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## Bylaws of Fort St John Minor Lacrosse Association

Amended: July 2019

### PART 1 – DEFINITIONS AND INTERPRETATION

#### Definitions

**1.1** In these Bylaws:

“**Act**” means the *Societies Act* of British Columbia as amended from time to time;

“**Association**” refers to the Fort St John Minor Lacrosse Association;

“**AGM**” means Annual General Meeting

“**BCLA**” refers to the British Columbia Lacrosse Association;

“**Board**” means the directors of the Association;

“**Bylaws**” means these Bylaws as altered from time to time;

“**CLA**” refers to the Canadian Lacrosse Association;

“**GWN**” refers to the Great White North Minor Lacrosse Commission;

“**Ordinary resolution**” means a motion carries with a simple majority vote of the votes cast;

“**Society**” refers to the Fort St John Minor Lacrosse Association;

“**Special Resolution**” means a motion carries with an approval of least 2/3 of the votes cast;

#### Definitions in Act apply

**1.2** The definitions in the Act apply to these Bylaws.

#### Conflict with Act or regulations

**1.3** If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

## **PART 2 – AFFILIATION**

### **Governing body**

- 2.1.** The Association is a member of BCLA and shall maintain good standing in affiliation with BCLA and shall observe all bylaws, rules and regulations set forth by BCLA and in conjunction with CLA.

### **Commission**

- 2.2** The Association is a member of the Great White North Minor Lacrosse Commission and shall observe all by-laws, rules and regulations set forth by the GWN.

## **PART 3 – MEMBERSHIP**

### **Members**

- 3.1.** The following may be members of the Association, provided they have applied for registration, and paid fees for the current season:
- (a) Any parent or guardian of any player.
  - (b) Any person 18 years of age and older who is actively involved in the general work of the Association.

### **Player Registration**

- 3.2** Player registration shall be open to all persons wishing to play Lacrosse and who fulfill the requirements, as to the age, established by BCLA, providing the age division of such player exists within the Association.

### **Player Registration Fees**

- 3.3** Each player registered with the Association shall be assessed an annual registration fee, set by the Board, prior to the current season's registration period. This fee will include any assessments by the British Columbia Lacrosse Association.
- (a) The board shall have the discretionary power to waive or discount player registration fees.

## **Duties of the Members**

**3.4** Members must at all times:

- (a) uphold the constitution of the Society and must comply with these Bylaws.
- (b) abide by the rules, regulations and policies outlined in the Associations' Operating Policy Manual

## **Purpose without gain for its members**

**3.5** The purposes of the Association shall be carried out without purpose of gain for its members and any profits or other accretions to the Society shall be used for promoting its purposes

## **Members in Good Standing**

**3.6** All members are in good standing when all fees and debts owed to the Association are paid and up to date.

## **Members not in good standing**

**3.7** A member shall be considered not in good standing if

- (a) the member has failed to pay their current player registration fees or any other subscription or debt due and owing to the Association and will remain "not in good standing" so long as the debt remains unpaid.

## **Member not in good standing may not vote**

**3.8** A voting member who is not in good standing

- (a) may not vote at a general meeting, and
- (b) is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

## **Length of Membership**

**3.9** Membership commences at the time the player registrations are complete and accepted by the Association and a person shall cease to be a member of the Association by:

- (a) delivering their resignation in writing to the Secretary of the Association or by mailing or delivering it to the address of the Association;
- (b) expulsion;
- (c) the member ceases to be involved with or no longer has a player registered, with the Association

## **Suspension and Expulsion of Members**

**3.10** A Member may be suspended or expelled from the Association for one or more of the following reasons but not limited to: the Member

- (a) does not uphold the Constitution of the Society;
- (b) has failed to abide by the Bylaws or Operating Policies of the Association;
- (c) has disrupted meetings or activities of the Association;
- (d) has done or admitted to do anything that causes harm to the Association
- (e) has done or admitted to do anything that causes harm to another Member of the Association
- (f) is "not in good standing" for more than (2) consecutive months;

## **Procedure of Suspension or Expulsion of Members**

**3.11** The Board, by a majority vote of the Directors present at a meeting called for that purpose, may suspend a Member's membership for not more than (1) month, or expel the Member from the membership as outlined in section 3.10 and,

- (a) notice of the meeting is sent to all Directors at least (7) days before the said meeting
- (b) the notice of the meeting will state the reasons why the suspension or expulsion is being considered;

- (c) the Member will have an opportunity to appear before the Board to address the possible suspension or expulsion;
- (d) the Board may exclude the Member from its discussion of the matter, including the deciding vote;
- (e) the decision of the Board is final;
- (f) a suspended Member continues to be a Member of the Association but has no voting privileges;
- (g) an expelled Member's name is removed from the Register of Members. The Member is considered to have ceased being a Member on the date his/her name is removed from the Register of Members.

## **PART 4 –GENERAL MEETINGS OF MEMBERS**

### **Time and place of general meeting**

- 4.1** 1. General meetings will be held at the time and place determined by the Board.
2. Annual general meetings must be held once in each calendar year.

### **Notice of general meeting**

- 4.2** Notice of all general and annual meetings of the members will be sent not less than (7) days prior to the said meeting and will be sent via email to all the members:
- (a) currently registered with the Association and
  - (b) that have provided their email address to the Secretary of the Association.

### **Ordinary business at general meeting**

- 4.3** At a general meeting, the following business is ordinary business:
- (a) adoption of agenda;

- (b) consideration of any financial statements of the Society presented to the meeting;
- (c) consideration of the reports, if any, of the directors;
- (d) election or appointment of directors;
- (e) business arising out of a report of the directors not requiring the passing of a special resolution.

### **Notice of special business**

**4.4** A notice of a general meeting must state the nature of any business, other than ordinary business, to be transacted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

### **Conduct at general meetings**

**4.5** Conduct at general meetings will follow the most recent version of Robert's Rules of Order.

### **Chair of general meeting**

**4.6** The President shall chair all meetings of the Association. If the President is unable to preside as chair, the following individuals are entitled to chair the meeting:

- (a) the Vice-President, or
- (c) one of the other directors present at the meeting, if both the President and Vice-President are unable to preside as the chair.

### **Alternate chair of general meeting**

**4.7** If there is no individual entitled under these bylaws who is able to preside as the chair of a general meeting within 30 minutes from the time set for holding the meeting, the voting members who are present must elect an individual present at the meeting to preside as the chair provided a quorum exists.

## **Quorum required**

**4.8** Business, other than the election of the chair of the meeting and the adjournment or termination of the meeting, must not be transacted at a general meeting unless a quorum of voting members is present.

## **Quorum for general meetings**

**4.9** The quorum for the transaction of business at a general meeting is (3) voting members.

## **Lack of quorum at commencement of meeting**

**4.10** If, within 30 minutes from the time set for holding a general meeting, a quorum of voting members is not present,

- (a) in the case of a meeting convened on the requisition of members, the meeting is terminated, and
- (b) in any other case, the meeting stands adjourned to the same day in the next week, at the same time and place, and if, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the voting members who are present constitute a quorum for that meeting.

## **If quorum ceases to be present**

**4.11** If, at any time during a general meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.

## **Adjournments by chair**

**4.12** The chair of a general meeting may, or, if so directed by the voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be transacted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

### **Notice of continuation of adjourned general meeting**

**4.13** It is not necessary to give notice of a continuation of an adjourned general meeting or of the business to be transacted at a continuation of an adjourned general meeting except that, when a general meeting is adjourned for 30 days or more, notice of the continuation of the adjourned meeting must be given.

### **Order of business at general meeting**

**4.14** The order of business at a general meeting is as follows:

- (a) determine that there is a quorum;
- (b) approve the agenda;
- (c) approve the minutes from the last general meeting;
- (d) deal with unfinished business from the last general meeting;
- (e) if the meeting is an annual general meeting,
  - (i) receive directors reports on the general nature of the past season and any activities or decisions since the last AGM
  - (ii) receive the treasures' report on the financial statements of the Association for the previous financial year
  - (iii) elect or appoint directors
- (f) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;
- (g) terminate the meeting.

### **Voting**

**4.15** At all general meetings of the Association:

- (a) every member present and in good standing is entitled to one vote with the exception of a suspended member as outlined in section 3.11 (f);
- (b) the chair of any meeting will only vote in the event of a tie unless otherwise stated in these bylaws;
- (c) voting will be by a show of hands, except that if, before such a vote, two or more voting members request a secret ballot or a



secret ballot is directed by the chair of the meeting, voting must be by a secret ballot;

(d) elections of more than one director to the same position on the board will be determined by secret ballot;

(e) proxy voting is not permitted;

(f) electronic voting is not permitted;

### **Announcement of result**

**4.16** The chair of general meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.

### **Matters decided at general meetings by ordinary resolution**

**4.17** All matters to be decided at a general meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution.

## **PART 5 – DIRECTORS**

### **Number of Directors on Board**

**5.1** The Society must have no fewer than (3) directors.

### **Election or Appointment of Directors**

**5.2** Any member in good standing in accordance with these bylaws, and who is not suspended as outlined in section 3.10 and 3.11 of these bylaws, and who is present at the Annual General Meeting or with written permission, and is deemed qualified in accordance with these bylaws section 5.3 and the Act Section 43-45, can submit their name for any Director's position on the Board with the exception of the Immediate Past President and:

- a) any current director, whether present or absent can allow their name to stand provided written notice is given to the current President or Secretary of the Association at least 14 days prior to the AGM.

- b) nominations for a director position may come from the floor only where the nominee is in attendance or his/her written consent is presented;
- c) any elected position for which more than one member is running will be determined by ordinary resolution with votes cast by secret ballot
- d) any elected position where only one person is running; the secretary will cast one vote for that person.

### **Qualifications of Directors**

**5.3** All directors must meet the minimum qualifications outlined in the Act Section 43-45 and some directors will require additional qualifications as such but not limited to:

- (a) President: must have served on the board for a minimum of 1 year.
- (b) Head Coach: must be at minimum a Level 1 certified coach.
- (c) Head Referee: must be at minimum a Level 1 certified referee.

### **Terms of Directors**

**5.4** All directors will be elected or appointed to a one year term and their duties will commence at the next board meeting immediately following the AGM,

### **Vacancy on Board**

- 5.5**
1. The Board may, at any time, assume the duties of any vacant position on the board
  2. The Board may appoint a member as a director to fill a vacancy that arises on the board as a result of the resignation, death, expulsion or incapacity of a director during the director's term of office. A director appointed by the board to fill a vacancy ceases to be a director at the end of the unexpired portion of the term of office of the individual whose departure from office created the vacancy.

## **Resignation of Directors**

**5.6** Any director may resign from their position by submitting a letter of resignation to the President of the Association.

## **Removal of Directors**

**5.7** Any director may be removed from office upon written recommendation to the Board signed by at least two directors and with at least two thirds (2/3) vote of the approval by the current Board. The Chair shall vote on the recommendation. Additionally:

- (a) unless otherwise determined by the Board, the absence of a director from (3) consecutive board meetings shall be deemed to be a resignation of their position from the board.

## **Appointment of Volunteers**

**5.8** The Board shall reserve the right to appoint or select division coordinators, team managers, coaches, tournament coordinators or any other volunteer positions as required.

## **Remuneration of Directors**

**5.9** These Bylaws do not permit the Association to pay to director remuneration for being a director, but the Society may, subject to the Act, pay remuneration to a director for services provided by the director to the Society in another capacity.

## **Reimbursement of Expenses**

**5.10** (a) Directors can be reimbursed for expenses directly relating to the delivery of the program of the Association and/or other general office expenses at the discretion of the Board, including all related costs of storage facilities for the equipment of the Association.

- (b) Directors and/or appointed delegates can be reimbursed for their travel costs related to attending meetings at a distance including but not limited to: the GWN Executive Meetings/AGM and the BCLA

Annual General Meeting. Only one director or delegate can be reimbursed per meeting. Expenses that are already reimbursed by the GWN or BCLA will not be applicable for reimbursement by the Association. Only reasonable expenses will be considered which include but are not limited to:

- Accommodation: up to a maximum of two nights
- Gas: to and from meetings
- Airplane: one return airline ticket when driving is not an option for the traveller
- Car Rental: up to a maximum of three days
- Meals: maximum of \$60 per day

(c) Delegates attending the BCLA Annual General Meeting will be reimbursed for fees paid to BCLA that are required to attend the meeting. Fees include, but are not limited to: the delegate fee and banquet fee. The number of delegates that the Association is allotted each year will determine the number of delegates that will qualify for reimbursement.

## **PART 6 – DIRECTORS’ MEETINGS**

### **Calling Directors’ Meeting**

**6.1** A directors’ meeting may be called by the President or by any two other directors.

### **Notice of Directors’ Meeting**

**6.2** At least (2) days’ notice of a directors’ meeting must be given unless all the directors agree to a shorter notice period.

### **Proceedings Valid Despite Omission to Give Notice**

**6.3** The accidental omission to give notice of a directors' meeting to a director, or the non-receipt of a notice by a director, does not invalidate proceedings at the meeting.

### **Conduct of Directors' Meetings**

**6.4** The directors may regulate their meetings and proceedings as they think fit.

### **Quorum of Directors**

**6.5** The quorum for the transaction of business at a directors' meeting is (3) directors.

### **Lack of Quorum**

**6.6** If no quorum is present within 30 minutes of the supposed beginning of the meeting then the meeting shall be postponed to a later date and time when a quorum can be reached.

## **PART 7 – THE BOARD**

### **Election or Appointment to the Board Positions**

**7.1** Directors will be elected or appointed to the following Board positions, and a director, other than the President, may hold more than one position:

- (1) President
- (2) Immediate Past President
- (3) Vice-President
- (4) Senior Director
- (5) Secretary
- (6) Treasurer
- (7) Registrar

- (8) Head Coach
- (9) Head Referee
- (10) Safety Director
- (11) Equipment Director
- (12) Publicity Director
- (13) Fundraising Director

### **Duties of the Board**

**7.2** The Association will maintain written job descriptions for each Director's position in the Association's Operating Policy Manual; they will be reviewed periodically and changes made as necessary.

The entire Board of Directors assumes the responsibility for but not limited to:

- (a) reviewing and amending the policies of the Association as needed within the framework of the Constitution and these Bylaws
- (b) practice and uphold the code of conduct of the Association
- (c) attending all board meetings and meetings of the members
- (d) establishing and guiding the strategic direction of the Association
- (e) provide non-biased input into Association decisions
- (f) promote the Association and the sport throughout our community
- (g) upholding any rules and regulations according to BCLA, CLA and GWN

General duties of the board are but not limited to:

### **President - Elected**

The President is the chair of the Board and is responsible for supervising the other directors in the execution of their duties. The President chairs all general and directors meetings. The President shall generally supervise all the affairs of the Association. If at any time the President is unable to carry out his/her duties, he/she will appoint the Vice President to do so. The President has signing authority.

### **Immediate Past President**

The Immediate Past President is a non-voting, non-elected member of the Board and will remain the past president for not more than one year. The Immediate Past President shall act as a liaison between the previous and current directors, maintaining the continuity of the Board. The Past President shall assist the current President as necessary. He/She will also carry out other duties as assigned by Board.

### **Vice President - Elected**

The Vice-President is the vice-chair of the Board and is responsible for carrying out the duties of the president if the president is unable to act. He/She will also carry out other duties as assigned by Board.

### **Senior Director - Elected**

The Senior Director is responsible for the daily operations of the Senior Division. He/She will also carry out other duties as assigned by Board.

### **Secretary - Elected**

The Secretary is responsible to attend and record the minutes of all general meetings and directors meetings and assure safe keeping of all minutes and other important records of the Association including the register of members and with reasonable notice, make them available upon request of any member. The Secretary is also responsible for filing the annual report of the Society and making any other filings with the registrar under the Act. The Secretary maintains the general email of the Association and maintains

correspondence with the members. The Secretary maintains the general mailbox of the Association and distributes mail as necessary. The Secretary has signing authority. He/She will also carry out other duties as assigned by Board. All of the Associations records and documents with exception of the financials and records relating to player registrations will remain at the primary residence of the Secretary.

### **Registrar - Elected**

The Registrar is primarily responsible for all player registrations within the Association and BCLA. He/She will also carry out other duties as assigned by the Board. All of the Associations records and documents in relation to player registrations, jersey deposits, and any other deposits required by a player will remain at the primary residence of the Registrar.

### **Treasurer - Elected**

The Treasurer shall be primarily responsible for keeping and maintaining the financial records of all expenditures of the association and with reasonable notice make them available upon request of any member. The Treasurer has signing authority. He/She will also carry out other duties as assigned by Board. The Associations financial records and documents with the exception of any deposits relating to player registration, will remain at the primary residence of the Treasurer.

### **Head Coach - Elected**

The Head Coach of the Association shall oversee all matters relating to coaching and coaches within the association. He/She will also carry out other duties as assigned by Board.

### **Head Referee - Elected**

The Head Referee of the Association shall oversee all matters relating to refereeing within the association. He/She will also carry out other duties as assigned by the Board.



### **Safety Director - Elected**

The Safety Director is primarily responsible for the general safety of the Association which includes but not limited to: maintaining of all the first aid kits used by the Association, maintaining an emergency response plan for the Association and overseeing the safety of the facilities used by the Association. He/She will also carry out other duties as assigned by the board.

### **Equipment Director - Appointed**

The Equipment Director is responsible for all equipment of the Association and the safe keeping thereof in. He/She will keep an inventory of all equipment, make sure equipment is maintained through the playing season and repaired or order new as necessary. He/She will also carry out other duties as assigned by the board.

### **Publicity Director - Elected**

The Publicity Director is primarily responsible for maintaining a working relationship with all media outlets such as but not limited to radio, TV, internet, newspaper etc. Duties also include the maintenance of the Associations' Website and Facebook Page. The publicity Director is responsible for all promotional events of the Association and Advertising. He/She will also carry out other duties as assigned by the Board.

### **Fundraising Director - Elected**

The Fundraising Director is primarily responsible for organizing fundraising opportunities for the Association and coordinating volunteers for such events. He/She will also carry out other duties as assigned by the Board.

## **PART 8 – DISSOLUTION OF THE SOCIETY**

### **Dispensing of Assets Upon Dissolution or Wind Up of the Society**

- 8.1** In the event this Association should at any time be wound up or dissolved, the assets which remain after all debts and liabilities are paid, and payment of all costs, charges, and expenses which are properly incurred in the winding up shall be distributed to another minor lacrosse non-profit organization in British Columbia.

## **PART 9 – AMENDMENTS AND ALTERATIONS TO THE CONSTITUTION AND BYLAWS**

### **Amendments and Alterations**

- 9.1** Amendments or alterations to the Constitution or any of the Bylaws of this Association may be made by a special resolution at the Annual General Meeting.

### **Notice of Amendments**

- 9.2** Any proposed amendments or alterations to the Constitution or Bylaws of this Association must be included in the AGM's agenda and circulated to all members not less than (7) days prior to the AGM.

### **Proposal of amendments by members**

- 9.3** Any member can propose an amendment or alteration and must be submitted in writing to the Secretary of the Association not less than (15) days prior to the Annual General Meeting to be included in the agenda for the AGM.

### **Amendments or alterations take effect**

- 9.4** All Amendments and alterations will take effect once the amendment or alteration is filed with the Registrar as outlined in Section 17 (3) of the Act.