

The Amended and Restated BY-LAWS OF Pope Junior Greyhound Lacrosse, Inc.

ARTICLE I, NAME; PURPOSE OF BYLAWS

(a) The name of this nonprofit corporation shall be Pope Junior Greyhound Lacrosse Inc., hereinafter referred to as the "Organization". This Organization is formed as a service club without contemplation of pecuniary gain of profit.

(b) These bylaws constitute the code of rules for the regulation and management of the Organization, as authorized by its Articles of Incorporation filed with the Secretary of State of Georgia. As used in these bylaws, the Georgia Nonprofit Corporation Code (or a section codified in Chapter 3 of Title 14 of the Official Code of Georgia Annotated) is referred to as the "Code". These bylaws are adopted in order to fulfill the objectives of the Organization as stated in the Articles of Incorporation and § 301 of the Code, and to exercise the powers conferred upon the Organization under § 302 of the Code.

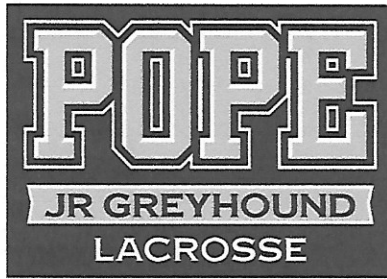
ARTICLE II, COMPOSITION OF ORGANIZATION

The Organization is composed of an Executive Board as detailed in Article V comprised of individuals who reside in Cobb County within the Pope High School District, or who are otherwise in compliance with one or more of the exceptions set forth in the Bylaws of US Lacrosse, Inc., the Newtown Recreation organization and the Georgia Middle School Athletic Association (GMSAA).

ARTICLE III, ORGANIZATION PURPOSE

(a) The Organization is organized exclusively to carry on charitable and educational services, and to conduct related activities which qualify the Organization for exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and to expend or apply the assets of the Organization for such purposes.

(b) The Organization aspires to foster and promote interest in the area of lacrosse activities. The Organization supports youth lacrosse teams with athletes ranging from five to fifteen years old, and who reside in and around the Pope High School District. As a state registered, non-



profit recreational youth sports program, the Organization operates independent of any sports clubs, high schools, or any other like kind affiliations. The Organization's primary objective is to deliver, at the end of each season, a group of players well-schooled in the fundamentals of lacrosse and able to compete at the next level.

The purpose of the Organization is:

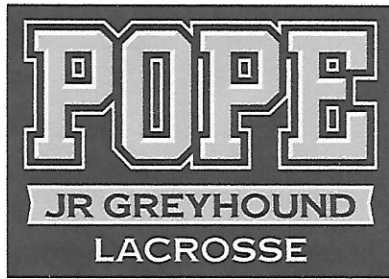
1. To promote the development and growth of the sport of lacrosse through the formation of a youth lacrosse program comprised of active youth lacrosse teams and the participation of those teams in lacrosse leagues and affiliation of such youth lacrosse teams with U.S. Lacrosse, Inc.;
2. To promote and develop through the operation of a youth lacrosse program knowledge of the rules and skills of lacrosse;
3. To promote and develop through participation in youth lacrosse the qualities of sportsmanship, teamwork and respect for coaches, officials and players;
4. To develop, promote and provide opportunities for coaches to receive training on the rules and skills of lacrosse and the skills necessary to enable coaches to serve as positive role models for boys and girls participating in the sport of lacrosse, with an emphasis on the positive qualities of sportsmanship, teamwork and the building of character;
5. To ENCOURAGE coaches to play as many players in the games as possible, and to REQUIRE all players to be actively involved in practice; and
6. In general, to do all things as may be appropriate to promote and accomplish any of the foregoing purposes.

ARTICLE IV, PARTICIPATION AND ELIGIBILITY

(a) In order to participate in the Organization, a youth player must be registered with the Organization, and pay all required fees.

(b) Open registration will be conducted prior to the start of the lacrosse season. The following conditions will be met:

- Participation is open to all regardless of race, gender, gender identity, ethnic background, sexual orientation or religion.
- Players and coaches must register with and join the US Lacrosse, Inc. organization, as well as pay for all costs associated with playing on the team. Should a player not have the financial resources to participate, that player's guardian may petition the Executive Board about scholarship opportunities and/or payment plans.



(c) The Organization requires a formal registration of all players to include, but not limited to:

- Full Name
- US Lacrosse ID
- Address
- Grade
- DOB with valid Birth Certificate
- Parental/Guardian information

(d) Players and coaches must agree to play by the US Lacrosse standards of good sportsmanship. Player's parents/guardians must agree to sign a release of liability releasing the Organization from any liability for injuries suffered by players or spectators in the course of competition, at practices, while attending functions of the Organization or during travel to or from such events.

(e) Each head coach and assistant coach is required to obtain a Coach US Lacrosse membership, at the cost of the Organization. Included in such Coach US Lacrosse membership is a background check. All those on the Executive Board, and any other persons who work on the field with the players, may be required to obtain a criminal background check and provide appropriate documentation as required by the Executive Board.

ARTICLE V, EXECUTIVE BOARD

Section 1, NUMBER AND TERM OF OFFICE:

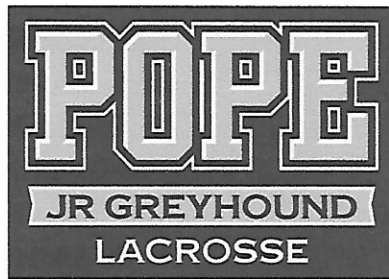
The affairs of the Organization shall be controlled and administered by an Executive Board, which shall be composed of not less than one (1) nor more than nine (9) voting members and no more than two (2) non-voting members. The Organization's fiscal year runs from June 1st to May 31st. Voting Executive Board members shall hold office for a term of two fiscal years, but may resign this appointment at any time, and may be removed by a majority vote of the Executive Board whenever, in the Executive Board's sole judgment, the best interest of the Organization will be served by such removal.

Section 2, COMPOSITION:

The Executive Board shall be composed of the following members:

Voting Executive Board Members:

1. President
2. Vice President



3. Secretary
4. Treasurer
5. Boys' Commissioner
6. Girls' Commissioner
7. Communications Director
8. Fields Director
9. Fields Coordinator

Non-Voting Board Members:

1. Past President
2. Spirit Wear

Section 3, OFFICERS:

1. QUALIFICATIONS:

The Chairperson of the Executive Board shall be the President of the Organization. Two or more offices may be held by the same person except that one (1) person shall not simultaneously hold the offices of President and Vice President, or the offices of President and Secretary. The officers shall be elected by the voting members of the Executive Board and each officer shall hold office for the term to which he/she is elected, and until his/her successor has been elected or appointed and has qualified, or until his earlier resignation, removal from office, death or incapacity to serve.

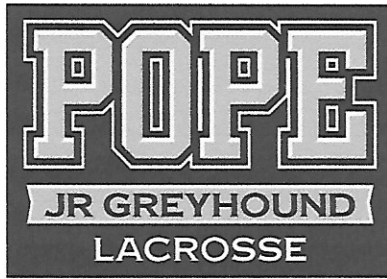
2. SELECTION:

At the end of any officer's Term, new officers shall be selected by a majority vote of the voting members of the Executive Board. Two months prior to the expiration of officers' terms, the vacancies will be communicated to the public to solicit applications to fill the to-be vacated positions. In the event that an existing officer assumes a new role, that vacancy will be filled as set forth in Section 11 below.

3. PRESIDENT:

Unless otherwise specified by the Executive Board, the President shall be the chief executive officer of the Organization and shall have responsibility for the general supervision of the business affairs of the Organization. The President shall preside at all meetings of the Executive Board and discharge the duties of presiding officer.

No Executive Board member shall serve more than one consecutive term as President nor shall an Executive Board member serve more than two cumulative terms as President.



4. VICE PRESIDENT:

In the absence or disability of the President, the Vice President, elected by the Executive Board, shall perform the duties and exercise the powers of the President. The Vice President shall also serve as the primary representative of the Organization for other committees and Executive Board. The Vice President shall perform such other duties and have other powers as the President and the Executive Board may from time to time prescribe.

5. SECRETARY:

The Secretary shall keep the minutes of all meetings of the Executive Board. The Secretary shall have charge of the minute books and seal of the Organization. The Secretary shall perform such other duties and have such other powers as may from time to time be delegated to him/her by the President of the Executive Board. The Secretary shall make available to the Executive Board copies of the minutes from meetings prior to the next meeting. The Secretary shall post a copy of the Bylaws to the Organization's website.

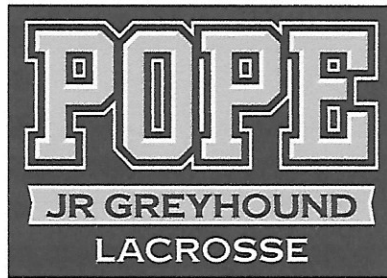
6. TREASURER:

The Treasurer shall have custody of all funds, securities, fiscal records and other tangible assets of the Organization. The Treasurer shall collect or cause to have collected the revenues of the Organization and pay its bills as authorized by the Executive Board. The Treasurer shall provide and maintain full and complete records of all the assets and liabilities of the Organization. The Treasurer shall timely report such information, as needed for tax returns as local, state and federal agencies may require.

No Executive Board member shall serve more than one consecutive term as Treasurer nor shall an Executive Board member serve more than two cumulative terms as Treasurer.

7. BOYS AND GIRLS COMMISSIONERS:

The Boys and Girls Commissioners shall be responsible for the organization of their respective programs to include: coordinating field times and availability, ensuring that teams are appropriately staffed with qualified coaches, and ensuring that programs have appropriate uniforms and equipment. Additionally, the commissioners will represent the needs of the program to the Executive Board. The Boys and Girls Commissioners shall be charged with the general management of the purchase, maintenance, storage and safekeeping of the sports equipment of the Organization. The Commissioners shall be the advisors to the Executive Board on the general condition and safety of the equipment of the Organization, shall solicit bids for purchase and repair and refurbishment of existing equipment and shall present such findings and recommendations to the Executive Board.



8. COMMUNICATIONS DIRECTOR:

The Communications Director shall be responsible for ensuring that all communications regarding the Organization are appropriately communicated to the public using appropriate channels, including but not limited to email, the Organization's website, Facebook, Instagram and Twitter.

9. FIELDS DIRECTOR:

The Fields Director shall be responsible for the maintenance of fields throughout the year. This includes the scheduling or performing of activities such as mowing, field lining, cleanup and other necessary activities. Additionally, the Fields Director shall bring to the Executive Board and oversee large scale projects such as field re-sodding. Further, the Fields Director will be responsible for acquisition and maintenance of the equipment necessary to maintain the fields.

10. FIELDS COORDINATOR:

The Fields Coordinator will be responsible for scheduling fields for all practices and games for all teams that are part of the Organization. Additionally, the Fields Coordinator will act as the liaison to our Partner in Education schools and is responsible for scheduling activities with the schools, such as clean-up days.

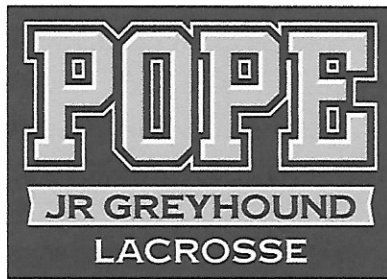
11. VACANCIES:

When a vacancy occurs in one (1) of the Executive Board offices by death, resignation, or otherwise, such vacancy may be filled by the Executive Board. The officer selected to fill a vacancy shall hold office for the remainder of the term of the officer vacating such office, or until his/her successor has been elected and has qualified, or until his/her earlier resignation or removal. In the event that the Executive Board meets to vote on the removal of an Executive Board member, such member may only attend such meeting for the express purpose of objecting to the transaction of business on such date based on an assertion that the meeting has not been properly called or requirements of these bylaws have not been met in connection with such meeting. In such an event, the meeting will not take place on such date and will be re-called in compliance with these bylaws.

Section 4, CONFLICTS OF INTEREST:

The provisions of Part 6 of Article 8 of the Code, relating to rules governing the procedures to be applied where a member of the Executive Board has a conflicting interest in a transaction involving the Organization, is adopted by the Organization by this reference as a bylaw of the Organization.

ARTICLE VI, GOVERNMENT



Section 1, QUORUM:

At meetings of the Executive Board, a majority of the voting members in office shall be necessary to constitute a quorum for the transaction of business, provided that the number for a quorum shall not be less than (4). If a quorum is present, the act of a majority of the voting members in attendance shall be the acts of the Executive Board.

Section 2, ABSENCE OF QUORUM:

The absence of quorum shall not prevent the conduct of the business of the Organization and provision is hereby made for the ratification of any action taken at the next regular meeting when a quorum is present.

Section 3, ACTION BY CONSENT:

Any action required or permitted to be taken at a meeting of the Executive Board may be taken without a meeting if written consent, setting forth the action so taken, shall be signed by all Executive Board voting members, and filed with the minutes of the proceedings of the Executive Board. Such consent shall have the same force and effect as a unanimous vote.

Section 4, VOTING:

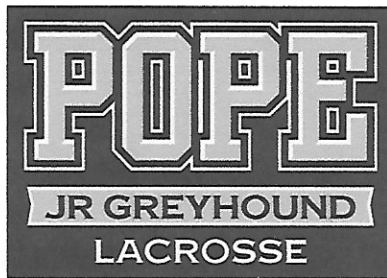
Every question which shall come before a meeting of the Executive Board or a committee shall be decided by a majority.

ARTICLE VII, CHANGES AND AMENDMENTS TO BYLAWS OR ARTICLES OF INCORPORATION

(a) A copy of the Organization's bylaws, as may be amended from time to time, shall be made available on the Organization's website. A proposed change or amendment to these bylaws or repeal of any Bylaw, in whole or in part, may be proposed by any Executive Board member, provided that such proposal is made in writing to the Secretary. Changes or amendments to these bylaws or repeal of the bylaws shall be approved only upon majority vote by the voting members of the Executive Board.

(b) A proposed change or amendment to the Articles of Incorporation of the Organization, in whole or in part, may be proposed by any Executive Board member, provided that such proposal is made in writing to the Secretary. Changes or amendments to the Articles of Incorporation of the Organization shall be approved only upon majority vote by the voting members of the Executive Board. Once adopted, no change is effective until it is filed with the Georgia Secretary of State as required by the Code.

ARTICLE VIII, FISCAL MATTERS



(a) The Executive Board controls all fiscal matters. The Organization's fiscal year shall be June 1 through May 31. Registration fees are set annually by the Executive Board, at a level consistent with an annual budget of expenditures and income, as well as other policies adopted by the Executive Board.

(b) The assets of the Organization will never inure to the benefit of any Executive Board member of the Organization, nor will any assets or properties be used for the personal benefit of any Executive Board member except in pursuit of the objectives stated in these bylaws.

(c) Executive Board members shall not receive compensation for their services as Executive Board members. Executive Board members may receive reimbursement for expenses previously approved by the Executive Board and which are associated with dues or fee requirements imposed by other organizations for which the Executive Board member has been elected or appointed to provide representation. If approved by a majority vote by the voting members of the Executive Board, an Executive Board member may serve the Organization in another capacity and receive compensation for the services rendered in that other capacity (examples are but are not limited to running a paid private or group lesson or providing equipment to the program – i.e. spirit wear).

(d) The Executive Board shall neither assume nor be liable for debts and/or financial responsibilities, either implied or incurred of any player, coach, manager, referee or other organization.

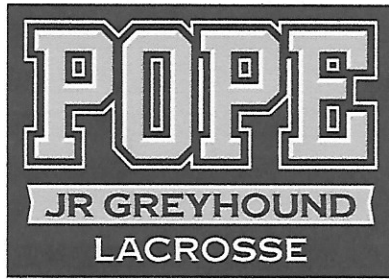
(e) Executive Board members, committee members and volunteers of the Organization shall not be liable for acts, defaults, neglects of any other office, Executive Board member, committee member or volunteer of the Organization, or losses sustained by the Organization unless the same has resulted from their own willful misconduct, willful neglect, or willful negligence.

ARTICLE IX, BOOKS AND RECORDS

The Organization shall keep correct and complete books and records or accounts and shall also keep minutes of the proceedings of the Executive Board and committees authorized by the Executive Board.

ARTICLE X, CODE OF CONDUCT

The Organization adheres to the US Lacrosse Code of Conduct Policy. Conflicts between the US Lacrosse Code of Conduct and these bylaws will be resolved at the President's sole discretion.



Section 1. PLAYER CONDUCT:

- (a) Players are expected to adhere strictly to this Organization's conduct policies and these bylaws.
- (b) Players are expected to attend team practices and games regularly.
- (c) Players are expected to conduct themselves in such a way as to facilitate their learning.

Section 2. COACH AND NON-PLAYER CONDUCT:

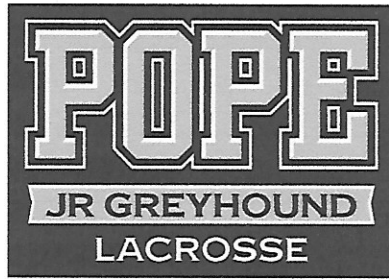
(a) A coach's conduct on and off the field is expected to reflect a reasonable expectation of good sportsmanship. Coaches who receive personal, technical or misconduct penalties from referees, or who are otherwise subject to discipline, suspension or reprimand may be required to present themselves to the Executive Board to explain their conduct to the Executive Board, the Commissioner, and/or the President. The Executive Board retains the right to expel a coach at any time, including before, during or after the season.

(b) All head coaches are required to obtain and maintain current (i) the online portion of US Lacrosse's Level I certification; and (ii) automated external defibrillator (AED) training. Head coaches are also encouraged to complete the in-person portion of US Lacrosse's Level I certification as soon as practicable, as well as completing any other certifications provided by US Lacrosse (Level II, etc.) and Positive Coaching Alliance ("PCA"). All coaches are also encouraged to obtain and maintain appropriate first aid and CPR certification. The fees incurred by coaches in obtaining/maintaining the certifications/training set forth in this Subsection 2(b) shall be reimbursed by the Organization pursuant to its reimbursement policies.

Section 3. DISCIPLINARY ACTION:

(a) Conduct which is detrimental to the health or safety of any person associated with Organization activity will be subject to disciplinary action, up to and including dismissal from participation in the Organization. The Executive Board has the right and the authority to suspend, ban, expel or otherwise discipline any player, person or coach or other participant for any reason, including, without limitation, as a result of:

1. Violation of these Bylaws or the US Lacrosse Code of Conduct;
2. Failure to adhere to or apply a decision of the Executive Board, a policy of the Organization, or a rule or order of an appropriate officer, or insubordination;
3. Conduct which interrupts or impedes practices, games, or other Organization events;



4. Any act or omission which is inconsistent with the principles and standards of good sportsmanship, reasonable behavior, and/or fair play; or

5. Poor sportsmanship, which may include, without limitation, any of the following: (a) arguing with coaches, officials, teammates, opponents or spectators; (b) using threatening or profane language; (c) baiting or taunting coaches, officials, teammates, opponents or spectators; (d) unsafe play or uncontrolled behavior in the bench area.

(b) Dismissal from the Organization shall require the majority vote of the Executive Board. Prior to such vote, the individual in question shall be offered an opportunity to appear before the Executive Board to explain why such action should not be taken.

(c) The President, Vice President, Boys' Commissioner or Girls' Commissioner shall each have the authority to suspend any Organization player, coach, or other participant, and/or to direct the removal of any such individual, or any other individual, from any facility used by, or event of, the Organization, at any time in an emergency and pending other disciplinary proceedings. Any individual directed to vacate or remove himself or herself from any such event or facility shall do so immediately, recognizing the impact of conflict, argument, or similar confrontation on the players and the Organization's reputation.

ARTICLE XI, RISK MANAGEMENT

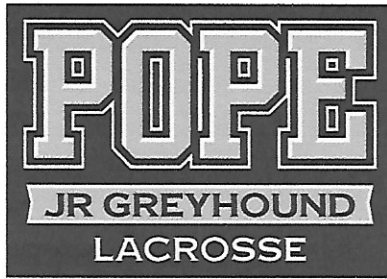
The Organization recognizes the value and need to manage its risk and liabilities by being protected by a comprehensive program of insurance. The Executive Board will regularly and periodically review its risk management practices, will maintain appropriate insurance coverage for players and coaches through affiliation with appropriate insurers or otherwise, and will obtain and maintain appropriate directors' and officers' liability coverage for officers, Executive Board members, employees, and other parties, as appropriate in the discretion of the Executive Board. The Executive Board will determine policies for indemnification of officers, Executive Board members, coaches, participants and other appropriate parties on a case by case basis, applied in good faith.

ARTICLE XII, ADDITIONAL POLICIES AND PROCEDURES

Additional policies and procedures may be established by majority vote of the Executive Board. Any relevant policies will be published on the Organization's website.

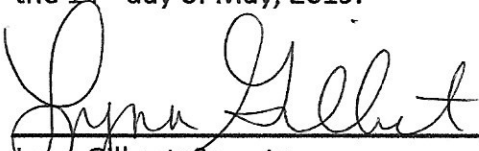
ARTICLE XIII, DISSOLUTION

This Organization is a non-profit corporation incorporated pursuant to the laws of the State of Georgia regulating the formation and organization of corporations without capital stock. If at



any time the Organization shall be dissolved, no part of the funds or property shall be distributed to or among its Executive Board members. In the event of dissolution of the Organization, all assets and property remaining after meeting the obligations of the Organization will be donated to its successor/local programs to foster and continue youth lacrosse in the community. Upon the dissolution of the Organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue code, or 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.

The above bylaws of this Organization
were adopted by the Executive Board on
the 14th day of May, 2019.



Lynn Gilbert, Secretary