

STILLWATER AREA LACROSSE ASSOCIATION BY – LAWS

ARTICLE I

Definitions

Article 1.1

Association means Stillwater Area Lacrosse Association (SALA).

Article 1.2

Members or Membership means the parent(s) or guardian(s) of each player, provided the annual registration fee has been paid to the Association, for and on behalf that player. If the registration fee for a player is waived, his or her parent(s) or guardian(s) will be considered Members.

Article 1.3

Executive Committee means the President, President Elect, Equipment & Field Director, Treasurer, and Secretary.

Article 1.4

Board of Directors (the “Board”) means the President, President Elect, Equipment & Field Director, Treasurer, Secretary, Boys Program Director, Girls Program Director.

Article 1.5

Fiscal Year means November 1st of the current year through October 31st of the following year.

ARTICLE II

Purpose

Article 2.1

The purpose of the Association is to promote and encourage the growth and development of lacrosse in the Stillwater area by encouraging participation of girls and boys, develop knowledge of the rules and skills of lacrosse, promote good sportsmanship, teamwork, and respect for teammates, opponents, coaches and officials.

ARTICLE III

Location

Article 3.1

The address of the Association is:

Stillwater Area Lacrosse Association PO Box 602
Stillwater, MN 55082-0602

ARTICLE IV

Non-Profit

Article 4.1

The Association is non-profit. In the event the Association ceases to be in operation, any remaining funds will be distributed to the Stillwater High School boys and girls booster clubs. Allocation of funds between the boys and girls booster clubs will be determined by the Board of

Directors. The percentage of boy and girl players in the Association will be taken into account when deciding such allocation.

Article 4.2

This Association has no capital stock and is not conducted for pecuniary profit for the Association or any of its Members.

Article 4.3

All monies, donations or charitable contributions collected on behalf of the Association will be used solely for the benefit of the Association.

ARTICLE V

Membership

Article 5.1

Any person interested in advancing the purpose of the Association as stated in Article II, is eligible for Membership upon payment of his or her child's annual registration fee or upon the Board of Directors approval at any meeting. Said Membership entitles each parent or guardian one vote at the annual meeting, subject to Article 9.1.

Article 5.2

A Membership term is one Fiscal Year. The Association shall maintain a list of the Members who are in good standing with the Association.

ARTICLE VI

Fees

Article 6.1

The Board of Directors shall determine the annual registration fee for the players in the Association. Said determination is to be made no later than the Board of Directors meeting in November for the subsequent season.

Article 6.2

The annual registration fee shall be payable no later than the deadline established by the Board of Directors.

Article 6.3

Failure to pay the annual registration fee may result in a player being rendered ineligible from participating in the Association.

Article 6.4

The Executive Committee may waive the annual registration fee for a player if they feel such waiver is appropriate and necessary based on financial hardship.

Article 6.5

No Member may extend credit of any kind, including Boosters and Concessions, without the authority of the Executive Committee

ARTICLE VII

Meetings

Article 7.1

Annual Meeting:

The annual meeting of the Members shall be in September, at such a place as designated by the Board of Directors. Notice of the meeting shall be distributed via email and posted on the Association web site. The purpose of said meeting will be to elect officers for the upcoming year, if necessary, vote on any changes to the by-laws, if necessary, and present reports.

Article 7.2

Special meetings of the Members:

A special meeting of the Members may be held at any time, at the request of the President or a majority vote of the Board of Directors. Notice will be communicated at least fifteen (15) days prior to the special meeting.

Article 7.3

Regular Meetings of the Board of Directors:

Regular meetings of the Board of Directors shall be held at a date, time, and place determined by the Board of Directors. Notice of regular meetings shall be posted on the association website no less than 15 days prior to said meeting.

Article 7.4

Special meetings of the Board of Directors:

The President, at his or her sole discretion, may call a special meeting of the Board of Directors. Each Member will be notified of the time, place and purpose of the special meeting. Such notice shall be given at least fifteen (15) days before the meeting and any action agreed upon at the special meeting shall be subject to ratification at the next regular meeting of the Board of Directors.

Article 7.5

Quorum at meetings:

A 2/3 majority of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors and at the annual meeting, provided said Board of Directors present include a minimum of two (2) Executive Committee Members.

Article 7.6

Order of business for the annual meeting of the Members:

- A. Call to Order
- B. Reading and acceptance of the minutes of previous annual meeting.
- C. Treasurer's Report
- D. Age Level Coordinators Reports
- E. Old Business
- F. New Business
- G. By-law amendments
- H. Open Forum
- I. Election of Officers
- J. Adjournment

Article 7.7

Robert's Rules of Order shall be the parliamentary authority for all matters of procedures not specifically covered by these By-laws.

ARTICLE VIII**Committees****Article 8.1****Committees:**

The President may appoint a committee for a specific purpose, subject to approval by the Board of Directors. The Board of Directors, through a majority vote, may also appoint a committee for a specific purpose. Each such committee must keep the Board of Directors informed regarding the general functions of that committee. This should be done at a minimum by providing activity reports at a Board of Directors meeting.

ARTICLE IX**Voting and Elections****Article 9.1**

At the annual meeting of the general members, each Member of the Association in good standing is entitled to one (1) vote for each office up for election. No absentee ballots will be accepted.

Article 9.2

The general membership affirmative vote of a simple majority of those present and entitled to vote, shall be required to carry any motion or resolution, except for amendments to the By-laws which will require a two-thirds majority vote of those present and eligible to vote.

Article 9.3

The President, during the annual meeting, shall appoint two (2) Members of the Association to be judges of the election on the day of said election. At the close of balloting, the votes shall be counted and the results reported to the President, who shall announce these results to the membership. In the case of a tie in the number of votes cast, leaving the election undetermined of one or more persons as officers, a second ballot will be cast, etc., until a Member is elected. Incoming officers will set a time and place for an organizational meeting to facilitate transition and transact any pending business.

Article 9.4

At the regular meeting of the Board of Directors or a special meeting of the Board of Directors, each Board Member is entitled to one vote for each subject properly submitted to a vote. Non-board Members attending these meetings are not entitled to vote.

ARTICLE X

Board of Directors

Article 10.1

The Association shall be governed by the Board of Directors. The Members shall elect the Board of Directors at the annual meeting. Only Members who are in good standing, according to Article 5.1, are eligible to serve on the Board of Directors. Each Board of Director will hold office for the term of two (2) years. Any Member of the Board who fails to attend meetings without a valid reason may, at the discretion of the Executive Committee, be removed from the Board of Directors.

Article 10.2

The President, President Elect, Equipment & Field Director, Treasurer, Secretary, Boys Director, Girls Director, will comprise the Board of Directors and serve as officers of the Association for the following terms:

- President- one year term filled by President Elect. If the President Elect is unable to fulfill this obligation, then the Members must vote in a new President for the term of one (1) fiscal year.
- President Elect – one year term elected by Members each year.
- Equipment & Field Director - two year term elected by Members on even years.
- Treasurer - two year term elected by Members on odd years.
- Secretary - two year term elected by Members on even years.
- Boys Program Director - two year term elected by the Executive Committee on odd years.
- Girls Program Director - two year term elected by the Executive Committee on even years.

If necessary, one person may hold more than one Board of Director position, but there shall not be less than Five (5) separate persons holding some or all of the Board of Director positions.

Article 10.3

The Board of Directors will determine the policies and activities of the Association, establish an annual budget, approve the annual budget at the November Board meeting, approve quarterly treasurer reports, meet with committees (if formed), have general management responsibilities for the Association and shall determine the official depository for the Association funds.

Article 10.4

Vacancies on the Board of Directors (other than the President) will be filled by a vote of the Board of Directors on an interim basis. In the event that the President shall not be able to complete his or her term, the President Elect shall serve the remainder of that term and the following year.

Article 10.5

The Executive Committee shall consist of the President, President Elect, Field & Equipment Director, Treasurer and Secretary, unless otherwise determined by the Board of Directors at a meeting held for such purpose. The Board of Directors will appoint officers of the Association to the Executive Committee. The purpose of the Executive Committee is to carry on the business of

the Association between meetings. The Executive Committee of the Association has duties and responsibilities that are designated from time to time by the Board of Directors. A Member of the Executive Committee may be removed by a majority vote of the Board of Directors, after a private hearing before the Board, wherein the best interests of the Association will be served.

Article 10.6

The Executive Committee may authorize the President to execute any contract or convey any other instrument in the name of the Association.

Article 10.7

There is no compensation from the Association to or for Members of the Board of Directors, Executive Committee, or officers, save and except for expense reimbursements, unless otherwise approved by the Board of Directors and as subject to Article 4.2 herein.

Article 10.8

The following Board positions are eligible to vote on motions brought to the Board of Directors:

1. President
2. President Elect
3. Field & Equipment Director
4. Treasurer
5. Secretary
6. Boys Program Director
7. Girls Program Director

ARTICLE XI

Officers

Article 11.1

President

The President presides at all meetings of the Board of Directors and Members. Among the President's other duties, the President has general supervision over the business activities of the Association, and will see that all orders, policies and resolutions of the Board of Directors are put into effect. The President is an ex-officio Member of all standing committees. The President or the President's delegate will represent the Association at appropriate meetings. The President may give a written or oral report of what was accomplished during their term of office at the Annual meeting and assume the position of Past President after his or her term expires.

Article 11.2

President Elect

The President Elect will assume the office of President after the next annual meeting and after serving his or her President Elect term. The President Elect presides at all meetings in the absence of the President. If the President is unable to serve in that capacity, the President Elect

will assume the duties of the President. He or she will perform assignments given by the President or the Board of Directors.

Article 11.3

Field & Equipment Director

The Field & Equipment Director duties shall include, but not be limited to, Manage storage sheds, inspect and inventory all equipment prior to the start of the season and provide report to the board. Purchase equipment as necessary in accordance with the annual budget plan. Coordinate the distribution of equipment to coaches and/or team managers

Article 11.4

Treasurer

The treasurer will be responsible for the Association funds. Full and accurate accounts of all receipts and disbursements will be maintained. The treasurer will disburse funds of the Association as may be directed or authorized by the Board of Directors, maintaining proper receipts for such disbursement, and account to the President and the Board of Directors whenever requested. He or she will be able to account for all transactions as treasurer and for the financial condition of the Association. All non-budgeted requested expenditures in excess of \$100.00 must first be submitted to the Treasurer.

Article 11.5

Secretary:

The secretary will attend all meetings of the Members and the Board of Directors and will preserve all records of the Association and true minutes of the proceedings of all such meetings. The secretary will give all notices as required by the by-laws or resolutions, perform such other duties as may be delegated, and keep a complete list of all Members of the Association, with addresses, telephone number, and e-mail addresses.

Article 11.6

Boys Program Director:

The Boys Program Director will oversee the following aspects of the boys program including the number of teams and team designations, the roster sizes, selection of coaches and assistant coaches. Working closely with the Board of Directors, and following YLM, GNLL, MSHSL, and USA Lacrosse rules and best practices as applicable, the Boys director will promote the growth of boy's lacrosse in Stillwater by providing training opportunities for all male youth lacrosse players. He will set direction of the program and ensure there is coaches training for all boys' coaches.

Article 11.7

Girls Program Director:

The Girls Program Director will oversee the following aspects of the girls program including the number of teams and team designations, the roster sizes, selection of coaches and assistant coaches. Working closely with the Board of Directors, and following MSLAX, GNLL, MSHSL, and USA Lacrosse rules and best practices as applicable, the girls director will promote the growth of boy's lacrosse in Stillwater by providing training opportunities for all male youth lacrosse players. He will set direction of the program and ensure there is coaches training for all boys' coaches.

Article 11.8

Any person holding more than one officer position described herein shall only be allowed to cast a single vote on any matters duly coming before the Board of Directors or such officers for a vote, and shall not be allowed to cast a vote for each officer position such person holds.

ARTICLE XII**Policies****Article 12.1**

Policies approved by the Board of Directors during the current fiscal year will be incorporated into the meeting minutes. Policies passed by the Members will be effective as passed and will be effective until rescinded by the Members.

ARTICLE XIII**Violations****Article 13.1**

Failure to comply with the by-laws by any Member will be subject to review by the Executive Committee

Article 13.2

If a Member of the Board of Directors is removed for violating a By-law, the remaining Board of Directors shall choose his or her replacement by a majority vote.

ARTICLE XIV

Official Colors of the Association

Article 14.1

The official colors of the Association are red and black.

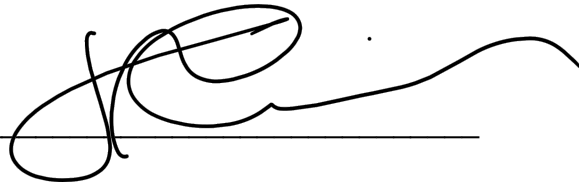
ARTICLE XV

Association Documentation / Articles

Article 15.1

The undersigned, Joshua M Plisch, Secretary of the Association, hereby certifies that the foregoing by-laws were adopted as the complete by-laws of the Stillwater Area Lacrosse Corporation at a duly called meeting of the Board of Directors of said corporation, on September 15, 2025, to become effective on September 15, 2025.

Secretary: _____

A handwritten signature in black ink, appearing to be 'J. Plisch', written over a horizontal line.

Date: __09/15/2025__