

SOUTHEASTERN WOMEN'S LACROSSE LEAGUE, INC.

BYLAWS

(draft of 6 May 1999)

ARTICLE 1 - Membership

A - To gain membership in the Southeastern Women's Lacrosse League, Inc. (hereinafter sometimes referred to as "SWLL" or the "League") a candidate must:

a - Be a college, university or similar institution lacrosse team, or a lacrosse club, team or organization affiliated with a college, university or similar institution.

b - Desire to apply for membership and indicate their desire to participate and promote the purposes of the League.

c - Be prepared to play a schedule consisting of lacrosse games with member teams within the League and share equally in travel with opposing teams, at least every other year.

d - Send a representative to the annual League meeting or show good cause to be excused from attending the meeting.

e - Designate a representative who agrees to serve as a member of the Board of Directors of the League.

f - Agree to provide and continue to provide visiting teams with adequate playing facilities and endeavor to provide appropriate dressing and shower facilities.

g - Agree to pay any initiation fee and/or dues or assessments as may be from time to time established by the Board of Directors.

h - Agree to abide by the rules of the League as they are promulgated from time to time.

I- Agree To Maintain appropriate Liability insurance for the Member team.

j - Have its application of membership approved by a two-thirds majority vote of the Board of Directors.

B - An associate membership may be available to those lacrosse clubs, teams or organizations which are not affiliated with a college, university, or similar institution or lacrosse clubs, teams, or organizations affiliated with a college, university or similar institution and desiring to participate in the SWLL but not able to meet all of the other qualifications for membership. Those lacrosse clubs, teams or organizations

desiring to obtain associate membership must apply for associate membership and signify conditions with which they may comply and conditions with which they are not able to comply. To be accepted as an associate member the application must be accepted by a two-thirds majority vote of the Board of Directors.

Associate members may have a member attend the annual meetings and other meetings and participate but this member can neither vote nor appoint a director to the Board.

C - An associate member is not eligible to participate in League championship events. In view of this the League may adjust associate member dues and fees to reflect this non-participation.

D - A member or associate member may resign membership in the SWLL by sending its resignation to the League at its mailing address or to the president of the SWLL.

ARTICLE 2 - Dues and Fees

All members and associate members shall pay such annual dues or other fees as agreed upon by the Board of Directors. Annual dues or other fees shall be paid to the League Treasurer no later than date established by the Board of Directors from time to time for payment of such dues or other fees.

ARTICLE 3 - Organization

The SWLL shall be managed by a Board of Directors, consisting of not less than three directors, consisting of one designated representative from each member, up to three "at Large" directors, the President, the Vice-President, the Secretary, the Treasurer, the Chief Official and the immediate Past President (if available and willing to serve) who shall be ex-officio members of the Board.

ARTICLE 4 - Officers

The Board of Directors shall elect a President, a Vice-President, a Secretary, a Treasurer, a Chief Official and may elect or appoint such other officers as they may deem necessary or desirable. Such officers may, but need not be, affiliated with any member or associate member. Any two or more offices may be held by the same person, except the office of President and Secretary.

ARTICLE 5 - Term of Office

The officers shall preside for terms of one year. The President, Vice-President, Secretary, Treasurer, Chief Official and the Immediate Past President (if available and willing to serve) shall constitute an Executive Committee and shall act for the League between meetings and shall also act as an Arbitration Committee, if necessary. The election of officers shall be by ballot with the nominee receiving the majority of votes cast being declared the winner. If no nominee receives the majority

of votes, the ballots shall be recast with the nominee receiving the lowest number of votes being eliminated until one candidate receives the majority.

ARTICLE 6 - Elections

Elections of Officers shall take place at the annual meeting. Prior to the meeting a reasonable notice shall be given to each Director of those persons who have been proposed as an officer, or have indicated interest in running for an office.

ARTICLE 7 - Duties and Powers

A - The affairs and property of the SWLL shall be managed by its Board of Directors. The Board may adopt such bylaws, rules and regulations that are deemed necessary to conduct its affairs.

B - The Executive Committee, composed of the President, the Vice-President, the Secretary, the Treasurer, the Chief Official and immediate Past President (if available and willing to serve) shall have the authority of the Board of Directors to transact routine business of the SWLL, carry out the objectives of the SWLL as agreed upon by the Board of Directors and, during intervals between meetings of the Board of Directors, take any urgent action(s), which could not reasonably wait for a meeting of the Board of Directors.

C - The President is the chief executive officer of the League and shall preside over all meetings of the Executive Committee and of the Board of Directors, may appoint committee chairmen, have general supervision of the League, provide guidance to the other League officers, and ensure that the League policies, bylaws and rules are enforced.

D - The Vice-President shall preside in the absence of the President and in the absence or incapacity of the President be vested with all the powers of the President. The Vice-President shall assist the President upon request, and shall perform such duties or functions as the President or the Board may from time to time assign.

E - The Secretary shall send out meeting notices, keep a record of all meetings of the Board of Directors and of the Executive Committee, preserve the records of the League, and perform such other duties as may be assigned by the President or the Board of Directors.

F - The Treasurer is the chief financial officer of the League, shall have charge of all funds of the SWLL, shall disburse funds to pay the bills of the League and keep records showing all receipts and disbursements. Such records shall be open at all times to inspection by the President, any officer or any director and the Treasurer shall submit to the annual meeting a detailed report of all receipts and disbursements of

the preceding year, and perform such other duties as may be assigned by the President or the Board of Directors.

G - The Chief Official shall be responsible for the scheduling of officials for league games, coordinating officiating matters and performance of other duties as may be assigned by the president or the Board of Directors.

ARTICLE 8 - Absences

In the event the President shall be unable to fulfill her term or in the event of her resignation or absence, the Vice-President shall assume the office. In the event any other officer is unable to fill her term or in the event of her resignation, the President may appoint a person to fulfill the unexpired term of the vacant office.

ARTICLE 9 - Meetings

The annual meeting of the Board of Directors shall be at such time and such place as the Executive Committee or the Board shall designate and shall, if at all possible, be held between September 1 and December 1 of each year. Such meetings shall be held for the election of officers and the transaction of other business that comes before the Board. Regular meetings may be held as scheduled by the Board. Special meetings may be called by the President, Vice-President or the Secretary or upon written request of one-third of the Directors. The Secretary, or in her absence another officer, shall notify each Director of

the time and place of each meeting. The meetings may be held in person or by telephone conference or other reasonable means and any Director may waive notice in person or by proxy either before or after a meeting. A director will be deemed to have waived notice if she attends such meeting in person or by proxy and participates in the meeting, other than to object to the notice.

ARTICLE 10 - Quorum

A quorum for the transaction of business at a meeting of the Board shall exist when a majority of the directors are represented either in person, by telephone or by proxy at such meeting. An officer may not be represented by a proxy. If a quorum is present, a vote of the majority of the directors present in person or by proxy, shall be the act of the board unless a greater number is required by law or these by-laws.

ARTICLE 11 - Indemnity

Section 1 - Any person who was or is party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, formal, informal, administrative or investigative (including any action by or in the right of the SWLL), by reason of the fact that she is or was a director or officer of the SWLL, shall be indemnified by the SWLL against expenses (including reasonable attorney's fees), judgments, fines and amounts paid in

settlement actually and reasonably incurred by her in connection with such action, suit or proceeding, to the maximum extent permitted by, and in the manner provided by, the Georgia Nonprofit Corporation Code or any successor statute.

ARTICLE 12 - Amendments

The Board of Directors shall have the power to alter, amend, repeal or adopt bylaws. Such altering, amending, repealing or adopting of bylaws shall be made only at a meeting of the Board of Directors after the Directors have received at least a one week notice of such meeting giving notice of the alterations, amendments, repeals or adoption of new bylaws to be considered at the meeting. Such action shall require a vote of two-thirds majority of those Directors attending such a meeting at which a quorum is present.

ARTICLE 13 - Grievance Procedure

In the event any coach or team representative has any bona fide dispute with another member or associate member due to an act or inaction of that organization involving the League, sportsmanship or other problem, she may request that the dispute be resolved by the League. Such dispute shall be referred to the Executive Committee for investigation and resolution. In the event a member or members of the Executive Committee is associated with one of the affected or involved organizations, such Executive Committee member shall recuse herself and the

remaining Executive Committee member or members may appoint a replacement or replacements for the purpose of this arbitration.

ARTICLE 14 - Probation

In the event a member or an associate member shall fail to comply or continue to comply with the Articles, Bylaws, or the Rules of the League, or otherwise act in a manner detrimental to the League, the member or associate member's membership may be placed on probationary status by two-thirds majority vote by the Board of Directors. A member or associate member placed on probationary status shall continue to have rights and responsibilities of the member or associate member as the case may be except shall not normally be eligible to participate in post-season play of the League. The member or associate member who is placed on probationary status shall be advised of the cause of the probationary status, its terms and what actions should be taken by the member or associate member to regain its status as a full member or associate member. The probationary status of a member or associate member shall be reviewed at the annual meeting(s) to determine if the probationary status should be continued or discontinued by the League. A decision to continue probationary status or restore full membership to a member or associate member may be determined by a majority vote of the Board of Directors.

ARTICLE 15 - Termination and Expulsion

The membership of a member or associate member may be terminated and the member or associate member expelled from the League only by a two-thirds majority vote of the Board of Directors after giving notice to the member or associate member and giving the member or associate member an opportunity to be heard on the merits or appropriateness of such action. The termination of a member or associate member and expulsion of a member or associate member may be taken for act or acts significantly detrimental to the League or for continued failure to comply with the articles, bylaws, or rules of the League and should, except in extraordinary circumstances, be taken only at the annual meeting and after the member or associate member has been placed on probationary status and allowed a reasonable opportunity to cure or correct its actions.

Rules of the Southeastern Women's Lacrosse League are as follows:

A - For all League contests, only bona fide players for the member organization or associate member organization shall be entitled to play. A player may play for only one member or associate member during the year. For good cause, and after notice to the Directors, the Executive Committee may grant exceptions to this rule.

B - All contests between members and/or associate members shall be played under the Official Rules for Women's Lacrosse approved, or promulgated, by US Lacrosse-Women's Division.

C - It shall be the home team's responsibility to timely and appropriately notify the appointing authority to ensure that assigned officials are available to officiate all games. It shall be the home team's responsibility to have the playing field, including goals and table area, available and appropriately marked. The home team shall be responsible for providing a score book, timing devices, balls, timekeeper and scorekeeper, and pay all of the agreed fees and costs of the officials unless other arrangements are made.

D - All contests shall be officiated by officials assigned by the Chief Official or assigning official.

E - In the event a member team or an associate member team is unable to appear and play a scheduled contest, it shall notify the other team as soon as possible, but at least twenty-four hours prior to the scheduled time of the contest and notify the Chief Official or the assigning official and the assigned officials. Each team must play each scheduled contest and the failure to do so or the failure to appropriately notify the opposing team of cancellation shall be referred to the Executive Committee for review and appropriate action, which may include, but is not limited to, declaring a forfeit.

F - In the event any player team or person associated with a member organization shall commit any act considered excessively unsportsmanlike or otherwise detrimental to the purposes of the League, such may be reported by any member team or official to the Executive Committee for investigation and appropriate action.

G - In the event any home team fails to give proper information to the appointing authority and/or fails to appropriately notify the assigned officials of the time, location or cancellation of a game with sufficient time to avoid travel by the officials, the officials shall be paid for the contest by the home team. In the event the problem is due to the visiting team's failure to appear and/or appropriately notify the home team, the visiting team shall be responsible for

such costs in addition to any other action deemed appropriate by the Executive Committee.

H - Any fans and supporters will abide by any rules concerning conduct, use of alcohol, parking or other rules required or requested by the host team or host institution.

I - Each team is responsible to have appropriate uniforms and equipment in accordance with the Official Rules for Women's Lacrosse approved, or promulgated, by US Lacrosse-Women's Division and preferably shall include two sets of numbered game shirts with different colors. (Dark colors for away games and light colors for home games) The teams should coordinate the choice of shirt colors with the opposing teams for each game to avoid similar color shirts for the games. In the event of a conflict, the home team shall be responsible for changing shirts to avoid the conflict or shall be responsible for providing numbered pinnies or vests and wearing them.

J- Each team shall make every effort to have an adult non-playing coach, for each game, who shall be designated as the coach for the team. This rule may be considered by the League in determining entry to membership for teams desiring membership in the League.

K - Each team shall, each year, recruit at least one (preferably two or more) person(s) (preferably adult non-playing) from their respective communities who will attend US

Lacrosse- Women's Division officials training and certification and participate as an official. This rule will be considered by the league in determining entry to, and continued membership in the League. For good cause, and after notice to the Directors, the Executive Committee may grant exceptions to this rule.

L - The SWLL shall play all games with the college restraining line rule in force.

M - A team may chose to play a game with 9 or 10 field players, however if they have less than 9 players available to play at the start of the game they shall forfeit the game, unless they have given proper prior notice and can reschedule the game.

N - If a team cancels or forfeits a game within 24 hours of the scheduled game time, the team will be required to pay a \$15.00 cancellation fee to the SWLL.

O - For games that are canceled or postponed due to inclement weather, as long as the Officials are properly notified, there will be no cancellation fee.

P - If a playoff game is necessary to determine standings or to determine which team will attend the SWLL Championships and the teams cannot agree on a location, date and time of the game, the Executive Committee of the Board of Directors will either endeavor to schedule the game and set the date, time and

location, or if playing such a game is not reasonably possible or practical, will resolve the issue.