

# Calgary Knights Lacrosse Club

## By-Laws

The name of the Club is the Calgary Knights Lacrosse Club (herein after referred to as the "Club").

### BY-LAWS

#### 1. Membership

- 1.1. A member ("Member") shall be any player, parent or guardian registered with the Club. The membership fee shall be the registration fee for a lacrosse player, such fee being determined by the Executive Committee before each new lacrosse year.
- 1.2. Membership shall imply acceptance of the Club By-Laws as well as By-Laws of all governing bodies in the sport of lacrosse in Canada.
- 1.3. Persons under the age of 18 years may be appointed to any office therein and shall be liable for the payment of subscriptions as if they were of the full age of majority.
- 1.4. Affiliate members ("Affiliate") are any non-player or non-parent coach, manager or other official, officially registered with the Club and who are willing to support the promotion and development of lacrosse in the City of Calgary, in Alberta or elsewhere in Canada.
- 1.5. Member shall be deemed to be in good standing when:
  - a) They have paid their annual membership fee and any other dues or fees payable; and
  - b) They abide by and comply with these By-Laws; and
  - c) They abide by and comply with all other lacrosse governing body's By-Laws; and
  - d) They observe faithfully the rules and regulations made from time to time by the Executive Committee.
- 1.6. The Executive may make rules and from time to time amend such rules for the maintenance or continuation of membership on an inactive basis
- 1.7. No more than 25% of the membership, at one time, shall be appointed
- 1.8. There are no provisions for payment to members, directors or officers, including payment of income, honorariums, dividends, shares or transfer of property
- 1.9. Members can vote at the AGM in person for new executive committee members or directors.

#### 2. Executive Committee:

- 2.1. All members in good standing who are residents of the Province of Alberta shall be eligible to serve on the Executive Committee
- 2.2. The Club shall be governed and represented by its Executive.
- 2.3. The Executive Committee of the Club shall be elected at the annual general meeting of the Club for a term expiring at the next annual general meeting. All Executive Members are eligible for re-election.
- 2.4. The Elected Members of the Executive Committee cannot hold more than one Executive position. Only one Member sharing the same family unit or residing in the same address is permitted to serve as an Executive Member at any one time.

The executive committee is made up of the president, vice president, secretary and treasurer (these positions run the day to day activity of the club) and have voting rights at board meetings and the AGM. The executive committee and the directors manage all the affairs of the club. The directors have voting rights at board meetings and the AGM and specific duties that are listed below for each position

#### a. President, Duties;

- Supervises the affairs of the Club and the Executive Committee.
- Chairs all meetings of the Club including those of the executive committee.
- Speaks on behalf of the Club unless otherwise designated.
- Represents the Club at all meetings of CDLA and ALA.
- Corresponds with other Clubs and CDLA regarding player release requests.
- Notifies members of meetings and responsible for setting meeting agendas
- Has expenditure office authority.
- Carries out other duties as assigned by the Club.
- Is a voting member.

#### b. Vice-President, Duties;

- Chairs meeting in the absence of the President.
- Represents the President and the Club at various functions when the President is not available
- Responsible for ensuring all appropriate documentation regarding coaching is received and maintained on file.

- Retains expenditure officer authority.
  - Carries out duties assigned by the Executive Committee.
  - Is a voting member.
- c. Secretary, Duties
- Attends all meetings of the Club including Executive Committee and keeps accurate minutes of these meetings, ensures meeting minutes are dispersed no later than 7 days after meeting date.
  - Responsible for assigned club correspondence.
  - Responsible for securing facilities and scheduling for practices.
  - Responsible for securing facilities and scheduling for club meetings and business
  - Carries out other duties assigned by the Executive Committee.
  - Is a voting member.
- d. Treasure, Duties
- Ensures that all monies paid to the Club are deposited to a reputable financial institution as chosen by the Executive Committee.
  - Prepares a detail account of revenues and expenditure to be presented to the Executive Committee as requested.
  - Prepares a financial statement for the annual report.
  - Retains expenditure officer authority.
  - Carries out other duties as assigned by the Executive Committee.
  - Is a voting member.
- e. Registrar, Duties;
- Responsible for advertising, organizing and operating annual Club registration.
  - Keeps an accurate account of names and addresses of members.
  - Corresponds with other Clubs and CDLA regarding player release requests.
  - Carries out other duties as assigned by the Executive Committee.
  - Is a voting member.
- f. Director of Evaluations, Duties;
- Responsible for securing facilities and scheduling evaluations
  - Responsible for scheduling all volunteers, evaluators, coaches required for evaluation process.
  - Maintains evaluation database and responsible for evaluation process in its entirety.
  - Carries out other duties as assigned by the Executive Committee.
  - Is a voting member.
- g. Director of Coaching Development, Duties;
- Responsible for Coach selection and training
  - Responsible for maintaining an inventory for coaches of training levels and future requirements.
  - Carries out other duties as assigned by the Executive Committee.
  - Is a voting member.
- h. Director of Fund Raising and Tournament, Duties;
- Oversees fund raising activities.
  - Represents the Club at all CDLA level tournaments (Canada Day)
  - Organizes Club tournament and oversees tournament committee
  - Is the key contact for sponsors interesting in supporting the Club.
  - Carries out other duties as assigned by the Executive Committee.
  - Is a voting member.
- i. Director Responsible for Equipment, Duties;
- Responsible for overseeing the disbursement and collection of equipment to teams
  - Responsible for evaluating the condition of equipment and making recommendations to the Executive Committee regarding the repair of the existing equipment or the purchase of additional equipment.
  - Responsible for maintaining an inventory of Club equipment.
  - Carries out other duties as assigned by the Executive Committee.
  - Is a voting member.
- j. Past President, Duties;
- Carries out duties as assigned by the Executive Committee.
  - Is a non-voting member, with the exception of a tie vote. In situations where there is a tie vote, the past president will cast the tie-breaking vote.

- 2.5. At Executive Committee meetings, each member of the Executive Committee or Director shall have one vote. In the event of a tie, the past President will cast the deciding vote.
  - 2.6. The Executive Committee or Director shall meet from time to time, as may be determined by the President, or as agreed on by its members. The presence of 50% or more of its membership shall constitute a quorum at any Executive Committee meeting.
  - 2.7. The Executive Committee and Directors may make any regulations dealing with activities of the Club and its members, not inconsistent with the By-Laws, but all regulations passed by the Executive Committee shall be presented at the new General Meeting of the Club and may be passed by a simple majority vote of the Executive Committee Members present.
  - 2.8. The Executive Committee and Directors may appoint committees to deal with such matters as may be assigned to them by the Executive Committee. All committees will be required to report proceedings to the Executive Committee. Any director or officer, upon a majority vote of all members in good standing, may be removed from office or any cause which the society may deem reasonable.
  - 2.9. Any member of the Executive Committee and Directors may call a meeting of the Executive Committee to deal with emergency business and the President shall issue proper notice to the members of the Executive Committee by email unless such notice is waived by each member of the Executive Committee and Directors.
  - 2.10. A vacancy in the Executive Committee or Directorship shall be filled by an appointment by the Executive Committee and shall serve for the remaining term of the member.
  - 2.11. To be nominated for President, a member must have served in an elected position on the Executive Committee in the preceding year, unless no member of the Executive Committee is prepared to stand for the office of President.
  - 2.12. Election of Executive Committee or Directors
    - a) Election shall be held at the Annual General Meeting.
    - b) The President shall manage and oversee the elections.
    - c) Only Club members in good standing shall have the right to vote in person only.
    - d) Nominations by a Club member may be made oral and shall be seconded by at least one other Club member.
    - e) Elections shall be conducted by secret ballot or by show of hands, and the nominee polling the highest number of votes, being elected. In case of a tie, a new ballot shall be taken between the Nominees that are tied.
    - f) The duties of the Executive Committee shall commence upon their election.
  - 2.13. Members of the Executive Committee and Directors shall receive no re-numeration for the time served on the Executive Committee.
  - 2.14. The Executive Committee and Directors shall, subject to the By-Laws, policies, guidelines and procedures, have full control and management of the affairs of the club.
  - 2.15. Members of the Executive Committee and Directors shall not miss more than two (2) consecutive or three (3) total meetings without just cause, otherwise they will be relieved of their position on the Executive Committee
  - 2.16. In the event of the President being unable to perform his/her duties, the Vice President will assume the position for the balance of the term or until the next annual meeting.
  - 2.17. Executive committee or directors can be removed from the board by a majority vote if they do not follow the club by-laws.
3. Meetings of the Club
- 3.1. Annual General Meeting (AGM)
    - a) The club holds its Annual General Meeting no later than November 30th of each calendar year at such time and place in the Province of Alberta as the Executive shall determine.
    - b) The club must give twenty-one (21) days' notice of the Annual General Meeting by email notification.
    - c) The Agenda for the AGM shall be set as follows:
      - A. adopting agenda
      - B. adopting the minutes of the last AGM
      - C. Presidents report
      - D. Treasurers Report: review of the financial statements, setting out the Clubs income, assets and liabilities, and Auditors report (if required)
      - E. Appointing of an Auditor (if required)
      - F. Electing the President
      - G. Electing Executive Committee
      - H. New Business
    - d) Quorum for AGM - Attendance of at least fifty percent (50%) of the Executive committee and any number of general members.
    - e) General meetings shall be held at least once yearly at such time and place in the Province of Alberta as the Executive shall determine. The AGM is considered a general meeting.
    - f) The notice of all general meetings of the Club shall be given to all members at least twenty-one (21) days before the time set for the holding of the General Meeting by email notification.

- g) Voting: a motion is passed if it receives the majority of the votes cast by the members and affiliate members present at the meeting.
- h) A quorum for any meeting of the Club shall be 50% of the Executive Committee. In the event a quorum is not present within Fifteen (15) minutes of the time set for holding meetings of the Club, the meeting shall stand adjourned to the same time and place in the following month unless determined otherwise.
- i) At any general/special meeting of the Club, each member of the Executive Committee shall have one vote and each Member in good standing of the club shall have one vote.
- j) Unless otherwise provided herein, all questions coming before a meeting of the Club shall be decided by a majority vote of the members present. In the event of a tie the past president will cast the deciding vote.
- k) "Special Resolution" shall mean a resolution passed by a majority of not less than three fourths of such Members entitled to vote as are present in person at a General Meeting of which notice specifying the intention to propose the resolution as a Special Resolution has been duly given by email notification.
- l) Any amendment of the By-Laws shall be by Special Resolution.

### 3.2 Special Meeting

- A) A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter to the last known address of each member, delivered in the mail eight days prior to the meeting.

### 4. Referendum Vote

- 4.1. The Executive Committee may, on its own motion submit any question(s) to a referendum vote of the members.
- 4.2. The majority of Members at any General Meeting may require the Executive Committee to submit any question, motion or resolution to referendum except as hereinafter provided. All referenda shall be so framed as to be capable of a direct affirmative or negative answer, and all members in good standing shall be entitled to vote.

### 5. Suspension or withdrawal or expulsion of Members

- 5.1. The Executive Committee shall meet within ten days after notice is brought to the attention of anyone of its Officers of a contravention of any Article of the Constitution or any of the regulations made by the Executive Committee of which the offender has notice, for the purposes of conducting a hearing. The offending member shall be given every opportunity to present its side of the case. The Executive Committee shall have the power to deal with the matter in such manner as it shall deem fit, in the best interests of the Club. Any decision must be by majority vote. The decision of the Executive Committee shall be binding and final and be delivered to the Club at its next meeting.
- 5.2. Disciplined members have the right of appeal to an Appeal Committee appointed by the Executive Committee, one of whom may be requested to sit by the Offender.
- 5.3. Any member Club may withdraw from the Club at any time by sending written notice of his/hers withdrawal to the Secretary.
- 5.4. Any member who does not conduct himself or herself in accordance with the rules, regulations, policies or guidelines of the Club, the CDLA, the ALA or the CLA may have their membership suspended and, upon a majority vote of the Executive Committee, withdrawn.
- 5.5. Any member can be expelled who does not conduct himself or herself in accordance with the rules, regulations, policies or guidelines of the Club, the CDLA, the ALA or the CLA may be expelled from the club with a majority vote of the Executive Committee and Directors.

5.6.

### 6. Signing Officers

- 6.1. Except as herein otherwise provided, all documents, including deeds, transfers, licenses, contracts and engagements, requiring execution on behalf of the Club shall be counter-signed by either the President, or Vice President, and Treasurer or in their absence by such other officer or officers as the Executive Committee may be resolution appoint.
- 6.2. The Club shall have the power to borrow, raise or secure the payment of money in such manner as the Executive Committee shall think fit and the Executive Committee shall have the power to draw, make, accept, endorse, discount, execute and issue Promissory Notes, Bills of Exchange and other negotiable or transferable instruments, and all such instruments shall be executed by such officers or the Club as the Executive Committee shall from time to time determine.
- 6.3. The club does not have a corporate seal and if it did the only person or persons who could use it would be the president and or the treasurer.

### 7. Audit

- 7.1. The books, accounts and records of the Secretary and the Treasurer shall be audited at least once each year by two Members of the Club, Complete and proper financial statements shall be submitted by such auditors at the Annual Meeting of the Club. August 31 in each year shall be the fiscal year end of the Club.
  - 7.2. The books and records of the Club may be inspected by any member of the Club at the Annual Meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Executive Committee shall at all times have access to such books and records.
8. Inspection of Records
  - 8.1. In the event that the Club maintains an office all records of the Club shall be kept and maintained at the said office and shall be open for inspection during normal business hours by the nominee in writing of any Member. In the event that the Club does not maintain an office, the Executive Committee shall designate a suitable place and suitable time at which the said records may be so inspected.
9. Amendments
  - 9.1. The By-Laws of the Club shall not be altered or added to except by Special Resolution of the members of the Club.
10. General
  - 10.1. Should any part or provision of these By-Laws of the Association be rendered or declared invalid by reason of any existing or subsequently enacted legislation or by any judgment or order of a Court of competent jurisdiction, such invalidation of such part or portion of these By-Laws shall not invalidate the remaining portions thereof, and such remaining portions shall continue in full force and effect.
  - 10.2. These By-Laws replace and take precedence over those previously approved.
11. Dissolution
  - 11.1. Should the Club cease operations or otherwise dissolve as a Society any assets remaining after paying debts and liabilities are to be:
    - a) disbursed to eligible charitable or religious groups or purposes;
- 12 Indemnifications

12.1 Every Executive Member or Director of the Club shall be deemed to have assumed office on the express understanding and agreement and condition that every Executive Member or Director of the Club and his heirs, executors and administrators and estate and effects respectively shall be indemnified and saved harmless out of the funds of the Club from and against all costs, charges and expenses whatsoever which such Executive Member or Director sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him or any other Executive Member(s) or Director(s) in or about the execution of the duties of his or their office, and also from and against all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof