**Constitution of St Louis Youth Lacrosse Association (SLYLA) 2018**

ARTICLE I – NAME, PURPOSE, FISCAL YEAR

Section 1.01. Name. The name of this league is St Louis Youth Lacrosse Association (SLYLA).

Section 1.02. Purpose. The purpose of SLYLA is to provide an environment in which participants are given the opportunity to develop the fundamental skills required to play lacrosse and to promote the spirit and sportsmanship of the game.

Section 1.03. Objective. The objective of SLYLA is to structure a framework of game regulations that would ensure a safe environment in which to conduct lacrosse games while, at the same time, offer an opportunity for all participants to enjoy the traditional challenges of the sport of lacrosse.

Section 1.04. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of January in each year.

Section 1.05. Members Same as Directors. For all purposes of these bylaws and the Nonprofit Corporation Law, the Members of the Corporation shall consist of those directors in office from time to time.

ARTICLE II - Board of Directors

Section 2.01. Powers. The board of directors shall have full power to conduct, manage, and direct the business and affairs of the Corporation and all powers of the Corporation are hereby granted to and vested in the board of directors, subject to the provisions of the Nonprofit Corporation Law.

Section 2.02. Qualification and Selection. Except in the case of vacancies, each class of directors shall be elected by the remaining directors then in office, who shall be deemed to be members of the Corporation if required by the Nonprofit Corporation Law. Nominees for directors shall be limited to those persons nominated through the nominating process adopted by the board of directions from time to time. When selecting nominees, the Corporation shall seek to identify and nominate persons who will help achieve or maintain balance on the board of directors with respect to various SLYLA participating programs. No single participating program should constitute more than on fourth of the directors.

Section 2.03. Number of Directors. The board of directors shall consist of such number of directors not less than seven (7) or more than eleven (11), as may be determined from time to time by resolution of the board of directors.

Section 2.04. Term of Office. Each director shall hold office for three (3) years and until a successor shall have been elected and qualified, except in the event of death, disability, resignation, leave of absence or removal. Notwithstanding the foregoing, by resolution of the board of directors, the directors in office when these bylaws are adopted shall be divided as evenly as possible into three groups, one group to serve for one year, one group to serve for two years, and one group to serve for three years, in each case until a successor shall have been elected and qualified. A director may serve up to two (2) consecutive three-year terms as a director and must then sit out for one year after the director’s second term, provided however, that neither the initial one-year term nor the initial two (2) year term to which certain directors were initially elected upon adoption of these Bylaws shall count towards the two-term limitation. After a director sits out for one year, such person may again be a director for up to two consecutive terms, and so on. A Director elected to fill a vacancy shall hold office for the period remaining of his or her predecessor’s term. A partial term shall not count as a full term and shall not be counted for purposes of the term limits set forth in these Bylaws.

Section 2.05. Vacancies. Vacancies among the board of directors, may, at the discretion of the board of directors, be left vacant or filled on an interim basis, in either case by vote of the majority of the remaining directors though less than a quorum at a meeting of the board of directors. Each person so elected shall be a director to serve for the balance of the unexpired term, subject to the right of the board of directors to vote to remove an interim director.

Section 2.06. Removal of Directors. Any director may be removed from office, without assigning any cause, by a majority vote of the board of directors. If any director is removed, the resulting vacancy may be filled by the Board at any regular or special meeting.

Section 2.07. Resignations; Leave of Absence. Any director may resign at any time by giving written notice to the Corporation. The resignation shall be effective upon receipt by the Corporation or at such subsequent time as may be specified in the notice of resignation. If any director resigns, the resulting vacancy may be filled by the board of directors at any regular of special meeting. A director may request a leave of absence by giving the Corporation written notice thereof, which leave shall become effective at the specified time in the discretion of the board of directors with limitation to its rights hereunder.

Section 2.08. Regular Meetings. The League shall have a minimum of three business meetings annually.

1. The first meeting shall be a Fall organizational meeting. The primary function of this meeting is to elect members of the Board, elect Board Officers, and approve proposed changes and fees for the upcoming season to prepare for the Program Director’s Meeting in January.
2. The second meeting shall be the January Program Director’s Meeting. The primary function of this meeting is to provide participating programs with the information they need to plan their season. This is a mandatory meeting and each participating program needs to send a representative.
3. The third meeting shall be a Coach’s Rules Meeting to be held in March. The primary function of this meeting is for officials to review rules changes for the upcoming season with the coaches. This is a mandatory meeting for all coaches with teams playing in SLYLA.
4. Additional meetings will be called by the President of the Board of Directors as required to prepare for the meetings listed above.
5. Special meetings may be called at any time by the President of the Board of Directors.

Section 2.09. Notice of Meetings. Notice of all meetings shall be given at least 14 days before each meeting. It is the responsibility of the members of the Board of Directors and other concerned parties to contact the President with agenda items prior to the meeting.

Section 2.10. Quorum, Manner of Acting, and Adjournment. A majority of the directors in office shall be present at each meeting in order to constitute a quorum for the transaction of business. Every director shall be entitled to one vote. Except as otherwise specified in the articles or these bylaws or provided by statute, the acts of a majority of the directors present at a meeting at which a quorum is present shall be the acts of the board of directors. In the absence of a quorum, a majority of the directors present and voting may adjourn the meeting from time to time until a quorum is present. The directors shall act only as a board and the individual directors shall have no power as such, except that any action which may be taken at a meeting of the directors may be taken without a meeting, if a consent or consents in writing setting forth the action so taken shall be signed by all of the directors in office and shall be filed with the secretary of the Corporation.

Section 2.11. Organization of Board Meetings. Every meeting of the board of directors shall be presided over by the President or, in the absence of the President, the Vice President or, in the absence of the President and the Vice President, a chair chosen by a majority of the directors present. The Secretary or, in his or her absence, any Assistant Secretary or, in the absence of the Secretary and any Assistant Secretary, a person appointed by the chair, shall act as secretary.

Section 2.12. Conducting or Participating in Meetings Electronically. In all cases in this constitution, electronic means (e-mail, electronic documents, etc), will suffice to conduct the normal business of the Board of Directors.

Section 2.13. Committees.

1. Except as otherwise provided herein, each Committee shall (1) be chaired by a director appointed by the President, (2) consist of such numbers of directors or other persons as these Bylaws shall require or, in the absence of such requirement herein, as the President shall designate; and (3) establish its own operating procedures. Each Committee shall keep regular minutes of its proceedings and report the same to the board of directors at each regular board meeting. Each Committee shall determine its dates, times and places of meetings.
2. The President with advice and consent of the Board of Directors may appoint the following committees:
3. Nominating Committee. The board of directors may have a Nominating Committee which shall be formed in advance of each annual election of directors. If the board of directors does establish a Nominating Committee, the board shall, by resolution adopted by a majority of the directors in office, designate at least one (1) director and at least two (2) other individuals, who do not have to be directors of this Corporation, to serve on such committee. The Nominating Committee shall identify and solicit candidates from among the various SLYLA participating programs.
4. Boys and Girls Official and Rules: To consult with and aid the Commissioner of Officials; to review and interpret US Lacrosse Rules and their applicability to our league; to publish any modifications to the boys’ or girls’ rules for the level of play as deemed appropriate. The rules committees will have liaisons from the officials’ organizations.
5. The board of directors may, by resolution adopted by a majority of the directors in office, establish such other committees as the board of directors may deem appropriate from time to time.

Section 2.14. Contracts. Except as otherwise provided in these bylaws, the board of directors may authorize any officer or officers, agent or agents, to enter into any contract or to execute or deliver any instrument on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2.15. Amendment of Bylaws. These bylaws may be amended or repealed, or new bylaws may be adopted, by vote of a majority of the board of directors of the Corporation in office at any regular or special meeting of directors. Such proposed amendment, repeal or new bylaws, or a summary thereof, shall be set forth in any notice of such meeting, whether regular or special.

ARTICLE III – Officers

Section 3.01. Number, Qualifications and Designation. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be designated by the board of directors. Any number of offices may be held by the same person. Only directors of the Corporation shall be eligible to serve as officers.

In lieu of the standards of conduct otherwise provided by law, officers of the Corporation shall be subject to the same standards of conduct, including standards of care and loyalty and rights of justifiable reliance, as shall at the time be applicable to directors of the Corporation. An officer of the Corporation shall not be personally liable, as such, to the Corporation for monetary damages for any action taken, or any failure to take any action, unless the officer has breached or failed to perform the duties of his or her office under the articles of the Corporation, these bylaws, or the applicable provisions of law and the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. The provisions of this subsection shall not apply to the responsibility or liability of an officer pursuant to any criminal statute or for the payment of taxes pursuant to local, state or federal law.

Section 3.02. Election and Term of Office. The officers of the Corporation shall be elected every other year by the board of directors, and each such officer shall hold office until the second annual organization meeting of directors following such election and until a successor shall have been elected and qualified, or until death, resignation, leave of absence or removal. No officer shall serve more than two (2) consecutive two (2) year terms of office.

Section 3.03. Removal. Any officer, committee, employee or other agent of the Corporation may be removed, with or without cause, by the board of directors or other authority which elected, retained or appointed such officer, committee or other agent whenever in the judgment of such authority the best interests of the Corporation will be served thereby, but such removal shall be without prejudice to the contract rights of any person so removed.

Section 3.04. Vacancies. A vacancy in any office because of death, resignation, leave of absence, removal, disqualification, or any other cause, shall be filled by the board of directors, and if the office is one for which these bylaws prescribe a term, shall be filled for the unexpired portion of the term.

Section 3.05. General Powers. All officers of the Corporation, as between themselves and the Corporation, shall have such authority and perform such duties in the management of the Corporation as may be determined by resolutions or orders of the board of directors, or, in the absence of controlling provisions in resolutions or orders of the board of directors, as may be provided in these bylaws.

Section 3.06. The President. The President shall be the chief executive officer of the Corporation and shall have general supervision over the activities and operations of the Corporation, subject, however, to the control of the board of directors. The President shall sign, execute, and acknowledge, in the name of the Corporation, deeds, mortgages, bonds, contracts or other instruments, authorized by the board of directors, except in cases where the signing and execution thereof shall be expressly delegated by the board of directors, or by these bylaws, to some other officer or agent of the Corporation; and, in general, shall perform all duties incident to the office of President, and such other duties as from time to time may be assigned by the board of directors.

Section 3.07. The Vice President. The Vice President shall perform the duties of the President in the absence of the President and such other duties as may from time to time be assigned to him or her by the President.

Section 3.08. The Secretary. The Secretary shall record all the votes of the directors and the minutes of the meetings of the board of directors and of committees of the board in a book or books to be kept for that purpose; shall see that notices are given and records and reports properly kept and filed by the Corporation as required by law; shall be the custodian of the seal of the Corporation and see that it is affixed to all documents to be executed on behalf of the Corporation under its seal; and, in general, shall perform all duties incident to the office of Secretary, and such other duties as may from time to time be assigned by the board of directors or the President.

Section 3.09. The Treasurer. The Treasurer shall have or provide for the custody of the funds or other property of the Corporation; shall collect and receive or provide for the collection and receipt of moneys earned by or in any manner due to or received by the Corporation; shall deposit all funds in his or her custody as treasurer in such banks or other places of deposit as the board of directors may from time to time designate; shall, whenever so required by the board of directors, render an account showing all transactions as Treasurer, and the financial condition of the Corporation; and, in general, shall discharge such other duties as may from time to time be assigned by the board of directors or the President.

1. The Treasurer is responsible to submit to the Board of Directors and the general Association membership a financial report of all income and disbursements in the operation of the Association. This financial report is required annually to be presented at the Fall meeting for the previous year’s operation. An annual audit will be completed in compliance with SLYLA’s status as a 403B Non-Profit Organization.
2. All checks and notes shall be signed by such one or more officers or employees of the Corporation as the board of directors may from time to time designate. No expenditure of $500 or more and no commitment to expend such amount shall be made without the prior approval of the board of directors.

ARTICLE IV – Program Participation

Section 4.01. Participating Program Requirements. Any organized group (program) which meets the following requirements may participate in SLYLA:

1. Participating programs must have an organization of its own.
2. Participating programs must NOT adversely affect other programs.
3. Participating programs must conduct open registration.
4. Participating programs must have a written policy requiring US Lacrosse membership for all players and coaches in effect for the entire season.

Section 4.02. Coach Eligibility Requirements. The intent of the coaching requirements is to ensure adults in contact with children are both trained in the “skills of the game” and have a background check. Both are part of the Level 1 certification process. Programs must provide coaches with the following:

1. All coaches must be members of US Lacrosse in good standing until the end of the season.
2. All coaches (head and assistants) must be listed on the team roster.
3. Head coaches must be US Lacrosse Level 1 certified and designated on the team roster.
4. All assistant coaches must have current “Green Light” NCSI background check through US Lacrosse and completed as much Level 1 Certification as practical.
5. All coaches are required to wear a coaching credential lanyard provided by SLYLA. Coaches without lanyards are not eligible to coach.

Section 4.03. Player Eligibility Requirements. The purpose of the following eligibility rules is to protect players from unfair competition. To be eligible to play on any team representing a program which is a member of SLYLA a player must fall within the following limits:

1. Meet the age requirements for the team which the player has registered to play. Younger players may play “up” on older teams, but older players may not play “down” on younger teams.
2. May not have actively played on a high school lacrosse team (freshmen, sophomore, junior varsity, or varsity).
3. All players must be members of US Lacrosse in good standing until the end of the season.
4. Players may be rostered and play on more than one team if they are included on the final team roster on the SLYLA website.

Section 4.04. Team Roster Limits. At a minimum, team rosters should have enough players rostered to field a complete team in compliance with the age bracket rules. Maximum rosters for full field teams is 25 players. Maximum rosters for small sided game teams is 15 players.

Section 4.05. Player Minimum Play Time. All players should participate at least the equivalent of one quarter (¼) of the game. It is the responsibility of the coach on each team to see that this is carried out. The ONLY exceptions shall be in the event of disciplinary action toward a player or an injury to the player during the game. Note: the disciplined player may wear their uniform and stand with the team, without equipment. The opposing coach MUST be told of this prior to the beginning of game.

Section 4.06. No Show/Forfeiture of Contest.

1. Member teams should plan to play all scheduled games. In the event a team will not be able to play a scheduled game, they should notify the SLYLA board as soon as possible so the other team can be notified and schedules adjusted. Teams that “no show” will forfeit the game and the game will not be rescheduled.
2. The provisions of the eligibility rules shall be complied with for all SLYLA sponsored events. The team roster on the SLYLA website is the official team roster. The league will print the roster and use the printed version to validate game day eligibility. If there are not enough players or a coach for a team due to eligibility issues, the offending team will forfeit.
3. Failure to have enough players present and properly equipped to field a team at the scheduled game start time will result in a forfeit for the offending team. Note: a game may be played with fewer than the required number of players if agreed to by both coaches.
4. Failure to comply with Player Minimum Play Time rule will result in a forfeit for the offending team.
5. The referee has the power to suspend from a game (eject) a player, coach, or fan. If a coach is ejected from a sanctioned game, the team may continue the game if they have another coach listed on the team roster present. If no other coach is available, the contest will be declared a forfeit for the offending team.
6. The President and/or the Board of Directors may postpone, cancel or forfeit any or all contests in cases where the safety and welfare of people are concerned or in the best interest of the league.

Section 4.07. League Fees. League Fees are established by the Board. Each program shall pay its fees annually, prior to issuing of schedules. Failure to pay fees will result in the programs NOT receiving the schedule for the current season.

Section 4.08. Right of Refusal. The SLYLA Board reserves the right to refuse to allow any program to participate in SLYLA sanctioned events.

ARTICLE 5—Eligibility Compliance

Section 5.01. Protest Process.

1. The interpretation and the applications of these rules rest with the Board of Directors. The decisions may be appealed at any regular or special meeting of the Board and may, by majority vote, be approved or reversed. The appeal must be presented to the President for presentation to the Board.
2. Under no circumstance shall a decision rendered by a referee, umpire, or any other official in charge of the playing of a contest be the basis of a protest.

Section 5.02. Powers of Officials. The game official has the power to suspend from a game, or send from the field a player, coach, or fan found guilty of flagrant or repeated misconduct. The player must sit out the next sanctioned game. Any coach that is dismissed from a game must meet with the Board and be cleared before that coach may coach any SLYLA sanctioned event.

Section 5.03. Coach and Player Eligibility.

1. The team roster on the SLYLA website is the official team roster. The league will use the team roster on the SLYLA website to validate coach and player eligibility. Players not listed on a team roster will not be allowed to play SLYLA sanctioned events. Coaches not listed on the team roster will not be allowed on the sideline nor coach at SLYLA sanctioned events.
2. After the Final Roster due date, SLYLA representatives will print the official rosters and place them in the field books on the score table. The rosters in the field books are the rosters that will be used to resolve game day eligibility questions. The Board understands occasionally teams add players after the final rosters are due. The Board will work those on a case-by-case basis to keep the official rosters current.
3. Coaches without a coaching credential lanyard are not eligible to coach SLYLA sanctioned events. If a team does not have a coach, the offending team will forfeit in accordance with Section 4.06.b. Game officials will enforce this rule before the start of the game.
4. Should the eligibility of a player or coach be in question, the coaches of the teams involved will consult the official team rosters printed from the SLYLA website and contained in the field books at the score table. If that does not resolve the question, the teams involved should request a ruling from the on-site SLYLA Board Member. The Board Member’s decision regarding eligibility is final pending the outcome of an official protest per Section 5.01.
5. The deliberate or continued violation of SLYLA rules shall be sufficient cause for program suspension or expulsion.