (hereinafter referred to as “SYSO”) and such by-laws hereinafter referred to as “SYSO by-laws”. Capitalized terms used herein and not otherwise defined herein shall have the respective meanings ascribed to such terms in the SYSO by-laws.

Article 2 – Purpose and Playing Policy

The main purpose of SYSO GIRLS LACROSSE is to organize, promote and administer the sport of girls lacrosse for the youth girls of the Town of Somers, New York. Our stated goals are to encourage participation for all, regardless of skill or ability, to offer athletic instruction and to promote enjoyment and safety of and for the children registered in the SYSO GIRLS LACROSSE program. The said purposes are to be conducted without pecuniary profit and shall in no way involve political or religious considerations.

Article 3 – By-Laws

These by-laws are intended to be the “sport-specific” by-laws relating to SYSO GIRLS LACROSSE under Article 12, Section 10 of the SYSO by-laws. These by-laws are intended to provide general guidelines for the governance, activities, operations and goals of SYSO GIRLS LACROSSE and shall provide basic rules of conduct for the Commissioner and other members of the SYSO GIRLS LACROSSE Board (as defined herein, each member of the Girls Lacrosse Board, including the Commissioner, shall hereinafter be referred to as “Directors”), as well as all officers, representatives and volunteers assisting with SYSO GIRLS LACROSSE, and the Directors shall be authorized to adopt rules, regulations and operating procedures to execute the business of SYSO GIRLS LACROSSE, provided that no such rule, regulation or operating procedure may contravene any express provision of these by-laws. Notwithstanding the foregoing or anything else contained herein, these by-laws shall remain subject and subordinate to, and shall not be interpreted or otherwise construed as being superior to (or in conflict with), the SYSO by-laws and no provision hereof and no rule, regulation or operating procedure promulgated by the Directors may contravene a provision of the

SYSO by-laws or any rule, regulation or operating procedure adopted pursuant to the SYSO by-laws.

Article 4 – Rights to Volunteer and Mediation

1. Right to Volunteer

- a. Each member of SYSO who has registered his/her child in the SYSO GIRLS LACROSSE program during the current year (a “Girls Lacrosse Parent”) shall have the right to volunteer to assist with the SYSO GIRLS LACROSSE program. Any Girls Lacrosse Parent desiring to volunteer shall check the box (if provided) indicating so while registering his/her child for a SYSO GIRLS LACROSSE program and/or shall notify the coach or other Girls Lacrosse Volunteer (defined below) leading his/her child’s particular team (or activity) in writing via email (or otherwise).
- b. Volunteer opportunities exist on and off the field, including, without limitation, opportunities relating to coaching (both head and assistant), health and safety, equipment coordination, field preparation, facility procurement, uniform coordination, insurance, scheduling and field allocations, and it is expected that Girls Lacrosse Parents to the extent practically possible, will become Girls Lacrosse Volunteers and fill all such positions as and when needs arise as determined the by the Directors.
- c. If any Girls Lacrosse Parent desires to volunteer and assist with the SYSO GIRLS LACROSSE program and feels that his/her request has been denied, s/he should notify the Directors in writing via email (or otherwise) immediately and, if the situation is not addressed by the Directors to his/her satisfaction, shall have the right to pursue his/her remedies in accordance with Article 4, Section 3 of the SYSO by-laws.
- d. A “Girls Lacrosse Volunteer” means a Sport-specific volunteer who the Girls Lacrosse Board has determined provides regular, consistent and substantial services to the SYSO GIRLS LACROSSE program during the current year and whose name is listed as such as a Sport-specific Volunteer for SYSO GIRLS LACROSSE on the SYSO web site (or on the SYSO GIRLS LACROSSE web site). A Girls Lacrosse Volunteer may also be a Girls Lacrosse Parent.
- e. In the event there are insufficient volunteers, the Directors may charge members an annual fee to offset the costs of hiring paid providers and to otherwise encourage volunteers by waiving such fee if a Member does volunteer work for SYSO GIRLS LACROSSE or, to the satisfaction of the Directors, volunteers for another SYSO program or the Executive Board or one of its committees.

2. **Mediation Process** – In the event that a Girls Lacrosse Parent has a dispute relating to the SYSO GIRLS LACROSSE PROGRAM, s/he shall first use diligent efforts to resolve the issue with the applicable coach (or leader of the activity). If

the Girls Lacrosse Parent is not satisfied with the results of such action, s/he shall draft a summary of his/her complaint and submit a written request for consideration of the complaint to the Directors, and the Directors shall address the matter and respond to the Girls Lacrosse Parent within a reasonable period of time. If the Girls Lacrosse Parent is not satisfied with the result after appealing to the Directors, then the Girls Lacrosse Parent shall have the right to a mediation of the dispute in accordance with the SYSO by-laws.

ARTICLE 5 – MEETINGS

1. There shall be an annual meeting of the Girls Lacrosse Parents and the Directors (hereinafter referred to as “Annual Girls Lacrosse Meeting”) publicized by announcement and held in Somers, New York, at a place to be determined by the Directors and notice of the meeting shall be sent to the Girls Lacrosse Parents via email and posted on the SYSO GIRLS LACROSSE website at least 15 days before the meeting and sent to the SYSO Executive Board provided, however, that the Annual Girls Lacrosse Meeting shall be scheduled in early March, or soon thereafter, and, in the event of a major conflict, shall be held at the earliest possible date thereafter.
2. The Annual Girls Lacrosse Meeting shall be organized and run by the Directors and the purposes of the meeting shall be as follows:
 - a. To review the past season,
 - b. Consider amendments, additional, revisions and deletions of these by-laws,
 - c. Announce needs for various volunteers positions in the coming year,
 - d. To select Directors, including a Commissioner (if necessary), in accordance with Article 8 hereof,
 - e. To answer questions and consider issues that may be raised by any Girls Lacrosse Parent, and
 - f. To address any other matter that the Directors elect to address.
3. The Directors shall hold meetings every three (3) months, at times and locations determined by the Directors, provided that additional meetings may be held as needs arise. All meetings shall be held in Somers, New York, unless a different location is unanimously agreed to by the Directors. Except for the Annual Girls Lacrosse Meeting, all meetings of the Directors shall be closed to non-Directors except for the persons invited to attend by the Directors.
4. Special meetings of the Directors may be called by or at the direction of the Girls Lacrosse Commissioner or by the majority of the Directors, and notice of such meeting shall be sent to all Directors (and invited guest(s), if any, via email). Any requirement of furnishing a notice shall be deemed waived by any Director who signs a waiver of notice before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, any alleged lack of notice. Except as hereinafter provided, a

majority of the Directors serving on the Girls Lacrosse Board shall constitute a quorum. Except as herein otherwise provided, the act of the Directors shall be the act, at a meeting duly assembled, by vote of a majority of the Directors serving on the Girls Lacrosse Board present at the time of the vote, a quorum being present at such time.

5. Any one or more Directors may participate in a meeting of the Girls Lacrosse Board by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.
6. Any action required or permitted to be taken by the Directors may be taken without a meeting if a majority of the Directors consent in writing to the adoption of a resolution authorizing the action.
7. Minutes of the Annual Girls Lacrosse Meeting are to be made public by posting on the SYSO Girls Lacrosse web site; provided, however, that the Directors shall have the power and authority to denote certain matters as being the topic of executive session, and the minutes relating to such matters shall not be made public.

ARTICLE 6 – SYSO GIRLS LACROSSE BOARD

Subject to the terms and provisions of the SYSO by-laws, the SYSO GIRLS LACROSSE program shall be managed by the Directors, which shall consist of the 6 appointed Directors, each of whom has one vote. Unless otherwise provided by these in-laws, the Directors (and persons designated by the Directors, solely to the extent of such designation) shall have full power and authority to act on behalf of, and bind, the SYSO GIRLS LACROSSE program in all matters. The Directors shall act by majority vote of the Directors present at any SYSO Girls Lacrosse Board meeting where a quorum is present, or otherwise as provided in Article 5, Section 6 of these by-laws. Directors shall serve without salary.

The term of the Commissioner, who shall also be a Director, shall be four (4) calendar years, subject to the annual review procedure of the SYSO by-laws. The Commissioner shall serve as the Chairman of the Directors and all of its meetings, unless absent.

Except for the Commissioner, members of the Girls Lacrosse Board shall serve for two (2) calendar years, unless a Director is appointed to be Commissioner, in which case, his/her term shall restart in accordance with Section 2 of this Article.

Notwithstanding the provisions of Sections 2 and 3 of this Article, upon the adoption of these by-laws, the Directors for 2018/2019 shall consist of the following six (6) Directors: Laura Parisi, Christian Johns, Scott Kellock, Maribeth Linares, Kelly Mancini and Kathy Sanborn. The initial term of each Director shall expire as follows: (i) the last

day of 2019: Christian Johns, Scott Kellock, Maribeth Linares, Kelly Mancini and Kathy Sanborn. (ii) on last the last day of 2020: Laura Parisi.

In January of each calendar year (and throughout the year as and when the Directors deem necessary), the Directors shall appoint officers and fill any other position that the Directors determine may be necessary: provided, however, that upon the adoption of these by-laws, the following individuals shall serve as officers of SYSO LACROSSE and hold the following titles: Laura Parisi, Commissioner; Maribeth Linares, Treasurer; and Kelly Mancini, Secretary; and provided further, that the office of Commissioner shall be selected in accordance with Article 8 hereof and the positions of Secretary and Treasurer be held by a Director.

The Directors shall have full power and authority to remove any officer or other person serving the SYSO GIRLS LACROSSE program by majority vote; provided, however, that the removal of any Director shall require the affirmative vote of four (4) Directors; and provided further, that any Director who fails to attend three (3) or more regularly scheduled meetings of the Girls Lacrosse Board shall be deemed removed from the Girls Lacrosse Board unless all of the other Directors then serving on the Girls Lacrosse Board vote in favor of reinstatement.

In the event of a vacancy on the Girls Lacrosse Board, the Directors shall be authorized to email all Girls Lacrosse Parents regarding the vacancy and announce the search for candidates or call a special meeting to which all Girls Lacrosse Parents shall be invited. Such special meeting shall be held and publicized in the same manner as the Annual Girls Lacrosse meeting, except that the primary purpose of such meeting shall be to appoint a Director in accordance with Article 8 hereof.

Article 7 – Duties of the Officers

The **Commissioner** shall preside over all meetings of the Girls Lacrosse Board and, in the absence of the Secretary, shall appoint a secretary of any such meeting. S/he has the power to sign and execute alone in the name of SYSO GIRLS LACROSSE all contracts authorized either generally or specifically by the Directors, unless the Directors shall specifically require an additional signature. The Commissioner shall perform all the duties incident to the position of Commissioner under the SYSO by-laws. In addition, the Commissioner shall perform such other duties and have such other powers as the Directors may from time to time prescribe. The Directors shall have full power and authority to appoint the Commissioner, subject to the SYSO by-laws.

The **Assistant Commissioner** shall be prepared to perform all of the duties of the Commissioner in the absence of the Commissioner or when called upon to do so. In the event that the Commissioner resigns or is removed from office, the Assistant Commissioner shall immediately become the Commissioner unless and until the

Directors appoint another member of the Girls Lacrosse Board to serve as Commissioner.

The **Secretary** shall attend and keep the minutes of all Girls Lacrosse Board Meetings and maintain current lists of all officers and other Girls Lacrosse Volunteers. The Secretary shall perform all of the duties customarily incident to the office of the Secretary subject to the control of the Directors, and shall perform such other duties as shall from time to time be assigned by the Directors.

The **Treasurer** shall have general supervision over and custody of all fees and other amounts collected by SYSO GIRLS LACROSSE, have charge of all funds, pay bills upon approval of the Directors (provided, that no Girls Lacrosse Board approval shall be required in order for the Treasurer to pay any routine and customary bills of SYSO GRILS LACROSSE and/or any bills for amounts under \$500), and maintain receipts for same. The Treasurer shall report all receipts and expenditures and outstanding debts on a periodic basis as deemed necessary, shall keep full and accurate accounts of all receipts and disbursements of SYSO GIRLS LACROSSE, shall deposit or cause to be deposited all funds and securities of SYSO GIRLS LACROSSE in the name and to the credit of SYSO GIRLS LACROSSE in accordance with the SYSO by-laws and shall present periodic financial statements to the Directors at its regular meetings. The Treasurer shall also be responsible for working with the Treasurer of SYSO on all matters relating to funds and accounts allocated to SYSO GIRLS LACROSSE. In addition, the Treasurer shall perform all duties incident to the position of Treasurer, subject to the control of the Directors, and shall, when required, give such security of the faithful performance of his or her duties as the Directors may determine.

Officers shall be appointed pursuant to the provisions set forth in Article 6, Section 5 of these by-laws and may be removed in accordance with the terms set forth in Article 6, Section 6 of these by-laws.

The Directors shall determine the number and titles of officers needed in addition to the officers listed in Sections 1 through 4 of the Article 7.

A Director may hold more than one title of office, except that the Commissioner shall not also serve as Treasurer.

No officer of SYSO shall be entitled to receive a salary for services rendered to SYSO as an officer.

No person holding the office of Commissioner, Assistant Commissioner, Secretary or Treasurer, or otherwise serving as a Director, shall serve as an officer or director of another SYSO sports program or be on officer or director of the SYSO Executive Board.

Article 8 - Nominations and Elections

1. In October prior to the year the Directors' terms expire, the Directors shall send a notice to all Girls Lacrosse Parents seeking volunteers to serve on an election committee (hereinafter, the Girls Lacrosse Election Committee) that will assist the Directors with the appointment of the Commissioner (if applicable) and the positions up for appointments for the following year. Girls Lacrosse Parents shall have at least one (1) week to respond to the notice. The Girls Lacrosse Election Committee shall comprise five (5) Girls Lacrosse Parents or someone who has previously served on the Girls Lacrosse Board (a "Past Girls Lacrosse Board Member") and shall include two (2) persons who are not members of the Girls Lacrosse Board or Past Girls Lacrosse Board Members; provided, however, that if there are no willing volunteers other than Girls Lacrosse Board members or Past Girls Lacrosse Board Members, then there shall be no non-Girls Lacrosse Board members (or non-Past Girls Lacrosse Board Members) on the Girls Lacrosse Election Committee, and if there is only one (1) willing volunteer, there shall be only one (1) non-Girls Lacrosse Board member (and non-Past Girls Lacrosse Board Members) on the Girls Lacrosse Election Committee. Subject to the preceding sentence, the Girls Lacrosse Board shall appoint members of the Girls Lacrosse Election Committee; provided, however, that, if more than two (2) Girls Lacrosse Parents (other than Girls Lacrosse Board Members or Past Girls Lacrosse Board Members) desire to serve on the Girls Lacrosse Board Election Committee (the Parent Candidates) the Girls Lacrosse Board shall hold a special meeting to which all Girls Lacrosse Parents shall be invited (the "Girls Lacrosse Parent Election Meeting"). At the Girls Lacrosse Parent Election Meeting, the Parent Candidates shall have an opportunity to elect two (2) representatives by a plurality vote. If, by the end of the Girls Lacrosse Parent Election Meeting, the Parent Candidates are unable to finally decide on two (2) candidates as provided above, then the Directors shall select the two (2) Parent Candidates.
2. In November, the Girls Lacrosse Election Committee shall send a notice to all Girls Lacrosse Parents announcing the upcoming appointments to be made at the March Annual Girls Lacrosse Meeting and shall solicit willing candidates for each such position. Such notice shall specify the email addresses at which to contact the Girls Lacrosse Election Committee and the Directors and a reasonable deadline by which to respond. A Girls Lacrosse Parent who desires to run for a particular position must notify both the Girls Lacrosse Election Committee and the Girls Lacrosse Board of his/her desire to be considered a candidate for such position on or before the stated deadline.
3. After receipt of all responses regarding candidacy, the Girls Lacrosse Election Committee and the Directors shall meet to discuss the various candidates and consider whether to seek additional candidates for the open positions. Potential candidates may include current Directors, and all candidates for Commissioner must meet the **Office Qualification Minimum Requirements**. Once the prospective slate of candidates is established, each candidate will be invited to

provide the Girls Lacrosse Election Committee with a written statement as to why such candidate should be considered for the open position (limited to 300 words). The Girls Lacrosse Election Committee shall cause all candidate statements to be posted on the SYSO Girls Lacrosse web site at least fourteen (14) days prior to the Annual Girls Lacrosse Meeting.

4. At the Annual Girls Lacrosse Meeting, the candidates for each position shall be presented and each person's candidacy shall be considered. Each Girls Lacrosse Volunteer in attendance shall have the right to comment on each person's candidacy and to submit written comment, if so desired, and all such written comments shall be collected for the record.
5. After a reasonable period of comment and consideration (including a recess during which the Directors may meet in executive session along with the Girls Lacrosse Election Committee), but prior to the end of the Annual Girls Lacrosse Meeting, the Girls Lacrosse Board shall appoint the Directors and Commissioner (if applicable) for the upcoming year. If a majority of the Girls Lacrosse Volunteers disagree with the Directors' decision regarding the appointment of Commissioner, such Girls Lacrosse Volunteers shall have the right to submit notice of their disagreement to the Executive Board for consideration in accordance with Article 12, Section 1 of the SYSO by-laws.
6. The selection of Commissioner shall remain subject to the SYSO by-laws, including, without limitation, Article 12, Section 1 thereof.

ARTICLE 9 – NOTICES

Any notice to a Girls Lacrosse Parent shall be deemed duly given if sent to the email (or emails) listed on such person's profile saved in SI Play (or other registration program then in use by the SYSO GIRLS LACROSSE program) and, in addition, such notice shall also be posted on the SYSO GIRLS LACROSSE website.

ARTICLE 10- AMENDMENTS

These by-laws may be adopted, amended, revised or repealed by a vote of 4 Directors at any Annual Girls Lacrosse Meeting; provided, however, that (i) notice of all such proposed changes and/or additions to these by-laws must first be sent to all Girls Lacrosse Parents at least 60 days prior to an Annual Girls Lacrosse Meeting (the "Amendment Notice"), (ii) the proposed changes and/or additions set forth in the Amendment Notice shall have been presented for discussion at an Annual Girls Lacrosse Meeting and (iii) no such vote of the Directors shall occur until at least 30 days after the Annual Girls Lacrosse Meeting during which the Amendment Notice was discussed; provided further, however, that if the Directors unanimously decide that the adoption, amendment, revision or repeal of these by-laws is required by law or on an emergency basis, it shall have the power and authority to schedule, on not less than ten (10) days notice, a special meeting of the Directors to which all Girls Lacrosse Parents shall have

the right to attend, and, during such meeting, such amendment, revision or repeal and be discussed, considered and voted upon by the Directors in a session open to all Girls Lacrosse Parents. Notwithstanding the foregoing, all additions, amendments, revisions, repeals, and other modification to these by-laws shall be submitted to the Executive Board for approval consistent with the provisions of Article 12, Section 11 of the SYSO by-laws.

ARTICLE 11- OTHER MATTERS

1. Except as otherwise directed by SYSO GIRLS LACROSSE, each of the Directors, each officer of SYSO GIRLS LACROSSE and each Girls Lacrosse Volunteer made a party to an action or proceeding, whether civil or criminal, by reason of the fact that he or she is or was a Director, an officer of SYSO GIRLS LACROSSE or a Girls Lacrosse Volunteer shall be indemnified by SYSO GIRLS LACROSSE to the full extent permitted by law.
2. The Directors may authorize any officer or officers, agent or agents of SYSO GIRLS LACROSSE, in addition to the officer so authorized by these by-laws, to enter any contract or execute and deliver any instrument in the name of and on behalf of SYSO GIRLS LACROSSE, and such authority may be general or confined to specific instances.
3. All funds of SYSO GIRLS LACROSSE shall be handled in accordance with SYSO by-laws.