



**ADANAC  
LACROSSE**

COQUITLAM MINOR LACROSSE ASSOCIATION

**CONSTITUTION**

1. The name of the Society is the "Coquitlam Minor Lacrosse Association" and the Society shall hereafter be referred to as the "Society".
2. The objects of the Society are:
  - (a) To promote, teach and perpetuate the game of lacrosse.
  - (b) To teach sportsmanship and emphasize fair play in the game of lacrosse.
  - (c) To cultivate respect among players, officials, and spectators.
  - (d) To develop community spirit by the objects aforesaid.

## **BYLAWS**

### **BYLAW I — MEMBERSHIP**

- (a) The members of the Society are the subscribers of the Constitution and Bylaws and include every other person who agrees to become a member.
- (b) All applications for membership shall be submitted to the Board of Directors and, upon approval by the Board, the applicant shall become a member.
- (c) Application for membership in the Society shall be open to any parent or guardian of boys and girls who are registered with the Coquitlam Minor Lacrosse Association and any sponsor of any league team player under the auspices of the Society as well as any and all coaches, managers, referees, time-keepers and other authorized persons participating in and with the Society.

### **BYLAW II — MEMBERSHIP FEES**

There may be a membership entrance fee and such other fees payable by members in such amount and in such manner as may be determined from time to time at a general meeting of the Society.

### **BYLAW III — CONDITIONS UNDER WHICH MEMBERSHIP CEASES AND MANNER IN WHICH A MEMBER MAY BE EXPELLED**

- (a) Any member who desires to withdraw from membership in the Society may notify the Board of Directors in writing to that effect and on receipt by the Board of Directors of such notice the member shall cease to be a member.
- (b) The Directors shall have the power by resolution and a vote of three-fourths (3/4) of those present, to expel or suspend any member whose conduct shall have been determined by the Directors to be improper, unbecoming, or likely to endanger the interests or reputation of the Society or who wilfully commits a breach of the Constitution and Bylaws of the Society. Such member may be expelled without notice and from the dates stated in such Resolution of the Directors.
- (c) Upon the failure of any member to pay fees, if any, determined as aforesaid, the Directors may cause the name of such members to be removed from the Register of Members but such member may be re-admitted to membership by the Directors upon such evidence as they may consider satisfactory.

BYLAW IV — MEETINGS

- (a) General meetings of the Society must be held at such time and place as determined by the Directors.
- (b) Every general meeting, other than an annual general meeting, is a special general meeting.
- (c) Written notice of a general meeting must specify the place, day and time of the meeting, and, in the case of special business, must include the text of any special resolution to be submitted to the meeting.
- (d) Notice must be sent to every member of the Society at least 7 days before the scheduled meeting date.
- (e) The notice calling the annual general meeting or any special general meeting shall be:
  - i. Sent by mail to each member to their respective address as recorded in the Register of Members; or
  - ii. Sent by email to every member who has provided the society with an email address; and
  - iii. Posted on a website that is maintained by or on behalf of the Society and is accessible to all of its members, throughout the period commencing at least 21 days before the meeting date and ending when the meeting is held.
- (f) No error or omission in giving notice of any annual general meeting or special general meeting or any such adjourned meeting shall invalidate such meeting or make void any proceedings taken thereof.
- (g) At any meeting of members, a quorum is 20 members present.
- (h) Any meeting of the Society or of the Directors may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment. Such adjournment or meeting may be made notwithstanding that no quorum is present.
- (i) At any meeting of the Society each member, in good standing, represented in person shall have one vote.
- (j) Procedure at any meeting whether of members or Directors shall be as outlined in Robert's Rules of Order unless herein otherwise provided.

BYLAW V — ELECTION & APPOINTMENT OF DIRECTORS & OFFICERS

- (a) The Board of Directors shall consist of not less than 6 directors. A minimum of 6 and a maximum of 8 Directors shall be elected by the members from among the membership at an annual general meeting. The elected Directors shall appoint the following officers from among their number: President, First Vice-President, Second Vice-President, Third Vice-President, Secretary and Treasurer. Once the President has completed his or her term of office, he or she shall be appointed to the office of Immediate Past President. A further maximum of five Directors may be appointed by the elected Directors of the Society, and shall include the Head Coach, Head Referee, Registrar and two Agents.
- (b) The Directors shall hold a meeting within seven days of the date fixed for the holding of the annual general meeting to consider the appointment of officers, as noted above in Bylaw V(a).
- (c) All Directors shall serve a maximum of a one year term, with the exception of the Immediate Past President who shall hold office for a two year term, and the President and First Vice-President who shall each hold office for offsetting two year terms. Each of the Immediate Past President, President and First Vice-President's terms of office must cease at the beginning of the elections at the annual general meeting of each of their second year terms. Nominations for elected positions must be received by the Secretary 30 days prior to the annual general meeting. Nominations will not be received from the floor during the annual general meeting or special general meeting.
- (d) The Board of Directors may from time to time appoint further officers and agents and authorize the employment of such other persons as they deem necessary to carry out the objects of the Society and such officers, agents and employees shall have authority and shall perform such duties as from time to time may be prescribed by the Board.

BYLAW VI — BOARD OF DIRECTORS

- (a) The affairs of the Society shall be managed by the Board of Directors each of whom at the time of his or her election and throughout his or her term of office shall be a member of the Society.
- (b) The President shall, when present, preside at all meetings of the members of the Society and of the Board of Directors. The President shall also be charged with the general management and supervision of the affairs and operations of the Society. The President with the Secretary or other Officer appointed by the Board for the purpose shall sign all resolutions and membership certificates. During the absence or inability of the President to perform the above duties and powers, his or her duties and powers may be exercised by the First Vice-President, or the Second Vice-President if the First Vice-President is absent or unable to act. If the First Vice-President, Second Vice-President, or such other Director, as the Board may from time to time appoint for the purpose, exercises any such duty or power, the absence or inability of the President shall be presumed with reference thereto. All agents, managers, coaches, and employees shall be subject to removal from

office or employment by the Directors at any time with or without cause and with or without notice to the person so removed.

- (c) The duties of all officers of the Society shall be such as the terms of their engagement call for or the Directors require of them.
- (d) The members of the Society may by Special Resolution (as defined by ByLaw X) remove a Director before the expiration of his or her term of office.
- (e) The Directors shall have and exercise all the powers of the Society as fully and completely as the Society could in a general meeting, subject always, however, to the provisions of the *Societies Act*.
- (f) A Director shall cease to be a Director and/or Officer of the Society at the time he ceases to be a member of the Society.
- (g) If any member of the Board of Directors shall resign his or her office, or, without reasonable excuse, absent him or herself from three or more Directors' meetings, or be suspended or expelled from the Society or removed as a Director, the Directors shall declare his or her office vacated and may appoint a successor in his or her place to hold office until the next annual general meeting. Vacancies on the Board of Directors, however caused, may, so long as a quorum of Directors remains in office, be filled by the Directors from among the qualified members of the Society if they shall see fit to do so. However, if there is not a quorum of Directors the remaining Directors shall forthwith call a general meeting of the Society to fill the vacancies. The successor shall hold the office left vacant by such Director.
- (h) A quorum of the Board of Directors shall be constituted by at least four of the Directors, one of whom must be the President, First Vice-President or the Second Vice-President.
- (i) Meetings of the Directors may be held at such time and such places as the Directors may from time to time determine. A meeting of the Directors may be convened by the President or any two Directors at any time. Notice of such meeting shall be provided to each Director not less than two days before the meeting is to take place, however, meetings of the Directors may be held at any time without formal notice if all the Directors are present or those absent have waived notice or have signified their consent in writing to the meeting being held in their absence. Questions arising at any meeting of the Directors shall be decided by a majority of votes. In the case of an equality of votes the President, in addition to his or her original vote, shall have a second or casting vote.
- (j) A resolution in writing signed by all the Directors personally shall be as valid and effectual as if it had been passed at a meeting of the Directors duly called and constituted.
- (k) The Board of Directors shall have the power to appoint special committees from the membership of the Society.

BYLAW VII — FINANCING

- (a) For the purpose of carrying out the objects of the Society, the Directors may borrow or raise or secure the payment of money in such manner as they think fit, provided that none of the powers shall be exercised except in accordance with the objects and provisions of these Bylaws and Constitution of the Society.
- (b) No fund-raising ventures may be undertaken by a member of the Society or a team within the Society without written consent from the Board of Directors.

BYLAW VIII — AUDIT AND ACCOUNTS

- (a) The Board of Directors may from time to time appoint an accountant or accountants to hold office for such period as the Directors may determine.
- (b) Bylaw VIII(b) applies only if the Society is required or has resolved to have an auditor.
  - i. The first auditor must be appointed by the Directors who must also fill all vacancies occurring in the office of auditor.
  - ii. At each annual general meeting the Society must appoint an auditor to hold office until the auditor is re-elected or a successor is elected at the next annual general meeting.
  - iii. An auditor may be removed by ordinary resolution.
  - iv. An auditor must be promptly informed in writing of the auditor's appointment or removal.
  - v. A Director or employee of the Society must not be its auditor.
  - vi. The auditor may attend general meetings.

BYLAW IX — SIGNING AUTHORITY

- (a) Any two of the President, First Vice President and Treasurer shall be authorized to execute documents for and on behalf of the Society.

BYLAW X — ALTERATION OF CONSTITUTION OR BY-LAWS

- (a) The Constitution and Bylaws of the Society shall not be altered to or added to except by a Special Resolution of the Society. For the purposes of the Society "Special Resolution" shall mean a resolution passed by a vote of two-thirds of the members present at a general meeting of the Society.

BYLAW XI — BOOKS AND RECORDS

- (a) The Directors shall see that all necessary books and records of the Society required by the Bylaws of the Society or by any applicable statute or law are regularly and properly kept.
- (b) The Secretary or some other officer specially charged by the Board of Directors with that duty shall maintain and have charge of the Minute Books of the Society and shall record or cause to be recorded therein Minutes of proceedings of all meetings of Members and Directors.

BYLAW XII — INSPECTION OF BOOKS BY MEMBERS

- (a) The Directors shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the Society or any of them shall be open to the inspection of members not being Directors, and no member (not being a Director) shall have any right of inspecting any account or book or documents of the Society except as conferred by law or authorized by the Directors or by resolution of the members whether previous notice thereof has been given or not.

BYLAW XIII — COLOURS

- (a) The colours of the Society shall be either purple and gold or blue and gold, provided that should a third colour be required, white shall be used. Conflict colours shall also be used at the discretion of the Board of Directors.

BYLAW XIV - AWARDS

- (a) Each year the Society shall elect and present to a player of one of the teams in the Society an individual award known as "Lacrosse Boy". Qualifications for consideration in selecting such player shall be sportsmanship, team play, desire, contribution to the game of lacrosse, temperament, comradeship and conduct, including respect for coaches, managers, referees and competitors.

BYLAW XV - DEFINITIONS

- (a) In these Bylaws words designated as the masculine and singular shall be deemed to import and include the feminine and plural where the context so requires.

BYLAW XVI – GENDER EQUITY

It is the Society's policy and practice to treat all of its members with equality, regardless of gender, in all respects, including, but not limited to the following:

- (a) ensuring that the achievement of equal opportunity is a key consideration when developing, updating or delivering lacrosse programs.



- (b) ensuring that the needs and concerns of both genders are identified, promoted and supported on an equitable basis. Identify the specific needs of female athletes participating in our program and make all reasonable accommodations to ensure that such needs are satisfied; and
- (c) to co-operate with lacrosse's governing bodies, all levels of government and other sports organizations to promote and encourage the increased participation of female and male athletes in our programs.

BYLAW XVII – PROVISIONS FROM THE SOCIETY'S PRE-TRANSITION  
CONSTITUTION

- (a) The operations of the Society are to be chiefly carried on in the City of Coquitlam in the Province of British Columbia.
- (b) Upon winding up or dissolution of the Society, the assets which remain after payment of all costs, charges, and expenses which are properly incurred in the winding up shall be distributed to such charitable organization or organizations having a similar charitable purpose. (“previously unalterable”)