

# **BYLAWS OF RENEGADES LACROSSE, INC.**

## **ARTICLE I: NAME**

The name of this organization shall be Renegades Lacrosse, Inc. (herein referred to as "Organization") and shall consist of Lacrosse sports teams (herein referred to as "Program").

## **ARTICLE II: PURPOSE**

The purpose of this Organization shall be to promote the sport of Lacrosse in the sending district of the Morris Hill regional School District; and to provide an opportunity for the youth of Rockaway Township, Rockaway Borough, Denville, Wharton, and Mine Hill, NJ learn and enjoy the sport of Lacrosse regardless of ability.

## **ARTICLE III: PARTICIPANTS**

Any player registered to play in the Program shall be considered a participant of the Program during the season said player is registered for and shall continue to be a participant until the first game of the following season. In addition, any Program volunteer coach who is at least eighteen years old, any High School assistant, or any Board member shall be considered a participant of the Program.

## **ARTICLE IV: AFFILIATIONS**

### **Section 1: North Jersey Junior Lacrosse League and Jersey Girls Lacrosse Association**

The Organization is a participating sports program within the North Jersey Junior Lacrosse League and the Jersey Girls Lacrosse Association. Additionally the Organization is a recognized participating program with US Lacrosse. The Organization shall make no policy or rule that conflicts with the bylaws or rules of the North Jersey Junior Lacrosse League or the Jersey Girls Lacrosse Association.

### **Section 2: US Lacrosse**

The Organization shall be a member of the US Lacrosse Foundation. The Director of the Organization shall be the representative to US Lacrosse. All participants of the Program must be registered US Lacrosse members. The Organization shall make no policy or rule that conflicts with the bylaws or rules of the US Lacrosse Foundation.

## **ARTICLE V: BOARD OF TRUSTEES ("Board")**

### **Section 1: Number and Term of Office**

The Board shall consist of no more than twelve and no less than five members. The precise number shall be set by the Board at each annual meeting before the election of trustees. Trustees shall be elected by the Board at each annual meeting and shall hold office for a term of two years or until that trustee's successor shall have been elected and qualified. All the officers of the Organization shall be also be trustees. The Board shall have full power and authority over all the affairs of the Organization, except as otherwise provided for in these bylaws.

### **Section 2: Regular Meetings**

An annual meeting of the Board shall be held upon not less than ten nor more than sixty days written notice of the time, place, and purposes of the meeting, in order to elect trustees and officers and conduct such other business as may come before the meeting. The Board, by resolution, may provide for additional regular meetings which may be held without notice, except to trustees not present at the time of the adoption of the resolution.

### **Section 3: Special Meetings**

A special meeting of the Board may be called at any time by the President or by trustees for any purpose. Such meetings shall be held upon five days notice if given orally (either by telephone or in person), by telegraph, by facsimile, or by e-mail or upon ten days notice if given by depositing the notice in the United States mails, postage prepaid. Such notice shall specify the time and place of the meeting.

### **Section 4: Action Without Meeting**

The Board may act without a meeting if, prior or subsequent to such action, each member of the Board shall consent in writing to such action. Such written consent shall be filed with the Minutes.

### **Section 5: Quorum**

Two-thirds of the entire Board shall constitute a quorum for the transaction of business.

### **Section 6: Voting**

Each trustee shall be entitled to one vote. Whenever any action is to be taken by vote of the trustees, a majority vote in the affirmative is required to authorize the action, except to alter, amend, or repeal these bylaws requires a two-thirds vote in the affirmative.

### **Section 7: Vacancies in Board of Trustees**

Any vacancy in the Board may be filled by the affirmative vote of a majority of the remaining trustees, even though less than a quorum of the Board, or by a sole remaining trustee.

### **Section 8: Removal of Trustee**

Any trustee may be removed for cause or without cause by a majority vote of the remaining trustees, unless otherwise provided in the certificate of incorporation.

### **Section 9: Presence at Meetings**

Where appropriate communication facilities are reasonably available, any or all trustees shall have the right to participate in all or any part of a meeting of the Board or a committee of the Board by means of conference telephone or any means of communication by which all persons participating in the meeting are able to hear each other.

## **ARTICLE VI: OFFICERS**

### **Section 1: Elections**

At its regular annual meeting, the Board shall elect a President, a Vice President-Boys Program, a Vice President-Girls Program, a Treasurer, a Secretary, and it may elect such other officers as it shall deem necessary. One person may hold two or more offices; however the President, Treasurer, and Secretary positions shall be divided among at least two individuals.

### **Section 2: President**

The President shall be the Chairman of the Board and Chief Executive Officer of the Organization and shall also be regarded as the Program Director for the entire Program. The President shall preside over all meetings of trustees. Subject only to the authority of the Board, the President shall have general charge and supervision over, and responsibility for, the business and affairs of the Organization. Unless otherwise directed by the Board, all other officers shall be subject to the authority and supervision of the President. The President may enter into and execute in the name of the Organization contracts or other instruments in the regular course of business or contracts or other instruments not in the regular course of business which are authorized, either generally or specifically, by the Board. The President shall have the general powers and duties of management usually vested in the office of President of a corporation. The President shall also manage the overall operation of the Program. The President shall also perform such other duties and possess such other powers as are incident to that office or as are assigned by the Board.

### **Section 3: Vice Presidents**

The Vice President-Girls Program shall have oversight responsibility over all girls programs. In the absence of the President or in the event of his/her inability or refusal to act, the Vice President-Girls Program shall perform the duties and be vested with the authority of the President. The Vice President-Boys Program shall have oversight responsibility over all boys programs. Vice Presidents shall also perform such other duties and possess such other powers as are incident to that office or as are assigned by the President or the Board.

### **Section 4: Secretary**

The Secretary shall have custody of corporate governance documents and records. The Secretary shall cause notices of all meetings to be served as prescribed in these bylaws and shall keep, or cause to be kept, the minutes of all meetings of the Board. The Secretary shall perform such other duties and possess such other powers as are incident to that office or as are assigned by the President or the Board.

### **Section 5: Treasurer**

The Treasurer shall oversee the finances of the Organization, ensuring appropriate financial controls are in place. The Treasurer shall have the custody of the funds and securities of the Organization and shall keep, or cause to be kept, regular books of account for the Organization. The Treasurer shall provide, or cause to be provided, financial reports as required by law, the certificate of incorporation, these bylaws, resolutions of the Board, or policies. The Treasurer shall perform such other duties and possess such other powers as are incident to that office or as are assigned by the President or the Board.

### **Section 6: Removal and Resignation of Officers; Filling of Vacancies.**

A. Any officer elected by the Board may be removed by the Board with or without cause. The removal of an officer shall be without prejudice to his contract rights, if any. Election of an officer shall not of itself create contract rights.

B. An officer may resign by written notice to the Organization. The resignation shall be effective upon receipt thereof by the Organization or at such subsequent time as shall be specified in the notice of resignation.

C. Any vacancy occurring among the officers, however caused, shall be filled by the Board.

## **ARTICLE VII: COORDINATORS**

### **Section 1: Coaches Coordinators Boys/Girls**

The Coaches Coordinators shall: act as liaison between the Board, officers, and the coaches and teams; and perform other such duties as are incident to that position or as are assigned by a Vice President, the President, or the Board.

### **Section 2: Fundraising Coordinator**

The Fundraising Coordinator shall: organize and manage the fundraising efforts of the Program; report on fundraising activities to the Board ; and perform other such duties are incident to that position or as are assigned by the President or the Board.

### **Section 3: Field & Equipment Coordinator**

The Field & Equipment Coordinator shall: organize and manage the equipment belonging to the Program; and maintain the fields of which the program participants play upon; and perform other such duties as are incident to that position or as are assigned by the President or the Board.

## **ARTICLE VIII: COMMITTEES**

Such committees not otherwise provided for in these bylaws, standing or special, shall be appointed by the Board or appointed by the President and ratified by the Board as shall from time to time be deemed necessary to carry on the work of the Organization. The President shall be ex officio member of all committees. A trustee shall chair any committees.

## **ARTICLE IX: RENEGADES REVIEW BOARD**

The Renegades Review Board shall be appointed by the Board and is responsible for hearing and deciding on all issues concerning Lacrosse and the Program that cannot be resolved by the coaching staff or directly involves the coaching staff.

## **ARTICLE X: WAIVERS OF NOTICES**

Any notice required by these bylaws, by the certificate of incorporation, or by New Jersey laws governing nonprofit corporations may be waived in writing by any person entitled to such notice. The waiver or waivers may be executed either before or after the event with respect to which notice is waived. Each trustee attending a meeting without protesting, prior to its conclusion, the lack of proper notice shall be deemed conclusively to have waived notice of the meeting.

## **ARTICLE XI: PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order Newly* shall govern the Organization in all cases to which they are applicable and in which they are not inconsistent with law, the Organization's certificate of incorporation, these bylaws, and any special rules of order the Organization may adopt.

## **ARTICLE XII: EXECUTION OF INSTRUMENTS**

Except as otherwise provided in these bylaws, the Board may by resolution authorize any trustee, officer, employee, or agent of this Organization to enter into any contract or execute and deliver any instrument in the name of and on behalf of this Organization, and such authority may be general or confined to specific instances. Unless so authorized, no trustee, officer, employee, or agent shall have any power or authority to bind or encumber this Organization by any contract or engagement or to pledge its credit or assets or to render it liable monetarily for any purpose or in any amount.

## **ARTICLE XIII: CODE OF CONDUCT**

All participants in the Renegades Lacrosse program must read sign and abide by the Township of Rockaway "Youth Sport Code of Conduct". Persons who violate the "Youth Sports Code of Conduct" will be subject to disciplinary action that is consistent with Rockaway Township code, Section 2-38 and N.J.S.A 5:17-1 et seq.

## **ARTICLE XIV: LIABILITY AND INSURANCE**

### **Section 1: Breach of Fiduciary Duty**

Trustees shall not be liable for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a trustee's duty of loyalty to this Organization; (2) acts or omissions not in good faith or which involve intentional misconduct or in knowing violation of law; (3) a transaction from which the trustee derived an improper personal benefit; or (4) disclosure of any confidential matter to parties not authorized by this Organization or by law to receive such disclosure.

**Section 2: Non-Liability of Trustees and Officers**

The trustees and officers shall not be personally liable for the debts, liabilities, or other obligations of the Organization, unless incurred due to the negligence of the trustee or officer or in violation of law, the certificate of incorporation, these bylaws, resolutions of the Board, policies, or, in the case of an officer, any directives of that officer's superiors.

**Section 3: Indemnification of Trustees and Officers**

The trustees and officers of this Organization shall be indemnified by this Organization to the fullest extent permissible under New Jersey law.

**Section 4: Insurance**

The Board shall authorize the purchase and maintenance of insurance as required by provisions of law or as reasonably necessary to limit losses arising from liability claims.

**ARTICLE XV: INSPECTION RIGHTS; REPORTS****Section 1: Trustees' Inspection Rights**

Every trustee, or agent or attorney representing a trustee, shall have the absolute right at any reasonable time to inspect, copy, and make extracts of all books, records, and documents of every kind and to inspect the physical properties of this Organization and shall have such other rights to inspect the books, records, and properties of this Organization as may be required under the certificate of incorporation, these bylaws, policies, or provisions of law.

**Section 2: Periodic Reports**

The Board shall cause any annual or periodic report required under law to be prepared and delivered to the applicable government office or to the trustees, to be so prepared and delivered, within the time limits set by law, the certificate of incorporation, these bylaws, or policies.

**ARTICLE XVI: AMENDMENTS TO AND EFFECT OF BYLAWS; FISCAL YEAR****Section 1: Force and Effect of ByLaws**

These bylaws are subject to the provisions of New Jersey laws governing nonprofit corporations and the Organization's certificate of incorporation, as it may be amended from time to time. If any provision in these bylaws is inconsistent with a provision in the law or the certificate of incorporation, the provision of that law or the certificate of incorporation shall govern.

**Section 2: One Incorporator or Trustee**

Wherever in these bylaws references are made to more than one incorporator or trustee they shall, if this is a sole incorporator or trustee corporation, be construed to mean the solitary person; and all provisions dealing with the quantum of majorities or quorums shall be deemed to mean the action by the one person constituting the Organization.

**Section 3: Amendments to ByLaws**

These bylaws may be altered, amended, or repealed by a two-thirds vote of the Board at any regular or special meeting.

**Section 4: Fiscal Year**

The fiscal year of the Organization shall begin on the first day of July of each year.