

**THIRD AMENDED BYLAWS OF THE
CENTRAL TEXAS LACROSSE OFFICIALS ASSOCIATION
A NON-PROFIT TEXAS CORPORATION**

ARTICLE I – OFFICERS

1.01 **Principal Office.** The principal office of the corporation ("Central Texas Lacrosse Officials Association" a/k/a "CTLOA") in the State of Texas shall be located at the office of the Executive Secretary or at such other location as may be determined by the Executive Committee, provided that notice of such new location has been provided to the members of the CTLOA.

1.02 **Registered Office and Registered Agent.** The CTLOA shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office shall be the principal office of the CTLOA.

ARTICLE II – MEMBERSHIP

2.01 **Membership Categories.** The CTLOA recognizes the following membership classifications: Active, Lifetime, Honorary Lifetime, Suspended and Junior.

2.02 Qualifications for Membership.

(a) An Active member is a member in good standing of the Central Texas Lacrosse Officials Association. Active membership in the CTLOA shall be granted to a member who fulfills the CTLOA attendance requirements, has paid all dues, assessments and fines, and who, as determined by the Executive Committee, renders satisfactory service as a lacrosse official. An active member shall have of voting rights.

(b) A Lifetime member is an individual who is a former Active member in good standing of the SWLOA and/or the CTLOA with at least ten (10) years of service and is current with their dues. A Lifetime member shall not have voting rights.

(c) An Honorary Lifetime member is an individual who has been selected for meritorious contributions to lacrosse and lacrosse officiating. The individual selected for Honorary Lifetime membership need not have been a former member of the CTLOA. An honorary member shall not have voting rights

(d) A Suspended member is an individual who has not fulfilled the requirements for Active membership including, but not limited to, the requirements set forth in Paragraph 2.03. A Suspended member shall become an Active member upon fulfilling the requirements for such membership and upon the affirmative action of the CTLOA based upon a recommendation of the Executive Committee. A Suspended member shall not have voting rights.

(e) A Junior member is a member in good standing of the CTLOA, has paid all dues, assessments and fines and who, as determined by the Executive Committee, renders satisfactory service as a lacrosse official. A Junior member is a member that is 19 years of age or less, has not yet graduated

High School and/or received his GED. A Junior member shall only be qualified to officiate games at the youth level. A Junior member shall not have voting rights.

2.03 Maintaining Membership.

(a) All members, other than Lifetime and Honorary Lifetime members, shall attend the requisite number of regularly scheduled general meetings as established by the Executive Committee. A member who, without good cause, fails to attend the required number of meetings shall automatically become a Suspended member. The Executive Committee shall be the sole determiner to decide whether good cause exists for the member's absence. If the Executive Committee finds the reasons for absence unsatisfactory, it may recommend expulsion of the member as provided in Paragraph 4.04 of these Bylaws.

(b) All members shall refrain from direct or indirect solicitation of lacrosse assignments. Members are prohibited from representing themselves, or allowing themselves to be represented, as an agent authorized to secure assignments for others. Members shall refuse any request to accept assignment from any person acting as an agent unless such request is approved by the Executive Committee.

(c) Any member who receives a request to officiate any lacrosse game or scrimmage which is deemed by the Executive Committee to be within the purview of the CTLOA from a coach, school official, or other person shall immediately refer such request to the Executive Secretary.

(d) All members shall pay all dues, assessments, and fines, as may be required to be submitted to the Treasurer. All dues and assessments must be paid to the Treasurer no later than the date annually determined by the Executive Committee. Unless otherwise established, all fines must be paid to the Treasurer no later than 14 days after the date on which written notice of said charges is provided to the member, and all game reports must be submitted to the Executive Secretary no later than 14 days after the date on which written notice is provided to the member.

Written notice may be provided by the posting of such notice in a prominent place during any general or special meetings of the CTLOA or by any general circular, memorandum, or other writing distributed to members at any general or special meeting of the CTLOA, or electronically via website, e-mail or other appropriate manner. In the event notice is provided by mail, the date on which notices are "mailed" or reports are "submitted" shall be deemed to be the date of postmark. If posted electronically, the date on which notices are "mailed" or reports are "submitted" shall be deemed to be the date of electronic posting, and shall be annotated specifically on the posting. Charges shall be deemed to be "paid" on the date on which they are personally delivered to the Treasurer or, if mailed, on the date of postmark.

A member who fails to comply with these requirements shall be subject to the enforcement provisions set forth in the policies of the CTLOA as adopted pursuant to Paragraph 4.02 of the Bylaws.

(e) All members shall comply with the Bylaws and policies of the CTLOA. Members who fail to comply shall be subject to appropriate disciplinary action, to be determined by the Executive Committee.

ARTICLE III – KEY PERSONNEL AND THEIR DUTIES

[3.01] Officers. The officers of the CTLOA shall be the President, Executive Secretary/~~Assigner~~, and Treasurer. All officers shall be active members in good standing and may be either working or non-working officials. The High School Assigner and Youth Assigner are also elected positions, but are not officers of the CTLOA.

3.01[3.02] Duties of the President.

- (a) The President shall preside at all meetings of the CTLOA.
- (b) The President shall be responsible for any negotiations on behalf of the CTLOA.
- (c) The President shall be Chairman of the Executive Committee and shall preside at the meetings of this Committee.
- (d) The President shall be responsible for the preparation of meeting agendas for the meetings of the CTLOA and the Executive Committee.
- (e) The President shall establish a committee of at least two active officials that will provide advocacy for the CTLOA members. These advocate representatives will be selected by the President to be representative of membership.
- (f) The President upon completion of his term, resignation, or removal, may opt to serve as the Immediate Past President. The Immediate Past President is not a member of the Executive Committee and is a non-voting position.

[3.03] Duties of the Executive Secretary/~~Assigner~~.

(a) The Executive Secretary/~~Assigner~~ shall:

(1) Cause to be kept the minutes of each CTLOA general membership and Executive Committee meetings. The minutes of each said CTLOA and Executive Committee meetings shall be available for review on the CTLOA website or a similar readily accessible electronic means, transmission of such minutes by email to the Active members satisfies this requirement.

(2) Cause to be maintained an accurate roster of the current membership. An official assignment list shall be composed from the membership list and shall consist of Active members only.

(3) Cause to be maintained attendance records.

(4) Cause to be maintained election records.

(5) Cause to be maintained copies of the current Bylaws and any CTLOA Policies that may be passed or created and shall make such Bylaws and Policies available to all members.

(6) Receive all complaints from game reports and/or game coaches to check for initial evaluation and/or validity and follow up with coaches and/or Executive Committee and affected official(s). If deemed valid, complaints should be directed to CTLOA trainer(s) to improve individual/crew performance.

(7) Consolidation of the official's after-game reports, the evaluators' game report, and the coaches' game evaluations and share with the executive committee, as appropriate.

~~[(6) Carry out the duties of the Assigner as delegated by the Executive Committee relating to the assignment of games for competition at the High School and adult levels of play, which includes, but is not limited to:~~

~~[(a) Receive all requests for Officials and keep the Executive Committee apprised of the requests and correspondence. Any official may review his individual file.~~

~~[(b) Consolidation of the game reports, the evaluators' game reports and the coaches' game evaluations;~~

~~[(c) Recommendation of game assignment status for all members.~~

~~The Assigner will be paid a fee as approved by the Executive Committee~~

3.02[3.04] **Duties of the Treasurer.**

(a) The Treasurer shall:

(1) Collect all dues, assessments, fines or other monies to be paid to the CTLOA;

(2) Maintain all necessary financial records; and

(3) Present to the Executive Committee a yearly financial statement for the fiscal year, which shall begin January 1 and end December 31. After the Executive Committee has accepted the financial statement, the information shall be presented to each member present at the first scheduled meeting and made available to any member in good standing who requests the information. A financial statement shall be presented to the Executive Committee at the first executive meeting of the new fiscal year.

3.03[3.05] **Duties of the High School Assigner**

(1) Carry out the duties of the Assigner as delegated by the Executive Committee relating to the assignment of games for competition at the High School and adult level of play, which includes but is not limited to:

(a) Receive all requests for Officials and keep the Executive Committee apprised of the requests and correspondence. Any official may review his individual file.

(b) Consolidation of the game reports, the evaluator's game reports and coaches' game evaluations;

(c)[(a)] Recommendation of game assignment status for all members; and

(d) The Assigner will be paid a fee as approved by the Executive Committee.

3.06 **Duties of the Youth Assigner**

(1) The Youth Assigner shall carry out the duties of the Youth Assigner as delegated by the Executive Committee relating to the assignment of games for competition at the youth level levels of play, which includes, but is not limited to:

- (a) Receive all requests for Officials and keep the Executive Committee apprised of the requests and correspondence. Any official may review his individual file.
- (b) Consolidation of the game reports, the evaluators' game reports and the coaches' game evaluations;
- (c) Recommendation of game assignment status for all members.
- (d) The Assigner will be paid a fee as approved by the Executive Committee.

ARTICLE IV – EXECUTIVE COMMITTEE

4.01 Composition of the Executive Committee. The Executive Committee shall consist of the President, Executive Secretary, and Treasurer. Each member of the Executive Committee shall have one vote on matters brought before the Committee.

4.02 Powers & Duties of the Executive Committee.

- (a) Manage and conduct the affairs of the CTLOA, including but not limited to:
 - (1) Financial & Business Operations;
 - (2) Policies & procedures of the CTLOA;
 - (3) Education & Training
 - (4) Membership Meetings
 - (5) Election of officers;

- (6) Appointment of Committees;
- (7) Assignment of games for all leagues and tournaments at all age levels in the Central Texas area;
- (8) With the assistance of two Members at Large other than the High School Assigner and Youth Assigner, the CTLOA Board (not including the Assigners) will conduct midseason (i.e, Spring Break) and post-season audits of rankings and assignments consisting at a minimum of (i) the tallying of the count of officials at each ranking and (ii) the tallying and comparing of assignments for officials at each ranking level and the number of games in each division (Class A, Class B, Class C, Class D, JV, and Youth) assigned to members at comparable levels. The auditing committee will use the results of this audit to ensure individuals are being assigned an equitable number of games. A summary of the audit results will be made available to an Active Member in good standing upon request. The summary report provided will not include identifying information of the officials at each ranking level;
- (9) Provide guidelines, transparency, and an individual report to each members on input used to assign rankings including, but not limited to: official observation reports, fellow official's reports, years of service to the chapter and yearly game counts, Board evaluations, training levels, attendance at chapter and training functions, and other relevant information, and establish training programs to encourage advancement of the high school officials;
- ~~[(10)]~~ Appointment of Assigners to ~~summer & fall balloff-season~~ (not THSLL or CTYLA) leagues and tournaments with comparable division of responsibilities amongst all elected assigners;
- ~~(10)~~[(11)] Recommendation of High School Playoff Officials;
- ~~(11)~~[(12)] Coordination for the payment of officials for services;
- ~~(12)~~[(13)] Authorization & coordination for the payment of all assigner fees, and the reimbursement of reasonable expenses incurred by CTLOA members in the furtherance of CTLOA affairs; and
- ~~(13)~~[(14)] Enforcement of CTLOA rules, policies & procedures

(b) The Executive Committee shall make recommendations to the CTLOA in regard to:

(1) CTLOA policies for the coming season, which includes but is not limited to policies concerning requirements for education, training, uniforms and appearance. If the Executive Committee creates policies for any upcoming season, these shall be submitted to the CTLOA no later than the second meeting for Chapter consideration, unless circumstances arise later in the season that the Executive Committee determines cause a required modification, and voted upon within two weeks of the date submitted for Chapter consideration including;

- The default uniform for off-season (not regular high school) events shall be the tournament shirts designated by the chapter barring inclement weather.

(2) Review of financial information, to include financial reports submitted by the Treasurer; and

(3) Other areas deemed appropriate by the Executive Committee.

(c) The Executive Committee shall have the authority to delegate its powers and duties to other members of the CTLOA.

4.03 **Suspension.** The Executive Committee may suspend any member who

- (a) Fails to attend the required number of meetings and who has an inadequate excuse for failing to attend; or
- (b) Fails to cooperate with the Executive Committee in Its investigation of any matter; or
- (c) Acts in any way deemed incompatible with good lacrosse officiating or with the Central Texas Chapter Bylaws or policies, or for such other reasons it deems in the best interest of the Central Texas Chapter.

4.04 Expulsion.

- (a) The Executive Committee may recommend expulsion of any member for any of the instances contained in Paragraph 4.03, or for such other reasons it deems in the best interest of the Central Texas Chapter.
- (b) If the Executive Committee recommends expulsion of any member:
 - (1) The member shall be notified by certified mail, return receipt requested, of the charges. The member shall be requested to appear at a designated meeting of the CTLOA, at which time the charges shall be read, the recommendation of the Executive Committee shall be made, the member shall be given an opportunity to be heard, and the vote of the CTLOA shall be taken.
 - (2) The vote shall be taken at the meeting during which the charges and recommendations are made. A majority of the votes cast by the Active members present is required to expel a member. The vote shall be by secret ballot.

4.05 Satisfactory Service. The Executive Committee shall confer with any member who, in its judgment, is not rendering satisfactory service as a game official or as a member of the CTLOA. If the Executive Committee is considering either not assigning games to such individual or downgrading the schedule of such individual, it shall explain the facts surrounding such decision to the individual involved.

**ARTICLE V – ELECTION OF KEY PERSONNEL,
OFFICERS AND EXECUTIVE COMMITTEE MEMBERS**

5.01 Nominating and Voting.

- (a) The officers of the CTLOA and the High School Assigner, and the Youth Assigner shall be elected.
- (b) The election of all officers and Youth Assigner shall be by secret ballot. Only members in good standing are eligible to vote in the election.
- (c) Nominations for any elected positions shall be made at the last regular meeting (Nominations Meeting) of the year, or by any other means made available by the Executive Committee, and within the timeframe determined by the Executive Committee. At the Nominations Meeting, the floor shall be opened for nominations for elected positions as follows:
 - (1) Nominations for elected positions can be made by any member in good standing.

- (d) All nominations, other than those made orally at the Nominations Meeting, shall be filed with the Executive Secretary/Assigner, or such person as he or she may designate, in a time and manner approved by the Executive Committee. .

5.02 Order of Election. Officers of the CTLOA and the Youth Assigner shall be elected for three-year terms on the following schedule:

- Youth Assigner (i.e. ~~2019, 2022,~~ 2025, ~~2028, 2031~~)
- High School Assigner (i.e. ~~2025, 2028, 2031~~)
- Secretary/~~Assigner~~ (i.e. ~~2019, 2022,~~ 2025, ~~2028, 2031~~)
- Treasurer (i.e. ~~2020, 2023,~~ 2026, ~~2029, 2032~~)
- President (i.e. ~~2021, 2024,~~ 2027, ~~2030, 2033~~)

5.03 Terms of Office.

~~[(a)]~~ The terms of office for the officers and ~~Youth Assigner~~ positions of the CTLOA shall be three years. The officers and ~~Youth Assigners of the CTLOA~~ may serve an unlimited number of consecutive terms. An officer of the CTLOA ~~shall not may also~~ hold the position of ~~Youth-High School or Youth~~ Assigner, concurrently.

~~(a)[(b)]~~ The officers and Youth Assigner shall take office on July 1 of the year of their election.

5.04 Disqualification from Holding Office. Officers and the Youth Assigner must continue to be members in good standing throughout their term of office. An officer not in good standing, or who is deemed by the majority of the Executive Committee to have failed to fulfill his or her responsibilities, may be disqualified from serving by majority vote of the Active Members of the CTLOA. A vacancy shall then be declared, which shall be filled in accordance with Paragraph 5.06 of these Bylaws.

5.05 Vacancy in Office.

~~[(a)]~~ An Officer of the CTLOA or ~~Youth~~ Assigner may resign by delivering a written notice thereof to the CTLOA. Such resignation shall be effective immediately when such notice is delivered, unless a future effective date is specified in the notice.

~~(a)[(b)]~~ In the event of a vacancy in the office of President or Treasurer, the Executive Secretary shall make an interim appointment, except as otherwise provided. The officer(s) so appointed shall serve until the vacancy is filled as provided in Paragraph 5.06 of the Bylaws.

~~(b)[(c)]~~ In the event of a vacancy in the office of the Executive Secretary, the President shall make an interim appointment, except as otherwise provided. The officer so appointed shall serve until the vacancy is filled as provided in Paragraph 5.06 of the Bylaws.

~~[(d)]~~ In the event of a vacancy in the office of ~~the Youth Assigner~~ either Assigner position, then the Executive committee shall make an interim appointment, except as otherwise provided. The person so appointed shall serve until the vacancy is filled as provided in Paragraph 5.06 of the Bylaws.

~~(c)[(e)]~~ When an officer accepts nomination for an office other than the office in which that individual currently serves, the nominated individual shall be deemed to have resigned his current office, and the

nominee's current office shall be deemed vacant.

5.06 Filling a Vacancy in an Office and Non-Central Texas Chapter Elections

(a) A vacancy occurring in any elected position shall be filled by general election. All members shall be notified of the proposed election at least seven calendar days prior to the time of which the election shall be held. The position will cover only the remainder of term remaining for the vacant elected position being filled.

5.07 Recall. Any Officer of the CTLOA is subject to recall upon a two-thirds vote of the membership.

5.08 Absentee Voting. Absentee votes shall be permitted in elections for officers and members of the Executive Committee, and other such matters deemed appropriate by the Executive Committee. Absentee votes shall be taken in a time and manner approved by the Executive Committee and set forth in the policies adopted by the members of the Central Texas Chapter.

ARTICLE VI -MEETINGS

6.01 Time and Place of Meetings.

(a) The length, time, place, and dates of all regular meetings and called meetings shall be determined by the Executive Committee.

(b) A regular meeting shall be defined as any scheduled general meeting.

(c) A called meeting is defined as a special meeting, not regularly scheduled, wherein all Active members are notified by mail, email, or other electronic means, and such notification is postmarked, transmitted or sent at least seven calendar days prior to the meeting. A called meeting may be convened by the President or by any two members of the Executive Committee.

6.02 **Annual Business Meeting.** The annual business meeting shall be held during the last scheduled meeting of the CTLOA lacrosse season.

6.03 **Guests.** All guests of members of the CTLOA, coaches, and other school officials shall have a standing invitation to attend any regular meeting unless the Executive Committee decides otherwise.

6.04 **Quorum.** A majority of the Active membership shall constitute a quorum, without which no formal action may be taken, which can be established by in-person, electronic or telephonic attendance, email and/or absentee voting.

6.05 **Voting.** Voting can be made in person at chapter meetings or via electronic or telephonic means, within deadlines set by the Executive Committee.

ARTICLE VII -FINANCE

7.01 Dues and Assessments.

(a) Each Active member shall pay annual dues to the CTLOA in the amount to be determined by the Executive Committee.

(b) Active members of the CTLOA shall pay an annual assessment, the amount of which to be determined by the Executive Committee. Assessments and dues are payable to the Treasurer as specified in Paragraph 2.03(d) of these Bylaws.

ARTICLE VIII – RULES OF ORDER

8.01 Roberts Rules of Order.

(a) All regular and called meetings of the CTLOA and of the Executive Committee shall be conducted in accordance with Robert's Rules of Order, newly revised, unless suspended by majority vote of the eligible voting membership.

(b) A Parliamentarian, appointed by the Executive Committee, shall rule on all procedural matters.

ARTICLE IX – AMENDMENT OF THE BYLAWS

9.01 Process for Amendments. These Bylaws may be amended by a two-thirds majority of the votes cast, provided a quorum votes and that a copy of the proposed amendment(s) has(have) been submitted or made available to each Active member at least fourteen (14) calendar days prior to the vote being taken.

ARTICLE X – DISSOLUTION

10.01 Process for Dissolution. This corporation may dissolve by a vote of two thirds of the Active Members voting when such vote has been given fourteen days’ notice and a quorum is present.

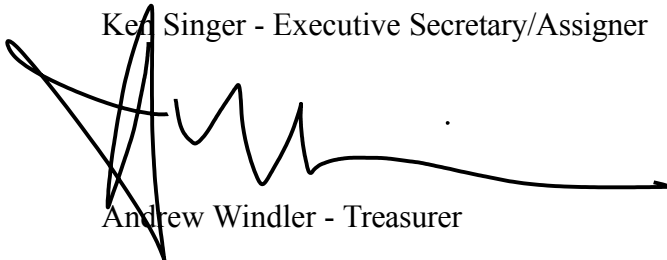
10.02 Assets at time of Dissolution. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Bruce Clark

Bruce Clark - President

Kenneth R Singer

Kenneth R Singer - Executive Secretary/Assigner

A handwritten signature in black ink, appearing to read 'Andrew Windler', with a long horizontal stroke extending to the right.

Andrew Windler - Treasurer