

BYLAWS

Wolverine Lacrosse v1.3

Version:	Date:	Adopted by:	Updated by: Name/Title
1.0	12/20/2005	Wolverine Club	Jake Bowman - VP
1.1	8/26/2008	Wolverine Lacrosse	Jake Bowman - Secretary
1.2	11/13/2012	Wolverine Lacrosse	Scott Marino-VP
1.3	5/11/2015	Wolverine Lacrosse	Joseph Jones - VP

**Wolverine Lacrosse
BYLAWS**

**Article I
Establishment and Purpose**

Section 1. Organizational Name

- A. The organization shall be named "WOLVERINE LACROSSE".
- B. **Offices.** The principal offices of the Association are located in Orange County California, at the address of 26895 Aliso Creek Rd #B-181, Aliso Viejo, CA 92656, unless otherwise specified by the Executive Board. Such change of address shall not be deemed an amendment to these Bylaws.

**Article II
Members, Meeting and Votes**

Section 1. Place of Meeting

All meeting of the members shall be held in the Aliso Viejo area, or at such a place as may be designated for that purpose from time to time by the Executive Board.

Section 2. Electoral Meeting

The Electoral Meeting of the organizations members shall be held prior to the end of the school year, preferably in the month of May. This meeting shall be held for the purpose of electing an Executive Board for the following season.

Section 3. Quorum

The simple majority vote of the voting members present shall govern.

Section 4. Proxies

No proxy vote will be accepted.

Section 5. Membership

- A.** Voting members shall consist of members of the Executive Board as stated in Article III, Section 3, A-E, all appointed positions and committee chairpersons. In any event, no member is entitled to more than one vote, with the exception of a voting tie; the President will render the tie-breaking decision.
- B.** Executive Board members are elected positions for individuals who are held accountable as officers of the organization.
- C.** Appointed Positions are not elected positions and can be obtained by an individual who is looking to volunteer and support the organization in various ways. All Board of Director Positions hold voting privileges.
- D.** Non-Liability of Directors. The Directors shall not be personally liable for the debts, liabilities, or other obligations of the Association.

Section 6. Consent of Action – In absence of Meeting

Action by Two Thirds Written Consent Without Meeting. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if two thirds of all Directors, with voting privileges, shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings. Such action by written consent shall have the same force and effect as a vote of the Directors.

Article III Directors, Management

Section 1. Election

- A.** The Executive Board shall be elected at the Annual General Electoral Meeting to serve for one (1) year. The term of President holds a two (2) year commitment. The term of office shall begin in August and end the following July. July is considered a “transitional” month for exiting board member to relinquish their duties and train their replacements. The immediate past President is automatically appointed to the Board of Directors in an advisory role and is under the same rules to maintain voting privileges.
- B.** No person shall be eligible for nomination of election as President unless he or she has served one (1) full term as a member of the Board of Directors.
- C.** In the case where no existing Board of Director(s) wishes to run for the office of President, a special notice will be posted as per, Article III, Section 2 of the Bylaws, and allow individuals to add their name to the ballot for consideration and voting of the position.
- D.** Applicants should submit their intention for consideration in April, so they may be added to the ballot for the annual electoral meeting.
- E.** Each candidate is required to give a presentation of their qualifications for the position at annual electoral meeting. Such presentation should be less than five (5) minutes in duration.

- F. Only one (1) member of a family may run or hold a voting position on the Executive Board or Board of Directors. Family is defined as immediate family and ex-spouses.
- G. You must have a player on the team to be eligible to run or hold a voting position on the Executive Board or Board of Directors.

Section 2. Notification of available positions

- A. The electable positions are open to all candidates (with the exception of President) beginning in April. An email and/or web posting will instruct interested parties on how to proceed with consideration and have their names added to the ballot.
- B. Available appointed positions and/or committee positions will be posted on the website and/or emailed, once established or vacant (generally during pre-season) to allow interested parties an opportunity for consideration. In the case of multiple applicants for any one position the Executive Board will conduct a series of interviews with candidates and render their votes.
- C. Volunteer positions are available under each Committee Chairman. Those volunteer positions do not include voting privileges or requirements to attend Board of Director meetings. It is highly encouraged but is not mandatory.

Section 3. Term(s) of Office – Executive Board

- A. President – 2 year term
- B. Vice President – 1 year term with a term limit of 2 years.
- C. Secretary - 1 year term with a term limit of 2 years.
- D. Treasurer – 1 year term with a term limit of 2 years.
- E. Auxiliary Chair - 1 year term with a term limit of 2 years.

Section 4. Term(s) of Office – Appointed Board

- A. Appointed positions are voted on by the Executive Board by a majority vote.
- B. Appointed Positions – Board of Directors consist of Committee Chairperson(s), Webmaster and two (2) Member(s) at Large positions. (The Executive Board may assign as many Committee Chairs as needed to sustain a season). Due to the season term, the committee chair must attend all scheduled meetings in order maintain voting privileges.
- C. Committee Chair – 1 season term
- D. Webmaster – 1 year term with a term limit of 2 years.
- E. Member at Large – 1 year term with a term limit of 2 years.
- F. Member at Large – 1 year term with a term limit of 2 years.

Section 5. Duties

- A. Perform any and all duties imposed on them collectively or individually by law or by these Bylaws;
- B. Appoint and remove, and, except as otherwise provided in these Bylaws, prescribe the duties of all Executive officers, agents and employees of Wolverine Lacrosse;
- C. Supervise all officers, agents and employees of Wolverine Lacrosse to ensure that their duties are performed properly;
- D. Meet at such times and places as required by these Bylaws.

Section 6. Vacancies

- A. Vacancies on the Executive Board or Board of Directors shall exist on the death, resignation or removal of any director, and whenever the number of authorized Directors is increased.
- B. A vacancy may be filled by the officers at any regular meeting. In the event of a vacancy in any office other than that of the President, such vacancy may be filled temporarily by appointment by the President until such time as the Board shall fill the vacancy, or the normal term of office expires.
- C. **Removal.** Any director may be removed without cause by a majority of all of the members of the Board of Directors. The vote shall be taken at a meeting for which the notice will have specified the proposed removal.
- D. In a case where the President is unable to fulfill his/her obligations to the position, the Vice President, or highest ranking remaining officer, will automatically assume their role for the remainder of the season. The position will then be placed on the ballot at general election time, regardless if there is another year remaining on the previous Presidents term.

Section 6. Meeting of the Board of Directors

- A. The Board of Directors shall meet at a time and place determined by the President. Regular meetings will normally be scheduled every other month with the possibility of more frequent meetings as necessary and determined by the President, but in no case less frequent than once every quarter. Regular meetings may be held in conjunction with special or annual meetings.
- B. Committee meetings are not mandatory for Executive Board or Board of Directors unless they are serving in some capacity on that committee. It is the responsibility of the Committee Chair to appoint a scribe for their meeting minutes; it is not the responsibility of the elected Secretary.
- C. Special meetings of the Board of Directors may be called for any purpose by the President, or at the request of two or more members of the Executive Board.
- D. **Notice of Meetings.** Notice of regular meetings will be given no less than one (1) week prior to the meeting date. Not less than 48 hours notice shall be given prior to all special meetings. Special meetings may be held without such notice,

however, if such notice has been waived by all members of the Board of Directors either before or after such meeting, or if all Board members are present at such meeting. All notices shall specify the place, day and hour of the meeting.

E. Conduct of Business. Meetings shall be presided over by the President, or in his/her absence, the Vice President, or, in the absence of each of these persons, the next highest ranking officer of the Executive Board present at the meeting. Meetings shall be governed by Robert's Rules of Order insofar as such rules are not inconsistent with or in conflict with these Bylaws, or with provisions of the law.

F. Majority Action as Board Action. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless the provisions of the California Nonprofit Public Benefit Corporation Law require a greater percentage, or different voting rules, for approval of a matter by the Board of Directors.

Section 7. Organizational Meeting

At a mutually agreed time, No later than September following the adjournment of the previous Directors and Appointed Board of Directors, the elected Executive Board shall hold an organizational meeting, at which time the committees, webmaster and members at large, shall be appointed.

Section 8. Absences – Voting Privileges

In order to maintain voting privileges all Board of Director Positions (elected or appointed) must not have in excess of 2 unexcused absences or 4 total absences from scheduled meetings. Excused absences are determined by the President and recorded by the Secretary.

Article IV Officers

The Executive Board of the organization shall be President, one Vice President, one Secretary, one Treasurer, and one Auxiliary Chair.

A. PRESIDENT: The President shall preside over the meeting, head the local organization and Board of Directors, supervise the functions of various committees and in general see that rules, policies and principles are adhered to. The President shall be the chief executive officer of the Association and shall, subject to the control of the Board of Directors, supervise and control the affairs of the Association and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, these Bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed, the President shall preside at all meetings of the Board of Directors, and shall set

- the agenda. Except as otherwise expressly provided by law, or by these Bylaws, he or she shall, in the name of Wolverine Lacrosse, execute such contracts, checks, or other instruments that may from time to time be authorized by the Board of Directors.
- B. VICE PRESIDENT:** The Vice President shall preside in the absence or incapacity of the President , work with the other officers and committee members, shall be ex-officio member of all committees and shall carry out such duties as assignments as may be delegated by the President.
- C. SECRETARY:** The Secretary shall keep or cause to be kept a book of Minutes of the meetings and of the Board of Directors, the names of those present at the Board of Director's meeting and the proceeding thereof. He/she is the Chairperson of the By-laws and is the official scribe of the meeting minutes. He/she shall also have such other powers and perform such other duties as may be prescribed by the President or Executive Board.
- D. TREASURER:** The Treasurer shall receive, keep and maintain accurate records of all transactions of funds for the organization, and payout only on the check of the organization, signed in manner authorized by the Executive Board. Following the close of each season, report the highlights and any problems observed, and make recommendations to the Board. He/she shall also have such other powers and perform such other duties as may be prescribed by the President or Executive Board. Duties included but not limited to:
1. Distribute, or cause to be disbursed, the funds of Wolverine Lacrosse as may be directed by the Board of Directors, taking proper vouchers for such disbursements.
 2. Keep and maintain adequate and correct accounts of Wolverine Lacrosse properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.
 3. Draft an annual budget for review and approval of the Executive Board or Board of Directors.
 4. Monitor the collection of dues.
 5. Apply for and maintain insurance policies of the Association.
 6. Provide financial reports to the Directors at their regular meetings.
 7. Exhibit at all reasonable times the books of account and financial records to any director of the Association, on request therefore.
 8. Render to the President and Directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of the Association.
 9. Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.
- E. Auxiliary Chairperson:** He/she is the advisor of all committee chair(s) personnel, along with the President. He/she is primarily responsible for fundraising and sponsorship programs for the organization and any other duties that may be prescribed by the President or Executive Board.

Article V
Execution of Instruments, Deposits and Funds

Section 1. Execution of Instruments.

- A.** The Executive Board, except as otherwise provided in the Bylaws, may authorize any officer or agent of Wolverine Lacrosse to enter into any contract or execute and deliver any instrument in the name of and on its behalf, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind Wolverine Lacrosse by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount
- B. Checks and Notes.** Except as otherwise specifically determined by resolution of the Executive Board, or as otherwise required by law, checks, drafts, promissory notes, orders for payment of money, and other evidence of indebtedness of Wolverine Lacrosse shall be signed by the Treasurer and countersigned by the President of Wolverine Lacrosse or another appointed designatee by the Executive Board. If an expense is approved by the Board, then it shall only require one signature.
- C. Deposits.** All funds of Wolverine Lacrosse shall be deposited as per the Financial Procedures referenced in Attachment A, and referenced in Article VII, Section 3.A, to its credit in such banks, trust companies, or other depositories as the Board of Directors may select.
- D. Gifts.** The Board of Directors may accept on behalf of Wolverine Lacrosse: contribution, gift, bequest, or device for the charitable or public purposes.
- E. Assets:** All materials are considered the property of Wolverine Lacrosse and will be returned at the end of the term of service. These items include but are not limited to: book of minutes, record of Wolverine By-laws, organizational checkbook, all Treasury records and accounting documents.

Article VI
Amendments to Bylaws

Section 1. Bylaw Amendments

The Executive Board or current Board of Directors may adopt, amend or repeal any of these Bylaws or amendments thereof. Procedure to amend: A recommended change to these bylaws shall be presented in writing to the President. These Bylaws may be amended or repealed by the Board of Directors at any regular, special or annual meeting of the Board of Directors, provided thirty (30) days notice of such action has been given but adoption of the proposed change may take place only after an affirmative vote of two-thirds of the Executive Board and current Board of Directors.

Section 2. Records of Amendments

Whenever an amendment or new Bylaw is adopted, it shall be copied in the Book of Bylaws with the original Bylaws, in the appropriate place. When any Bylaw is replaced or modified, the version must be updated, with the date of the meeting at which the modification/addition was enacted and the officer of record shall be stated in said book.

Article VII Organization and Rules

Section 1. Organization

- A.** The organization shall consist of one governing body and member teams.
- B.** The governing body shall consist of a President, Vice President, Secretary, Treasurer and Auxiliary Chairperson.
- C.** A Board of Director consists of the appointments noted in Article III, Section 4,A-F.

Section 2. Compensation

- A.** All Executive Board and Board of Director members will act without pay and fully under a volunteer basis.
- B.** Executive Board, Board of Director and any/all committee members shall serve without compensation, except that they shall be allowed and paid reasonable reimbursement of expenses incurred in the performance of their assigned duties.

Section 3. Accounting Practices

- A.** All accounting practices are outlined in Attachment A – Treasury Procedures and are hereby incorporated into our By-Laws as our general accounting practices.
- B.** No expenditure of monies can be made without the consent of the quorum of the Executive Board if it exceeds \$100.00 (one hundred dollars) and any unbudgeted amount over a \$100.000 (one hundred dollars) must be approved by three (3) Executive Board members.
- C.** Season end closing of the books will happen no later then July of that season. All receipts and accounting invoices are due in June in order to be reconciled for season end resolution.
- D.** Seasonal evaluation of budget and future expenditure will normally occur in the months of August and September depending on school district voting and subsequent impacts.
- E.** Remediation of the budget may happen at any time and will be voted on and recorded as part of the Board of Directors meeting.
- F. Prohibition against Sharing Profits and Assets.** No director, officer, employee, or other person connected with Wolverine Lacrosse, or any private

individual, shall receive at any time any of the net earnings or pecuniary profit from its, provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for Wolverine Lacrosse in effecting any of its public or charitable purposes, provided that such compensation is otherwise permitted by these Bylaws and is fixed by resolution of the Board of Directors; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the assets on dissolution of the organization.

Section 4. Uniforms – Spirit Packs

- A.** No player/team shall modify, change or alter the uniform issued by Wolverine Lacrosse without explicit consent from the Executive Board.
- B.** The Executive Board shall approve any modifications, changes or alterations.
- C.** All players/teams will be required to wear the uniform issued by Wolverine Lacrosse.
- D.** A spirit pack will be issued to all player(s) of Wolverine Lacrosse. Those items are not to be altered in any way during regular season, without consent of the Wolverine Lacrosse coaching staff. The said spirit packs are to remain in the possession of the athlete(s) at the end of regular season.

Attachment A

Wolverine Lacrosse Financial Procedures

Check Writing/Deposit of Funds Procedures

- A receipt must accompany all exchanges of cash to Executive Board Members. This includes monies submitted to Executive Board Members from players and/or parents. All records are subject to review at anytime.
- All monies given to anyone other than the Treasurer must be submitted to the Treasurer for deposit.
- All checks and certificates of deposits will be documented, copied or scanned by the Treasurer prior to deposit.
- All original receipts of deposit received from the bank must be maintained in the Treasurer's accounting records.
- The Treasurer shall deposit funds no more than 15 days from receipt.
- Under **NO** circumstances are checks to be made payable to cash.
- The Cosigner will endorse and/or validate all checks written.
- The Cosigner and another Executive Board member will endorse & validate any checks made payable to the Treasurer.
- Once signed by the Treasurer, all checks will be reviewed and endorsed a second time by an Executive Board member or Member at Large.

Purchasing Procedures

- Reimbursement for purchases may not be made payable to anyone, including board members and/or coaching staff, without (prior) Board approval. (*Purchases made under special circumstances without prior board approval will be discussed with the BOD at the earliest opportunity). * item to be discussed
- Requests for purchases under \$100 can be submitted to the Treasurer via email. The Treasurer will seek Executive Board approval and, once approval has been confirmed and purchase has been made, a request for reimbursement can be submitted provided an appropriate receipt/reimbursement form with receipt is presented.
- Requests for purchases for non-budget items must adhere to the following:
 - A written request for procurement will be submitted to the President or Treasurer, including supplier, cost, description and justification of request.
 - The Executive Board will review all submitted request and make a decision as to whether the purchase is approved in full, partially approved, approved with conditions, denied or tabled. The Executive Board will provide explanations for denied or tabled requisitions.
 - Once the order has been placed, an email must be sent to the Treasurer indicating the order date, and the expected delivery date. Deletions to the order can be made, but additions to quantity or substitutions to the order cannot be made without Executive Board approval.
 - Confirmation of receipt of goods must be provided to the Treasurer. In the case of an online order or where product is shipped, confirmation will include a packing slip. Reimbursements/Invoices will not be paid until Treasurer is in receipt of documented receipt of goods.
 - The accompanying invoice should be submitted to the Treasurer for payment to the vendor. If the order was placed on account, the accompanying bill of lading should be submitted to the Treasurer as well.
 - If the items purchased are assets, the Treasurer will place an entry into the inventory accounting records for the items received.
 - Invoices exceeding 5% of the Executive Board-approved order total are subject to review and possibly may not be paid.

Financial Auditing Procedures

- The Treasurer shall present a Financial Report for review at each Board of Directors Meeting. Not to exceed one (1) report per calendar month, unless a specifically requested audit is required.
- The Executive Board or Member(s) At Large will review and confirm that all policies and procedures are being followed by the Treasurer. .
- Recommendations or suggestions for improvement will be noted in the minutes by the Secretary.
- All records are subject to review at any time by any member of Wolverine Lacrosse:
 - Budget
 - Checks
 - Receipts
 - Deposits
 - Inventory
 - Check Register
 - Disbursements
 - Bank Reconciliation