

NOCOWLAXF GOVERNING DOCUMENTS/CONFLICT OF INTEREST (revised 2/18/2023)
Northern Colorado Women's Lacrosse Foundation

Mission:

To create a community by growing and supporting women's lacrosse in northern Colorado for all women. The organization educates and develops young women to build future community leaders limited to as permitted under 501c3.

Vision:

Our goal is to help grow and develop young women through the sport of lacrosse.

We encourage and foster the growth of the sport and athletes from the lowest levels through college. By which we will grow the footprint of the sport in Northern Colorado.

We strive to make women's lacrosse in northern Colorado a thriving and sustainable sport. To achieve this we fundraise, create partnerships, donate equipment, and develop athletes.

What we Do:

Northern Colorado Women's Lacrosse Foundation offers financial aid to grow the sport of girls and women's lacrosse in Northern Colorado in the form of grants, clinics, equipment purchases, and other activities. Those receiving moneys must grow the game of lacrosse in Northern Colorado and must be a nonprofit organization with a 501(c)(3) designation, be an educational organization, or a municipality.

Board of Directors:

The Organization's Board of Directors are appointed for the initial term of 3 years as follows:

- Director: Larry Money
- Officer: Nathan Hawkins
- Treasurer: David Pizzi
- Officer: Aaron Harris

Upon dissolution of the organization all excess funds will be donated to another women's sports specific organization that is recognized as a non-profit organization or one or more qualifying organizations under section 501c3 voted on by the officers/director.

- The organization considers the position/functions of the initial Board of Directors as indispensable and involvement to the point of formation significant for the overall operation and conduct of the Organization going forward

- The qualifications/credibility of the Board of Directors are of fundamental importance to the Organization
- Members should be experienced in business, sports, coaching, education and/or finance to affect the credibility and effectiveness of the Organization
- Initial members of the Board of Directors should be those involved with the creation of the Organization

ARTICLE I: Initial Board of Directors

- 1.1 Generally, the job description and responsibilities of members of the Board of Directors are enshrined in the Articles of Incorporation and Bylaws of the Organization. This resolution supplements them.
- 1.2 Nothing prevents changes to the Board of Directors in accordance with the Articles of Incorporation and Bylaws of the Organization
- 1.3 They are considered as the representatives of the Corporation and play a pivotal role in decision-making processes and activities
- 1.4 As members of the Board, they are always required to be independent and impartial. The interests and welfare of the Corporation must be upheld in any and all their decisions.

ARTICLE II: Conflict of Interest

- 2.1 The members of the Board are required and mandated by this resolution to disclose any and all of its business and personal engagements that may tantamount to conflict of interest in the performance of their duties and responsibilities as a director

ARTICLE III: PERFORMANCE OF THEIR RESPONSIBILITIES

- 3.1 The undersigned board of directors has the right to delegate and assign some of its administrative tasks and duties to the specialized committees of the Corporation subject to the terms and conditions provided under the corporation's bylaws.
- 3.2 Nothing in this resolution authorizes any of the board of directors to delegate functions and responsibilities that are personal to them or attached to their office as provided under the corporation's bylaws
- 3.3 The undersigned parties are obliged to preserve the integrity of any and all material and confidential information that was shared and disclosed to them in the course of their respective term of office.

The undersigned Board of Directors hereby attest to the veracity of this resolution and manifest their full commitment to adhere and comply with its terms. Furthermore, we, the board of directors of Northern Colorado Women's Lacrosse Foundation consisting of 4 members, constituting a quorum, were present during the meeting held by telephone on February 18, 2023, 8:00 p.m. MST, duly approved the contents of this resolution and that no member objected to its conclusion.

- Director: Larry Money
- Officer: Nathan Hawkins
- Treasurer: David Pizzi
- Officer: Aaron Harris

Bylaws:

1. Committee/board will meet at least twice annually with a quorum of 50% total membership +1.
2. Votes must be a simple majority to pass.
3. Future bylaws may be amended and added with simple majority vote.
4. Board members may be added with simple majority vote.
5. All dispensing of funds over \$100 must be voted on by the board.
6. Reimbursement of operating costs does not require vote, but must be submitted to treasurer.