

THOMAS WORTHINGTON HIGH SCHOOL BOYS LACROSSE PARENTS' CLUB BYLAWS

ARTICLE 1: PURPOSE

The purpose of the Thomas Worthington High School ("TWHS") Boys' Lacrosse Parents' Club ("Parents' Club" or "Club") is to support the Thomas Worthington High School boys' lacrosse teams. The Club will organize, support, and promote the team/s and the sport of lacrosse as it impacts the current and future student athletes of TWHS. The Club will also facilitate fundraising to support the program and organize volunteer support for program activities ("program" or "teams" to refer to TWHS Boys Lacrosse Teams). The Parents' Club is a member of Coordinated Athletic Resources Deliver Support, Inc. ("CARDS, INC.") an Ohio non-profit charitable corporation, and the Club President or his/her designee shall be the Representative to CARDS, Inc.

ARTICLE 2: MEMBERSHIP

Membership is open to anyone wishing to support the Thomas Worthington High School boys' lacrosse teams and who has paid the membership contribution set by the Board. The membership term shall run January through December, one calendar year. Freshman parent members may join at any time after the beginning of the academic year through the time of the annual membership meeting. Memberships of senior parent members will expire at the end of the final season game. Unless otherwise specified, "members" means parents, step-parents, or guardians who have voting rights. Members other than parents, step-parents, or guardians are considered auxiliary members. Auxiliary members may not serve as officers or committee chairs and have no voting rights.

ARTICLE 3: EXECUTIVE BOARD

The Executive Board shall be made up of the President, Vice President, Secretary, Treasurer, and Mulch Chair ("Mulchmeister"). Officers must be a parent or legal guardian of a Thomas Worthington High School lacrosse player and a member of the club. Officers shall be elected for one-year terms, except where otherwise designated herein. Duties of the officers not otherwise specified below shall be those as outlined in Robert's Rules of Order. A simple majority vote of the voting Executive Board members present at a meeting at which a quorum is present may authorize any action by the Parents' Club, unless a greater number is required by these Bylaws.

3A. President

The President shall preside at all meetings of the organization, and shall perform such other duties as are usually incident to the office of president of similar organizations. The President or his/her designee shall serve as the Club's liaison with the coaching staff, the high school Athletic Director, the high school Principal, and with CARDS, Inc. The President is an ex-officio member of all committees. The President shall provide a written agenda prior to all meetings over which the President presides.

3B. Vice-President

The Vice-President shall assist the President in any way that the President shall designate, and shall perform all ordinary and necessary functions of the President in the latter's absence.

3C. Secretary

The Secretary shall keep minutes of each meeting and perform such other duties as may pertain to the office. The Secretary shall maintain the Club's records of membership, and shall

provide notification of all meetings to the members at least 3 days prior to the meeting date. The secretary shall make available minutes of all meetings to the membership within 7 days after the meeting. In the event that the elected secretary is not present at a meeting, a person so designated by the President to fulfill the Secretary's duties shall perform all necessary functions incident to the office.

3D. Treasurer

The Treasurer shall promptly collect and deposit all monies, and pay all bills subject to the order of the President or Executive Board. The treasurer shall provide a financial statement at all regularly scheduled Executive Board, Budget, and Monthly meetings, and shall open the Parents' Club records for inspection by the Club members at all reasonable times. The Treasurer shall abide by the financial procedures created and approved by the Executive Board and CARDS Inc. The Treasurer shall serve a two-year term, and within two (2) weeks following the expiration of the Treasurer's term of office, the Treasurer shall turn all records over to the President and Financial Review Committee to conduct an annual audit. A returning Treasurer shall work along with the Financial Review Committee to provide all financial records for an annual audit. If the Treasurer is a parent or legal guardian of a graduating senior, the Treasurer will retain their position until the close of the fiscal year (June 30) following graduation.

3E. Mulch Chair

The Mulch Chair shall be responsible for coordinating the mulch fundraising program, which supports both the Varsity and JV Thomas Worthington high school lacrosse teams, and shall chair the Mulch Committee. The Mulch Chair shall be nominated by the Thomas Worthington High School Boys' Lacrosse Parents' Club's current Mulch Chair, and shall be approved by the membership for a two (2) year term. The Mulch Chair shall be responsible for filling the committee positions needed to conduct this program.

3F. Vacancies

If any Officer resigns or the office becomes vacant for any other reason, the vacancy shall be filled by a simple majority vote of the membership.

3G. Removal

A member of the Executive Board may be removed for misfeasance, nonfeasance, or malfeasance upon a two-third (2/3) majority vote at a special meeting of the Members called by the President or the members in accordance with Article 4E of these Bylaws.

3H. Ex-Officio Members

The TWHS Boys Lacrosse current coaches, immediate past president and athletic director shall be ex-officio members of the Executive Board, except for during closed executive sessions. Ex-officio members shall not be counted for purposes of determining the presence of a quorum and shall have no vote.

ARTICLE 4: MEETINGS

4A. Annual Meeting

The annual meeting shall be held during the post-season recognition banquet, at a date determined by the Executive Board. Officers shall be elected, reports considered, and other business may be brought before the membership at the annual meeting. Only those voting members whose membership contribution has been paid by April of the current year shall be eligible to vote at the annual meeting at which officers are elected.

4B. Monthly Meetings

The Parents' Club will meet twice during the lacrosse season.

4C. Executive Board Meetings

Executive Board meetings shall be held at least once each quarter, but may be held at such other times, as the Executive Board deems necessary. Executive Board meetings shall be held subject to proper notice to the Parent Club members of such meeting date, time and location, and shall be conducted pursuant to Robert's Rules of Order. Except as otherwise specified herein, all Executive Board meetings shall be open to all Parent Club members. At Executive Board meetings, only the voting members of the Executive Board, as defined by Article 3, may vote on matters before the Executive Board. A simple majority of officers shall constitute a quorum. The Executive Board may, by a simple majority of its members, vote to hold an Executive Session to discuss specific situations limited to unusual and sensitive matters. The Motion for an executive session shall be specifically stated to include the purpose of such session. All meetings shall be conducted pursuant to Robert's Rules of Order or otherwise mentioned herein.

4D. Budget Meetings

The Executive Board will hold budget meetings at least once each quarter, but may be held at such other times as the Executive Board deems necessary, or in conjunction with a quarterly Executive Board Meetings. The Budget meeting shall be held subject to prior notice to the Parent Club members of such meeting date, time, and location, and shall be conducted pursuant to Robert's Rules of Order. Except as otherwise specified herein, all Budget meetings shall be open to all Parent Club members. At Budget meetings, only the voting members of the Executive board, as defined by Article 3, may vote on matters of the annual budget. A simple majority of officers shall constitute a quorum. An annual budget shall be developed for the Parents' Club before the fall meeting by the Executive Board, and will then be presented to the membership for a vote of approval by the majority of membership in attendance at the specified meeting. The Executive Board will solicit and review for motion and/or approval all proposals and requests for expenditures from the Club funds.

4E. Other Meetings

The President, a majority of the Executive Board, or one-third of the voting members may call special meetings of the members. The notice of these meetings shall specify the purposes of such special meetings.

4F. Notice

The President shall promptly set the date, time and location of any meeting of the members or Executive Board, and cause notice of the meeting to be distributed. Members are responsible for updating their addresses, telephone numbers, and e-mail addresses; outdated information shall constitute waiver of notice.

ARTICLE 5: DUES

Annual booster club dues will be assessed and the amount determined each year by the Executive Board. Under special circumstances, including, but not limited to, financial hardship, the coach may privately petition the Executive Board for a waiver from the dues requirement on behalf of the family of a player.

ARTICLE 6: COMMITTEES

Except as otherwise stated herein, any member of the Parents' Club may be a member of any committee: however, no member may be a chair of more than (2) committees. Except for the Mulch and Nominating Committees, the President shall appoint committee chairs before winter break of each year for each of the following specified committees, or for any other committee deemed necessary by the Executive Board. These Committee Chairs shall each assume full responsibility for their respective committee obligations, and shall put forth their best efforts to accomplish their missions. Committee Chairs shall be a parent/guardian of a player and member of the Club. The President shall temporarily fill chair vacancies until a volunteer Chair can be appointed. The term of office of a committee Chair shall be one school or fiscal year as outlined by the Parent Club. The chair of each committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board.

6A. Mulch Sale

The Mulch Sale Committee shall design and direct the mulch sale fundraising program.

6B. Spirit Sales

The Spirit Sales Committee shall be responsible for the design and sale of spirit items that promote Thomas Worthington Boys' Lacrosse. This Committee shall also be responsible for the ordering, distribution, and collection of money for team clothing purchased by the parents and other persons.

6C. Hospitality/Team Meals

The Hospitality/Team Meals Committee shall arrange 3-4 team meals for the coaches and players during the season, which are held during the season, and the coaches will select dates. The committee shall coordinate a "Meet-the-Team" dinner at the beginning of the season for the coaches, players, and parents or guardians. The Committee will also plan dinners for teams hosted by TWHS and plans meals/snacks for team travel.

6D. Concession Stand

The concession stand committee shall arrange for concession stand coverage by parents, guardians, auxiliary members, or adult volunteers for each of the home games.

6E. Banquet Committee

The Banquet Committee shall plan and staff the end of the year recognition banquet.

6F. Nominating Committee

The Nominating Committee shall present to the membership a slate of candidates for each officer's position at least one month prior to the Annual Meeting. The Nominating Committee shall be comprised of the secretary and two (2) other members selected by the Secretary indiscriminately from a pool of members who have expressed an interest in serving on that Committee. Nominations may also be made from the floor at the annual meeting by any voting member in good standing.

6G. Middle School Liaisons

The Middle School Liaison/s Committee, consisting of parents or coaches, from the combined Middle School lacrosse team may work closely with the Parents' Club to provide information to players and parents of the middle school lacrosse program, help with sign-ups, arrange for

announcements to be made in the schools, and share information with the Parents' Club regarding the middle school lacrosse program.

6H. Financial Review

The Financial Review Committee shall annually conduct an audit of the Parents' Club financial records and report all findings to the Executive Board. An audit can also be called by the Executive Board as deemed necessary or upon the transition between officers should a vacancy occur in the middle of a term. The Financial Review Committee shall have no fewer than two members who are not authorized check signers.

ARTICLE 7: VOTING

Except as otherwise stated herein, all matters requiring the vote of the membership shall be decided by verbal vote, written ballot, or electronic response by a simple majority of the properly paid parent/stepparent/guardian members present at the meeting. A two-parent household shall have two votes. A single-parent household shall have one vote, except where each parent of the lacrosse player has purchased a single-family membership, in which case each parent shall have a vote. It is possible for a player with step-parents to have four voting member/parents who can vote, provided membership dues have been paid. The Nominating Committee members shall count the votes at the Annual Meeting. The Secretary and Treasurer shall count votes at all other times. If a situation should arise where a vote would need to be taken immediately, the Executive Board may call for a Board or general membership vote via email rather than calling for a formal meeting in person. A non-response by a voting member during an email vote shall be considered a vote in favor of the proposal; which will be articulated in the call for a vote.

ARTICLE 8: EXPENDITURES

TWHS Boys Lacrosse Parents Club is part of Cards Inc, a 501(c)3 organization. The Ohio Tax Exempt form should be used for club and committee purchases to ensure honoring the tax waiver. (Exceptions made for where the Ohio Tax Exempt form is not accepted, such as by out of state vendors.) Committees, including the Executive Committee, will not have the authority to act on behalf of the Voting Members with respect to the approval of the annual budget, the amendment of this Code of Regulations, or the authorization of a single expenditure of funds in excess of \$1,000.00 beyond the approved program budget. Purchases in excess of the approved budget must be pre-approved by a simple majority vote during a membership meeting or with an electronic vote, following the procedures outlined in Article 7. The committee members or board members may be liable for any expenditure not so authorized.

ARTICLE 9: INDEMNIFICATION

The Parents' Club shall indemnify or agree to indemnify any person ("Indemnitee") who was or is party, or is threatened to made a party, for actions within the scope of his/her authority as given by these Bylaws to the fullest extent now or hereafter permitted by Ohio law, with respect to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, other than an action by or in the right of the Parent's Club to which the Indemnitee is or was a party because the Indemnitee is or was director, officer, employee, member, manager, or agent of, or volunteer of the Parent's Club. Indemnification hereunder shall include expenses, including attorneys' fees, judgments, fines and amounts paid in settlement if actually and reasonably incurred by the Indemnitee in connection with such action, suit or proceeding, if the Indemnitee acted in good faith and in a manner the Indemnitee

believed to be in or not opposed to the best interests of the Parent's Club, and with respect to any criminal action or proceeding, if the Indemnatee had no reasonable cause to believe the Indemnatee's conduct was unlawful. Such expenses shall be paid by the Parent's Club in advance of the final disposition of such action, suit or proceeding, promptly as they are incurred, but only upon receipt of a written agreement signed by or on behalf of the Indemnatee to repay such amounts if it ultimately determined that the Indemnatee is not entitled to be indemnified by the Parent's Club. The indemnification provided by this Article is not exclusive of, and shall be in addition to, any other rights to which the Indemnatee may be entitled. Such indemnification shall continue as to persons who have ceased to be officers, employees, agents or volunteers, and shall inure to the benefit of their heirs, executors and administrators or such persons. The Parent's Club may purchase and maintain insurance or furnish similar protection on behalf of any person who is or was an officer, employee, agent or volunteer of the organization against any liability asserted against him/her in any such capacity, or arising out of the person's status as such, whether or not the organization would have the obligation or the power to indemnify such person against such liability under the provisions of this Article and Ohio law.

ARTICLE 10: DISSOLUTION

The Parents' Club may be dissolved by two-thirds (2/3) majority vote of the voting members. The Parents' Club membership shall, by a plurality vote, will determine which nonprofit organization, whose purpose is to further lacrosse in the Worthington, Ohio community, shall receive the assets of the club. Upon the dissolution of the Parents' Club, the Executive Board shall, after paying or making provision for payment of all liabilities, dispose of the assets to the duly selected charity. No part of the net earnings of the Parents' Club shall be used to the benefit of, or be distributed to, its members, officers, or private persons except that the organization shall be empowered to pay reasonable compensation or services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 1.

ARTICLE 11: AMENDMENTS

A Bylaws Committee of no less than three volunteers from the membership shall review these Bylaws at least every three (3) years. The Bylaws may be amended at any annual, regular, or special meeting of the membership by a written ballot vote of at least two-thirds (2/3) of the voting members present. Any amendment must be sent in writing to all members at least fourteen days (14) prior to the meeting at which an amendment will be considered.

ARTICLE 12: NON-DISCRIMINATION

TWHS Boys Lacrosse Parents Club shall be committed to and comply with local, state and federal law regarding non-discrimination and, therefore, shall not discriminate in the implementation of its programs and activities, in the election of its officers, in the appointment of its committees, in admission to membership, or in any other respect on the basis of race, color, religion, sex, national origin, disability, age, or ancestry.