

BYLAWS OF WASHINGTON HIGH SCHOOL BOYS LACROSSE ASSOCIATION

Adopted 12/10/02
Amended 2/7/09
Amended 10/5/14
Amended 10/3/15
Amended 10/1/16
Amended 1/31/26
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Mission Statement: to organize, develop, and promote boys' high school lacrosse in Washington, and to honor the game by instilling the values of scholastic achievement, sportsmanship, and individual development.

Article I: Name of organization

A. The name of this organization shall be the Washington High School Boys Lacrosse Association (“Association”).

Article II: Purpose and objective

- A. The purpose and objective of the Association is to support the Mission Statement.
- B. To promote these goals, the Association will work cooperatively with:
1. The Washington chapter of US Lacrosse; and
 2. The boys' middle school/youth lacrosse organizations in Washington.

Article III: General Membership

A. The General Membership shall consist of high school programs who are Regular Members of the Association.

1. Regular Members are those teams having been admitted into the Association, having paid membership fees for the year and not currently on probation, suspension, or provisional status.
2. Failure of a Regular Member to abide by these By-laws and the policies adopted by the Board of Directors shall subject that Member to disciplinary action up to and including suspension and/or expulsion as decided by the Board of Directors.
3. Any Regular Member subject to disciplinary action shall have the right to appeal that decision to the Board for reconsideration and to the General Membership as provided for in these By-laws.
 - a. Regular Members shall furnish information relevant to any investigation of a possible violation of WHSBLA By-laws, policy, or directive when requested to do so by the Board of Directors. Failure to cooperate in this investigation shall subject a Regular Member to disciplinary action.

B. General Membership Meetings:

1. All Members of the Association shall attend 2 (two) General Membership Meetings:

a) Fall: first Saturday morning in October – scheduling and general business – regional meetings for each region. This meeting must be attended by the program's Varsity Head Coach or the oversight of the program in the Athletic Director or club Board President. An option to attend online will be available.

b) Winter: last Saturday morning in January - pre-season coaches' meeting. This meeting will occur in person to include all member programs. This meeting must be attended by the Varsity Head Coach(es) for each Member program unless prior approval is granted by the Board, at least one week, prior to the meeting, for an assistant coach to attend in place of the varsity head coach. This approval will only be granted by good cause, as determined by the Board. If a program has Co-Head Coaches for varsity, both must attend.

2. Special Meetings may be called for by a majority of the Board or when demanded by a majority of the General Membership.

3. Failure of a Member to attend the fall General Membership Meeting shall place that program on probation for the next two membership meetings.

a) Probation shall not bar a program from league (and championship) participation.

b) Failure to attend the next General Membership Meeting shall suspend the program from membership, and the program shall be barred from league competition for one lacrosse season. After the suspension is served, program may re-apply for membership.

c) Programs on probation or suspension lose all voting rights except for the selection of players to all-state, all-league, all-conference, or other player honors or recognition as may be designated by the WHSBLA in the future.

d) Programs may appeal their probation or suspension to the Board of Directors for reconsideration and to the General Membership as provided for in these By-laws.

4. Failure of the required varsity head coach(es) to attend the mandatory winter General Membership Meeting (unless excused pursuant to III.B.1.b. above) shall result in sanctions being taken against that coach or coaches and/or the Member Program up to and including suspension (for all or parts of the season) from the league for the coach(es) and/or the Program as determined by the Board. Such actions by the Board may be appealed to the General Membership as provided for in these By-laws.

5. General Membership Meetings shall be presided over by President of the Board of Directors.

6. "Robert's Rules of Order – Newly Revised" shall govern all matters of procedure not covered in these By-Laws.

7. Voting by proxy is not allowed. Only the program's Varsity Head Coach or designated oversight (Athletic Director or Board President) may cast a vote for their program.

8. Each Regular Member not disqualified from voting pursuant to Article III.B.3 above shall have one vote. Voting may take place via online form when appropriate or on paper when in person.

a) The Executive Secretary shall collect and tabulate the votes.

- b) The Board President shall confirm the tabulation and announce the results.
- c) The ballots shall be retained by the Executive Secretary for 30 days or longer if directed by the majority of the Board.
- d) The ballots shall not identify the voter.

C. New members are Provisional Members of the Association for at least their first year.

1. New programs may apply for Provisional Membership prior to the fall membership meeting.
2. Criteria for Provisional Membership shall include:
 - a) agreement to abide by Association By-laws;
 - b) a home field for hosting games;
 - c) a coach, meeting qualifications established by the Board of Directors;
 - d) sufficient organizational support to convince the Board of Directors that the new program will be viable for the ensuing season; and
 - e) such other criteria as required by the Board of Directors.
3. A program not meeting Provisional Membership criteria may still schedule sub-varsity games.
4. Provisional Members have no voting rights on matters affecting the Association. They can vote for all-state, all-conference, or other awards specific to the players.
5. After one year, the Board shall determine if Regular Membership status is warranted.

Article IV: Association Governance

A. The affairs, property, and operation of the Association shall be governed and managed by an elected Board of Directors as limited by these By-laws.

1. Such operations could include, but not be limited to:
 - a) The establishment of annual membership fees and dues necessary to cover expenses;
 - b) Policy re: Classification of individual programs;
 - c) Policy re: Admission and creation of new programs;
 - d) Policy re: Player eligibility and program assignment;
 - e) Policy re: Team roster requirements;
 - f) Policy re: Coaching qualifications;
 - g) Policy re: Discipline for players, coaches, teams;
 - h) Policy re: Field/equipment/uniform requirements;
 - i) Policy re: Game rules modifications/officiating;
 - j) Policy re: Playoff scheduling/hosting/qualification issues;
 - k) Policy re: Recording of Statistics;
 - l) Policy re: All-Conference selections and other awards; and
 - m) Policy re: Scheduling.

B. Anyone may run for election to the Board; however, no single program can have more than one affiliated person elected to the Board.

C. Annual elections shall be held at the fall General Membership Meeting.

1. The Executive Secretary of the Association shall announce in writing, by e-mail, or other acceptable form of electronic communication which Board positions are up for election 30 days before that fall meeting date.
2. All those seeking election to the Board must submit their name to the Executive Secretary no later than 20 days prior to the fall meeting.
3. The Executive Secretary shall announce in writing, by e-mail, or other acceptable form of electronic communication all candidates for election 10 days before the fall meeting.

D. All amendments to these By-laws and any change to the current classification structure for post season championships are to be made by the General Membership as outlined in section E below.

E. Once adopted by the General Membership, these By-laws can only be amended by the General Membership.

1. Amendments to the By-laws or classification structure for post season championships must be presented in writing, by e-mail, or other acceptable form of electronic communication to the General Membership at least 20 days prior to any regularly scheduled General Membership Meeting.
2. Amendments to the By-laws or classification structure for post season championships shall require a two-thirds vote of the General Membership for passage at a General Membership Meeting.

F. Any policy or decision enacted by the Board may be overturned by a two-thirds vote of the General Membership at either a General Membership Meeting or a Special Membership Meeting.

1. Any motion to overturn such a policy or decision must be endorsed by a minimum of one-third of the General Membership and be presented in writing, by e-mail, or by other acceptable form of electronic communication to the Board at least 20 days prior to any regularly scheduled General Membership Meeting. It is the responsibility of the moving party to obtain the required one-third endorsement.
 - a. A motion may only be brought forth by a program's Varsity Head Coach or designated oversight (Athletic Director or Board President).
 - b. Any motion to overturn shall include a brief statement in support of the motion and be submitted to the Board Secretary at the time the motion is filed.
 - c. The Secretary will forward the motion and supporting statement to the General Membership in writing, by e-mail, or by other acceptable form of electronic communication at least 10 days before the General Membership Meeting.
 - d. The Board may, but is not required to, submit a brief statement in support of the policy or decision subject to the motion to overturn.
2. If the policy subject to overturn was enacted less than 20 days before any regularly scheduled General Membership Meeting, the time deadline for presenting a written motion is reduced to 10

days and the Secretary shall forward the motion and supporting statement to the General Membership at least 7 days before the General Membership Meeting.

G. The Board of Directors shall consist of 9 members:

1. Regional Representatives, one from each geographical region:
 - a) Region 1 – Wesco and Northwest Conferences
 - b) Region 2 – KingCo Conference
 - c) Region 3 – Seattle Metro Conference
 - d) Region 4 – Greater St. Helen's Conference (Southwest WA)
 - e) Region 5 – Oly-Puget Conference (South Sound, Pierce County and the Peninsula)
 - f) Region 6 - Central & Eastern Washington
2. At-Large Representatives elected to keep the number of Board Members at 9
 - a) At-Large 1
 - b) At-Large 2
 - c) At-Large 3

H. Board members shall serve two-year terms with elections held at each fall meeting of the Association.

1. Those representing odd numbered regions and odd numbered at-large positions will be elected in odd numbered years.
2. Those representing even numbered regions and even numbered at-large positions will be elected in even numbered years.

I. The Board of Directors shall meet monthly or as deemed necessary by either the President of the Board or a majority of the Board. Meetings may be conducted in-person, by phone, via e-mail correspondence, or by other acceptable form of electronic communication.

1. Board meetings, when conducted in-person, shall be at a location which permits attendance by telephone conference call.
2. "Robert's Rules of Order – Newly Revised" shall govern all matters of procedure not covered in these By-Laws.
3. No business may take place unless a quorum of two-thirds of the Board members is present, either in-person, by telephone conference call, or has taken part in the discussion via e-mail, or by other acceptable form of electronic communication when the meeting is conducted by such means.
4. The Board may enact by majority vote any policy, procedure, or practice not in violation of these By-laws to regulate the affairs of the Association.
5. Failure of a Board member to attend 2 consecutive Board meetings shall allow the Board to expel that Board member by majority vote or to take lesser action.

- a) The position of an expelled Board member shall be filled by special election called for by the President within 30 days of expulsion. Special elections may be conducted by e-mail or by other acceptable form of electronic communication, at the discretion of the Board.
- b) The Board member expelled may not run in that special election.

J. Board Subcommittees

1. The Board is authorized to create subcommittees to establish policy positions and/or recommendations on various topics for Board action and/or General Membership action.
2. These subcommittees may, but are not required, to be headed by Board members.

K. President of the Board

1. At the first Board meeting following the fall election of Board members, the Board shall elect by majority vote one Board member to act as President of the Board for the ensuing year.
2. The President of the Board shall preside over Membership meetings and Board meetings as limited by these By-laws and the policies approved by the Board of Directors.
3. The Board may remove the Board President by majority vote and immediately elect another Board member to serve out the remainder of the term.

L. Board Executive Secretary

1. The Board is authorized to appoint an Executive Secretary to assist the Board and Board President in conducting the business of the Board and Association.
2. This is a non-voting position charged with all duties of secretary and treasurer.
 - a) All association checks require two signatures and the Executive Secretary and Board President are authorized signers on the Association account.
 - b) Full accounting of all receipts and expenditures shall be presented in writing to all General Members at the fall General Membership Meeting and more frequently as required by the Board or as called for by a majority of the General Members.
3. The Executive Secretary shall issue minutes of all General and Special Membership Meetings and all Board meetings within 45 days of such meetings to the General Membership.
4. The Executive Secretary shall supervise all elections and tabulate the vote pursuant to III.B.8.

M. Board Executive Director

1. The Board is authorized to appoint an Executive Director to assist the Board and Board President in conducting the business of the Board and Association.
2. This is a non-voting position. Prior to appointment, the Board shall approve in writing the Executive Director's compensation and duties.
 - a) The Executive Director may not simultaneously hold an elected position on the Board of Directors. A sitting Board member appointed Executive Director must resign their Board seat.
3. The Executive Director serves at-will and may be removed by majority vote of the Board at any regularly scheduled Board meeting. Upon removal or resignation, compensation obligations shall be determined by the Board in writing.

4. This position is separate from and independent of the Executive Secretary position authorized under Article IV.L.

V. Article V: Vacancies

A. Vacancies on the Board due to death, resignation, or removal shall be filled within 30 days by special election of the Association.

B. Such special election can be by e-mail or as otherwise authorized by the Board.

VI. Article VI: Compensation

A. All Board members of the Association shall serve without compensation, except they will be allowed reimbursement of expenses incurred in the performance of their regular duties. This section does not prohibit compensation for non-voting staff positions authorized under Article IV.L (Executive Secretary) or Article IV.M (Executive Director).

B. Such reimbursement requires approval from the Board of Directors and shall be disclosed in the financial statements of the association.

C. The Executive Secretary shall be compensated at a rate approved by the Board annually.

D. Executive Director Compensation

1. The Board of Directors shall set the Executive Director's annual compensation by majority vote, subject to the following procedures:

a) Comparability Review. Prior to setting compensation, the Board shall review written comparability data from peer lacrosse associations or similar non-profit organizations of comparable size and scope.

b) Documentation. The Board shall record in the meeting minutes the comparability data reviewed, the names of Board members voting, the final compensation amount, and the effective date.

2. This procedure implements the IRS rebuttable-presumption safe harbor for reasonableness of compensation under Internal Revenue Code §4958 and Treas. Reg. §53.4958-6.

VII. Article VII: Fiscal year

A. For accounting purposes, the fiscal year of the Association shall begin on the first (1st) day of July and end on the thirtieth (30th) day of June.

VIII. Article VIII: Financial Responsibility

A. No member or officer of the Association may incur any expense or debt in the name of the Association without specific approval or authorization from the Board of Directors.

IX. Article IX: Non-liability

A. The President, Executive Secretary, Board of Directors, and Representatives of the Association all serve as volunteers and shall not be personally liable for the debts, liabilities, or other obligations of the Association.

X. Article X: Definitions

A. Association: the Washington High School Boys Lacrosse Association.

B. At Large Board Member: those people person elected by the General Membership to represent the General Membership at large.

C. Board Executive Secretary: that person appointed by the Board of Directors to assist the Board and serve as secretary and treasurer.

D. Board of Directors: those people elected by the General Membership to govern and manage the affairs, property, and operation of the Association.

E. General Membership: those programs admitted to the Association not on probation, suspension, or provisional status.

F. General Membership Meetings: regularly scheduled fall, and winter meetings of the General Membership.

G. President of the Board: that individual elected by the Board of Directors.

H. Probation: non-voting program status arising from failure to attend one General Membership meeting or for violation of a By-law or written Board policy. Programs on probation may still compete in their division.

I. Provisional Membership: non-voting status for first year programs meeting criteria for Provisional Membership to the Association.

J. Regional Board Member: those people elected by their respective regions to represent the General Members of that region.

K. Special Membership Meetings: additional membership meetings called for by a majority vote of the Board of Directors or the General Membership.

L. Suspension: non-voting program status arising from failure to attend two consecutive General Membership meetings or for violation of a By-law or written Board policy. Suspended programs may not compete for a championship and thus do not qualify for the playoffs.