

US LACROSSE WOMEN'S DIVISION INTERCOLLEGIATE ASSOCIATES COUNCIL BYLAWS

(pending USL ratification 2008)

ARTICLE 1 – Introduction

A - These are the Bylaws of the US Lacrosse Women's Division Intercollegiate Associates Council (hereinafter sometimes referred to as "WDIA" or "WDIA Council"), which serve to govern the operations of this council only.

B - These Bylaws are to be interpreted consistent with the Bylaws of the US Lacrosse, Inc. and the Women's Division. All definitions are incorporated herein.

C - For the purpose of these bylaws the WDIA Council is defined as the elected officers selected according to these bylaws with input from general WDIA membership.

ARTICLE 2 - Membership

A - To gain full team membership (hereinafter sometimes referred to as "team" or "full" membership or member) in the US Lacrosse Women's Division Intercollegiate Associates a candidate team must:

1 - Be a lacrosse club, team or organization, other than varsity or junior varsity teams, affiliated with a college, university or similar institution in the United States.

2 - Desire to apply for membership and indicate their desire to participate and promote the purposes of the WDIA and US Lacrosse.

3 - Be prepared to play a schedule consisting of a minimum of six lacrosse games with member teams within the WDIA, with no more than two games against the same opponent counting towards this six game total.

4 - Make a reasonable effort to send a representative to the annual WDIA general membership meeting.

5 - Designate a representative who agrees to serve as a liaison between the WDIA and the full member team. This representative must be a member of US Lacrosse.

6 - Agree to pay any initiation fee and/or dues or assessments as may be from time to time established by the WDIA Council.

7 - Agree to abide by the rules of the WDIA as they are promulgated from time to time.

8 - Have an understanding that the approval of membership application is subject to review by the WDIA Council.

B - A new membership may be available to those lacrosse clubs, teams, or organizations affiliated with a college, university or similar institution that are new clubs or new to the WDIA membership. Those lacrosse clubs, teams or organizations desiring to obtain new membership must apply for new membership. To be accepted as a new member, the application is subject to approval by the WDIA Council. New members may have a member(s) attend the annual meetings and other meetings of WDIA teams.

ARTICLE 3 - Dues and Fees

All member teams and new teams shall pay such annual dues or other fees as agreed upon by the WDIA Council. Annual dues or other fees shall be paid to US Lacrosse no later than date established by the WDIA Council from time to time for payment of such dues or other fees.

ARTICLE 4 –WDIA Council

A - The WDIA Council shall have full power to conduct, manage, and direct the business and affairs of the WDIA membership. The Council shall consist of not fewer than five or more than fifteen members, as may be determined from time to time by resolution of the Council. They shall act for the WDIA Membership and shall also act as an Arbitration Committee, if necessary.

B - The WDIA Council shall consist of the:

- Chair
- Vice Chair of Governance
- Vice Chair of Development
- Vice Chair of Eligibility
- Secretary
- Immediate Past Chair (if available and willing to serve)
- Recognition Chair
- Resources Chair
- Rankings Chair
- Umpire Representative

C - Such officers may, but need not be, affiliated with any member or new team member. WDIA Council members must be members of US Lacrosse. The same person may hold any two or more offices.

D - The officers shall preside for terms of two years and may be re-elected to successive terms.

The Chair, Umpire Representative, VP of Eligibility, and Recognition Chair shall be elected in odd years, and the VP of Governance, VP of Development, Secretary, Resources Chair, and Rankings Chair shall be elected in even years.

E - The WDIA Council may elect or appoint such other officers, as they may deem necessary or desirable.

ARTICLE 5 – Executive Committee

A - The WDIA membership shall be managed and served by an executive committee, consisting of:

Chair
Vice Chair of Governance
Vice Chair of Development
Vice Chair of Eligibility
Secretary
Immediate Past Chair

B - The Executive Committee shall have and exercise all of the powers and authority of the Council in the management of the business and affairs for the WDIA membership, except they may not have any power or authority to:

1. Fill vacancies in the Council
2. Adopt, amend, or repeal of the bylaws
3. Amend or repeal any resolution of the Council.

ARTICLE 6 - Duties and Powers

A - The affairs of the WDIA shall be managed by its Council and US Lacrosse. The Council may adopt such bylaws, rules and regulations that are deemed necessary to conduct its affairs, in accordance with US Lacrosse policy and Bylaws.

B - The WDIA Council shall have the authority of the WDIA membership to transact routine business of the WDIA, carry out the objectives of the WDIA considering the opinions and goals of WDIA general membership, and during intervals between meetings of the WDIA general membership take any urgent action(s) which could not reasonably wait for a meeting of the WDIA general membership.

C - The Chair is the chief executive officer of the WDIA and shall preside over all meetings of the Council and of the WDIA general membership, may appoint additional non-Council committee chairs as needed, be responsible for the nomination process, have general supervision of the WDIA, provide guidance to the other WDIA officers, and ensure that the WDIA policies,

bylaws and rules are enforced, and are consistent with US Lacrosse and US Lacrosse Women's Division policy and spirit.

The WDIA Chair shall prepare an annual report of ~~its~~ the Council's activities for the US Lacrosse Women's Division Board of Governors and Women's Division Board of Directors. The Chair will ensure that the annual report is prepared and is submitted to the Council's representatives to the Women's Division Board of Governors and the US Lacrosse Board of Directors by such time as established by those groups for submission of the reports. The WDIA Chair shall also prepare any other reports requested by US Lacrosse.

D - The Vice Chair of Governance shall preside in the absence of the Chair and in the absence or incapacity of the Chair be vested with all the powers of the Chair. The Vice Chair of Governance shall assist the Chair upon request, and shall perform such duties or functions as the Chair or the Council may from time to time assign. The Vice Chair of Governance shall be responsible for timely and accurate maintenance of the Bylaws and Operating Procedures of the WDIA.

E. The Vice Chair of Eligibility shall assist the Chair upon request, and shall perform such duties or functions as the Chair or the Council may from time to time assign. The Vice Chair of Eligibility shall be responsible for timely and accurate maintenance and dissemination of the Eligibility Procedures of the WDIA.

F. The Vice Chair of Development shall assist the Chair upon request, and shall perform such duties or functions as the Chair or the Council may from time to time assign. The Vice Chair of Development shall be responsible for coordinating development and growth of the WDIA membership.

G- The Secretary shall ensure that notices of each WDIA Council and general membership meetings are properly sent to the appropriate members, ensure that a record is kept of all meetings of the WDIA Council and of the general membership, ensure that the WDIA records are preserved, ensure that accurate records of membership in the Council are maintained, and perform such other duties as may be assigned by the Chair or the WDIA Council.

H - The Umpire Representative shall be responsible for coordinating officiating matters and performance of other duties as may be assigned by the Chair or the Council. He/she shall be the representative of the Council to the National Umpiring Committee (NUC).

I - The Rankings Chair shall be responsible establishing the structure, rules, expectations, procedures, policies, and functioning of the committee that disseminates national rankings for WDIA member teams.

J - The Recognition Chair is responsible for establishing the structure, rules, expectations, procedures, policies, and functioning of the committee that shall set policies, procedures, and awards for recognition of exceptional members of the WDIA and WDIA teams.

K - The Resources Chair shall endeavor to develop resources and information deemed necessary or helpful to WDIA member teams and other college club level women's lacrosse as a whole.

ARTICLE 7 – Elections

A - Elections of Officers shall take place yearly. Prior to the meeting reasonable notice shall be given to the WDIA Council of those persons who have been proposed as officers, or have indicated interest in running for an office. Officers are elected by WDIA Council present at the meeting designated for election of officers provided there is a quorum.

B - The WDIA Council shall select the Council's representative to the Women's Division Board of Governors. The Board of Governors representative shall be chosen from the current Council members. The governor shall serve a two-year term. The individual may not simultaneously hold another Governor position in the Women's Division of US Lacrosse.

C - The WDIA Council shall select the Council's representative to the US Lacrosse Board of Directors. The Board of Directors representative shall be chosen from the current Council members. The WDIA Director Representative shall be selected and serve in accordance with Chapter 10 of the US Lacrosse Bylaws.

ARTICLE 8 - Voting and Proxy

A – For Council meetings, every Council member shall be entitled to one vote except the Immediate Past Chair. In the event of a tie, the Immediate Past Chair shall break the deadlock.

B – For Executive committee meetings, every Executive Committee member shall be entitled to one vote except the Immediate Past Chair. In the event of a tie, the Immediate Past Chair shall break the deadlock.

C - For any WDIA Council meeting, if an officer, with the exception of the Chair, or other member is unable to attend the meeting, that individual may elect to grant a proxy to another US Lacrosse member. Both the WDIA Council, and the coordinator of the meeting (if not on the Council) should be notified in advance. The proxy will have speaking and voting rights on all issues during the meeting for which she is designated a proxy. In the event that the Chair cannot attend a meeting, the Vice Chair of Governance will fill his/her vacancy in accordance with Article 6. If the Vice Chair of Governance is unable or unwilling to attend the same meeting, the Chair will select another Council member to fulfill his/her role for that meeting.

D - The WDIA Governor Representative may identify one designated substitute representative to attend meetings of the Women's Division Board of Governors if he/she is unable or unwilling to attend a given meeting. The designated substitute must be reported to the US Lacrosse Women's Division Board of Governors Secretary, and his/her term must run identical to that of the representative he/she is the substitute for. That substitute may vote at the meeting in place of the elected representative.

E. If both the regular representative and the substitute representative of the Council are unable to attend a meeting, the WDIA Governor Representative may elect to grant a proxy to another US Lacrosse Women's Division governor. That proxy must be in writing and filed with the Secretary

of the Women's Division at least twenty-four hours before the beginning of the meeting for which it is issued, and shall follow all guidelines designated in Section 4.7 of the Women's Division Bylaws

ARTICLE 9 - Conflict of Interest and Ethical Practices

No member of the WDIA Council, or any WDIA committee may vote on any matter in which he or she has a financial interest, or in which any member of the person's immediate family has a financial interest. If a member of the WDIA Council, or any other WDIA committee becomes aware of any other matter that could be considered a conflict of interest or raise the appearance of a conflict of interest, the members shall immediately disclose that conflict to the WDIA Council and/or US Lacrosse.

ARTICLE-10- Committees

A - The WDIA Council shall have the following standing committees: Rankings, Recognition, and Resources. The WDIA may establish other committees, as it deems appropriate.

B - The Chair of each Council committee shall be nominated to the WDIA Council and approved by vote of the WDIA Council. He/she shall be elected for a two-year term. He/she may be re-elected to successive terms. The Chair of each Committee shall be a member of US Lacrosse.

C - Any Committee Chair may be removed by an affirmative vote of two-thirds of the WDIA Council, with or without cause, but only after notice and an opportunity to be heard by all of the WDIA Council members-prior to a vote. Any Committee member may be removed upon the request of the Committee Chair by an affirmative vote of two-thirds of the entire WDIA Council, with or without cause, but only after notice and an opportunity to be heard by the WDIA Council members prior to a vote.

D - The members of each Committee shall be chosen by each Committee Chair and shall be presented to the WDIA Council for approval.

E - The Rankings Committee shall be responsible for establishing, reviewing, maintaining, and disseminating national rankings for WDIA member teams for the purpose of choosing the field for the National Tournament (Automatic Qualifiers and At-Large) and providing weekly and year-end WDIA rankings.

F - The Recognition Committee shall set policies, procedures, and awards (which must be approved by the WDIA Council and US Lacrosse) for recognition of exceptional members of the WDIA and WDIA teams. The committee shall assist with the implementation and dissemination of policies and information including, but not limited to, all-WDIA players, the WDIA Coach of the Year, the Jenn Eames Award, and other national awards at the WDIA level.

G - The Resources Committee shall endeavor to develop resources and information deemed

necessary or helpful to WDIA member teams and other college club level women's lacrosse as a whole. In addition, the committee will endeavor to disseminate those resources or information to college club level women's lacrosse teams; college, university, or similar organization recreation directors or the equivalent; or other appropriate persons or organizations.

H - Each committee shall establish rules of conduct for its own operation, policies, and procedures, which shall be presented to the WDIA Council for approval.

ARTICLE 11 - Vacancies

A vacancy or vacancies in the Council may be filled by a majority vote of the remaining members of the Council. Each person so elected shall serve the balance of the unexpired term.

ARTICLE 12– Meetings

A - The annual meeting of the WDIA general membership or Council shall be at such time and such place as the WDIA Council shall designate and shall, if at all possible, be held at the US Lacrosse National Convention. Such meetings shall be held for the transaction of business that comes before the Council. Regular meetings may be held as scheduled by the WDIA Council.

B - Meetings of the WDIA Council are called according to these bylaws for the purpose of transacting business that benefits the WDIA or WDIA member teams.

C - Meetings of the Council may be held at such a time and place or manner as shall be designated by the Council.

ARTICLE 13 - Quorum

A - A quorum for the transaction of business at a meeting of the WDIA Council shall exist when a majority of the Council members are represented either in person, by telephone or by proxy at such meeting. If a quorum is present, a vote of the majority of the WDIA Council members present in person or by proxy shall be the act of the Council unless a greater number is required by law or these by-laws.

B - A quorum for the transaction of business at a meeting of the WDIA general membership shall exist when interested WDIA team and mentor members who are able to attend the meeting are present at a meeting organized according to the provisions in Article 13

C – A majority of the Executive Committee shall be present at each meeting to constitute a quorum for the transaction of business.

ARTICLE 14 – Amendments

The WDIA Council 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 WDIA Council after the Council members 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 members attending such a meeting at which a quorum is present.

ARTICLE 15 - Grievance Procedure

In the event any coach or team representative has any bona fide dispute with another member or mentor member due to an act or inaction of that organization involving the WDIA, US Lacrosse, sportsmanship or other problem, she may request that the dispute be resolved by the WDIA. Such dispute shall be referred to the WDIA Council for investigation and resolution. In the event a member or members of the WDIA Council are associated with one of the affected or involved organizations, such Council member shall recuse him/herself and the remaining Council member or members may appoint a replacement or replacements for the purpose of this arbitration.

ARTICLE 16 – Probation

In the event a member or a mentor member shall fail to comply or continue to comply with the Articles, Bylaws, or the Rules of the WDIA, or otherwise act in a manner detrimental to the WDIA or US Lacrosse, the member or mentor member's membership may be placed on probationary status by two-thirds majority vote by the WDIA Council. A member or mentor member placed on probationary status shall continue to have rights and responsibilities of the member or mentor member as the case may be except shall not normally be eligible to participate in post-season play of the WDIA. The member or mentor 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 mentor member to regain its status as a full member or affiliate member. The probationary status of a member or mentor member shall be reviewed annually to determine if the probationary status should be continued or discontinued by the WDIA. A decision to continue probationary status or restore full membership to a member or mentor member may be determined by a majority vote of the WDIA Council.

ARTICLE 17 - Termination and Expulsion

The membership of a member or mentor member may be terminated and the member or mentor member expelled from the WDIA only by a two-thirds majority vote of the WDIA Council after giving notice to the member or mentor member and giving the member or mentor member an opportunity to be heard on the merits or appropriateness of such action. The termination of a member or mentor member and expulsion of a member or mentor member may be taken for act

or acts significantly detrimental to the WDIA or US Lacrosse or for continued failure to comply with the articles, bylaws, or rules of the WDIA and should be taken, except in extraordinary circumstances, only after the member or mentor member has been placed on probationary status and allowed a reasonable opportunity to cure or correct its actions.