

Grande Prairie Lacrosse Association Bylaws

Amended November 2019

The name of the Society is “Grande Prairie Lacrosse Association”

This document constitutes the general Bylaws of Grande Prairie Lacrosse Association. These Bylaws regulate the transaction of business and affairs of the Association.

1. Preamble

The Bylaws of the Grande Prairie Lacrosse Association hereafter known as GPLA are subject to terms and conditions imposed by the Greater Edmonton Lacrosse Association (“GELC”), the Alberta Lacrosse Association (“ALA”), the Canadian Lacrosse Association (“CLA”), and the Rocky Mountain Lacrosse League (“RMLL”). Where a conflict arises between these Bylaws and the Bylaws of GELC, ALA, CLA or RMLL, the Bylaws of GELC, ALA, CLA or RMLL, will govern.

2. Membership

- A. Any individuals who are residents within the current GPLA boundaries (as defined and amended from time to time in consultation with the GELC, ALA and or the RMLL), or those residing outside those boundaries but granted membership by the Executive of the GPLA may become Members of the GPLA:
 - i. A Parent or Legal Guardian of each registered Player to a maximum of 2 Memberships per player within the GPLA, or;
 - ii. Any lacrosse Player registered with the GPLA who is at least eighteen (18) years old, or;
 - iii. Any non-Parent Coach, Assistant Coach, Manager, Executive member, or Volunteer granted membership by the Executive.
- B. The Executive may expel or suspend any Member(s) from membership and/or their child(ren) from participating in the GPLA program if:
 - i. The conduct of the Member(s) or Member’s child(ren), is determined by the Executive, in their sole discretion, to be improper, unbecoming or contrary to the interests or reputation of the GPLA; or
 - ii. The Member(s) or Member’s child(ren) willfully commits a breach of the Bylaws, policies, Code of Conduct, Rules or Regulations of GPLA in effect at that time.
 - iii. No Member or Member’s child will be expelled or indefinitely suspended without being notified of the charge or complaint against them and without having first been given an opportunity to be heard by the Executive at a meeting of the Executive called for this purpose.
- C. Members may withdraw with written notice to the Executive. The effective date of withdrawal will be the date on which the notice is received by the Executive. For the purposes of these Bylaws, “Withdrawal” may include where the Member or child of the Member is injured and is unable to participate in the lacrosse program of GPLA for the balance of the lacrosse season.

- D. Member will remain liable for payment of any dues, fees or amounts levied or which become payable by the Member to the GPLA prior to the effective date of their withdrawal. Any Member who withdraws, is expelled or suspended from the GPLA will forfeit all right, claim or interest arising from or associated with membership as they are no longer a Member in good standing. Unless specifically approved by the Executive, the Member who has been expelled, suspended or withdraws, or whose child has been expelled, suspended or withdraws will not be entitled to a refund of any fees that have been paid up to that time. A suspended Member shall return to a Member status upon completion of suspension or payment of any outstanding dues, fees or levies.

GPLA shall have the right to approve a team as an Associate Member.

The GPLA will allow outlying areas who have enough players to constitute a team but not yet the ability to form an association or society to be sanctioned under the GPLA as associate members . These areas, if sanctioned by a majority vote of the board will be responsible for following all rules , regulations and or bylaws as outlined by the GPLA. They will be required to maintain their own directors and raise and manage their own funds to cover any and all costs. The GPLA reserves the right, if by majority vote of the board to remove the sanctioning of the outlying team if the league no longer has enough players to constitute a team or the team, coaches and or directors are found to be in breach of bylaws or the code of conduct of the GPLA

An Associate Membership may be acquired by application in writing to the Board and such Membership shall take effect upon approval by vote of yes by at least 51% the Board.

The Board shall have the sole and absolute right to accept or refuse an application for Associate Membership in the GPLA.

Associate Members shall be entitled to the services provided to other Members of the GPLA including the right to send representatives to clinics and schools conducted by the GPLA, the right to hold one voting board position, the right to use of the gpla logo and to the gpla website and social media

3. Executive

- A. The Executive shall consist of the President, Past President, Vice President, Secretary, Treasurer, Registrar. The Past President will not have voting rights but ill serve in an advisory role.
- B. The Executive shall be elected to serve a three-year term and will be eligible for re-election for successive or subsequent years, provided they remain a member in good standing. They may become an executive if they were not present at the meeting but consented in writing to let their name stand for election.
- C. The Executive shall, subject to the bylaws or polices given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the GPLA, and meetings of the executive shall be held as often as may be required.

D. The Executive members shall attend any meetings of the Executive, the Board and the GPLA.

President

The President shall have general knowledge of all activities of the GPLA. He/she will be an ex-officio member of all Committees as defined by Robert's Rules of Order. The President shall be copied on all GPLA communications and will review any communications to the Executive, Board and Membership or public prior to distribution and shall include the Vice President in same. The President will carry out other duties assigned by the GPLA. He/she shall, when present, preside at all meetings of the GPLA and of the Executive and Board. The President will be the chief spokesperson for the GPLA, unless otherwise delegated. The President shall have a vote at any meeting. In the case of a tie, the motion is defeated. In his/her absence, the Vice-President shall preside at any such meetings. If both the President and the Vice-President are unavailable the Past President may chair the meeting.

Vice President

The Vice President shall assist the President in all GPLA activities. He/she will preside at meetings in the President's absence and will replace the President at various functions when asked to do so by the President. He/she will be copied on all GPLA communications and will review any communications to the public prior to distribution and shall include the President in same. The Vice President will carry out other duties assigned by the GPLA, and, in the event of resignation, incapacity or extended leave of absence of the President, shall fulfill the President's responsibilities.

Secretary

It shall be the duty of the Secretary to attend all meetings of the Executive, the Board and the GPLA and to keep accurate minutes of the same . In case of the absence of the Secretary, his/her duties shall be discharged by such Officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence and/or documentation of the GPLA and be under the direction of the President and Executive and will have signing authority on all financial matters of the organization .

The Secretary shall also keep a Record of Members of the GPLA and their contact information and shall send all GPLA correspondence/notices as required.

Treasurer

The Treasurer shall receive all monies paid to the GPLA and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Executive may order. He/she shall properly account for the funds of the GPLA and keep such books as may be directed and disburse funds as required. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual General Meeting a statement duly audited of the financial position of the GPLA and submit a copy of same to the Secretary for the records of the GPLA. The signing authorities of the financial accounts will be any two of the following: President, Vice President and Secretary.

Registrar

The Registrar is responsible for facilitating and arranging all registration activities for GPLA as well as ensuring compliance with the registration rules and policies of the Alberta Lacrosse Association and the Greater Edmonton Lacrosse Council or their successors; the Registrar shall keep a record of all members of GPLA and their addresses, and if available and requested by Directors, phone numbers, fax numbers and e-mail addresses.

Past President

The Past President of the GPLA will:

- Serve in an advisory capacity to the Executive
- Act in the absence of both the President and Vice-President

4. Board Members

A. The Board shall consist of all members of the Executive as well as the following positions:

Webmaster / Social Media Director

Shall be responsible for maintaining the GPLA website and all updates to keep communication current. He/She will also maintain digital activity on all GPLA social media platforms as outlined in the annual communications plan.

Fundraising Director

Shall be responsible for meeting the fundraising goals as outlined in the annual budget. He/she will organize and oversee any initiative in which fundraising is done on the behalf of the GPLA.

Director At Large

Shall be elected in the event all positions are filled. This individual would fulfill a vacated role on the Board should a member withdraw prior to the completion of their elected term.

5. Auditing

A. The books, accounts and records of the Secretary and Treasurer shall be reviewed at least once each year by a duly qualified accountant or by two members of the GPLA without signing authority, elected or appointed for that purpose at the Annual General Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such reviewer(s) at the Annual General Meeting of the GPLA. The fiscal year of the GPLA in each year shall be November 1 to October 31.

6. Standing and Ad Hoc Committees

A. Standing and Ad Hoc Committees will be formed as necessary by the Board and will operate on an ongoing basis with specified lengths of terms for members. All Committees shall report back to the Executive with written reports. The Executive shall have final say and approval over all decisions or recommendations of the Committees.

7. Meetings

A Regular Meeting of the Executive shall be called at the frequency determined by the Executive which will permit their duties to be accomplished. Regular Meetings of the Executive will be announced to all Executive Members by providing no less than ten (10) days notice in writing or three (3) days notice by telephone or email. Three (3) Executive Members, one (1) of whom must be the President, Vice President or Past President of the GPLA shall constitute a quorum at any Regular Meeting of the Executive. Regular Meetings of the Executive may be held without notice if a quorum of the Executive is present provided, however, that any business transactions shall be ratified at the next Regular Meeting of the Executive; otherwise they shall be null and void. A topic to be discussed at a Regular Meeting of the Executive may be deemed to be “in camera” or closed to all but elected Officers/Directors if the Executive determines, by a majority vote of those present, the topic to be of a personal, sensitive or confidential nature.

A Regular Meeting of the Board shall be called at the frequency determined by the Executive which will permit duties to be accomplished. Regular Meetings of the Board will be announced to all Board Members by providing no less than ten (10) days notice in writing or three (3) days notice by telephone or email. Five (5) Executive and Board Members, one (1) of whom must be the President, Vice President or Past President of the GPLA shall constitute a quorum at any Regular Meeting of the Board. Regular Meetings of the Board may be held without notice if a quorum of the Board is present provided, however, that any business transactions shall be ratified at the next Regular Meeting of the Board; otherwise they shall be null and void. A topic to be discussed at a Regular Meeting of the Board may be deemed to be “in camera”, or closed to all but elected Officers/Directors if the Board determines, by a majority vote of those present, the topic to be of a personal, sensitive or confidential nature.

A Special Meeting of the Executive shall be called by the Secretary upon the instructions of any two (2) Executive Members, by providing no less than ten (10) days notice in writing or three (3) days notice, by telephone or email, to all Executive Members setting forth the reasons for calling such meeting. Any three (3) Executive Members, one (1) of whom must be the President, Vice President or Past President of the GPLA shall constitute a quorum at a Special Meeting of the Executive. A Special Meeting of the Executive may be deemed to be “in camera”, or closed to all but elected Officers/Directors if the Executive determines, by a majority vote of those present, the content of the meeting to be of a personal, sensitive or confidential nature.

There will be an Annual General Meeting of the GPLA (AGM) on or before November 30st in each year, by providing fourteen (14) days notice in writing in the local media, website, by telephone or email. If a Special Resolution will be proposed, twenty-one (21) days notice will be required. Only the matters set out in the notice for the AGM are considered at the AGM. At this meeting there shall be elected a President, Vice-President, Secretary, Treasurer, Registrar, and The Officers and Directors so elected

shall form an Executive and Board, and shall serve until their successors are elected and installed. Five (5) members, all of whom must be voting members, shall constitute a quorum at an Annual General Meeting. If quorum cannot be attained at the meeting, whoever attends the next regularly scheduled meeting of the GPLA, will constitute quorum for the purposes of conducting Annual General Meeting business such as election of officers and approval of financial statements.

A Special General Meeting of the GPLA (SGM) shall be called if a Special Resolution is proposed at a time other than the Annual General Meeting (AGM). Special General Meetings of the GPLA may be called at any time by the Secretary upon the instructions of the President or Executive by providing twenty-one (21) days notice in writing in the local media or website, or, by telephone or email, specifying the intention of the Special Resolution. Only the matters set out in the notice for the SGM are considered at the SGM. Fifteen (15) members, all of whom must be voting members and two (2) of whom must be elected Officers of the GPLA, shall constitute quorum at a Special General Meeting of the GPLA.

A Regular Meeting of the GPLA may be called at the discretion of the executive. Regular Meetings of the GPLA shall be announced to all members in good standing by providing ten (10) days notice in writing in the local media, website, or by telephone or email. Five (5) members, all of whom must be voting members, one (1) of whom must be the President, Vice President or Past President of the GPLA shall constitute a quorum at a Regular Meeting of the GPLA.

A Special Meeting of the GPLA shall be called by the Secretary upon the instructions of the President or Executive, by providing ten (10) days notice in writing in the social media, website, by telephone or email, setting forth the reasons for calling such meeting. Any five (5) members, all of whom must be voting members, shall constitute a quorum at a Special Meeting of the GPLA.

Irregularities or errors done in good faith do not invalidate acts done by any meeting of the GPLA or Board. No action taken at a meeting is invalid due to accidental omission to give notice to any member, any member not receiving any notice, or any error in any notice that does not affect the meeting.

8. Election Process

A. Executive and Board members are elected by the voting members at an AGM held annually on or before November 30st. Candidates must be voting members in good standing. Notification of the nomination procedure will be included with the notice of the election.

SCHEDULE OF ELECTIONS (EXECUTIVE)

i. (3-year Terms)

- President
- Vice President
- Treasurer
- Secretary
- Registrar

- B. The term of office shall be from time of election to the end of the specified term one (1) or three (3) years, at the next AGM, unless written notice of resignation is submitted to the Executive. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting.

9. Voting

- A. Any voting member who has not withdrawn from membership nor has been neither suspended nor expelled shall have the right to vote at any regular, general or special meeting of the GPLA. Such votes must be made in person and not by proxy or otherwise. Members will vote by show of hands or by secret ballot where fifty-one percent (51%) and greater than, will be considered the majority, except in the case of a Special Resolution where not less than seventy-five percent (75%) vote in favour is required.

10. General Management

- A. The mailing address for all communication or correspondence shall be the current postal box rented by the GPLA.
- B. To maintain integrity, minute books and financial records will be securely stored with the Treasurer and may be inspected by any member in good standing of the GPLA upon request. Such inspection may only take place at a mutually agreed location, in the presence of an Executive member, and dual control (two people present, one of whom is an Executive member) will be maintained at all times.

11. Remuneration

- A. Unless authorized at any meeting and after notice for same shall have been given, no Officer, Director or member of the GPLA shall receive any remuneration for his/her services.

12. Borrowing Powers

- A. For the purpose of carrying out its objectives, the GPLA may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the GPLA, and in no case shall debentures be issued without the sanction of a Special Resolution of the GPLA.

13. GPLA Seal

- A. The GPLA has not adopted a GPLA Seal.

14. Insurance

- A. For the purpose of carrying out its objectives, the GPLA will annually review and carry liability insurance as deemed necessary by the Executive.

15. Privacy

- A. The GPLA shall not collect, use, share or store personal information for purposes other than those of GPLA business, and shall destroy it appropriately once it is no longer needed.

16. Special Resolution

- A. Special Resolution will mean a resolution passed at a General Meeting of which not less than twenty-one (21) days notice in the local media, on the website, by telephone or email specifying the intention to propose the resolution has been duly given, and by the approval of not less than seventy-five percent (75%) of those members, entitled to vote, in attendance.

17. Conflict Resolution

- A. If at any time, ten (10) members, or greater than fifty per cent (50%) of the Executive and Board members of the GPLA are of the opinion that the GPLA is in a state of conflict such that its operation is significantly impaired, they may deliver a written "Special Meeting of the GPLA" request signed by them to all Executive members. The President will call a Special Meeting of the GPLA, providing due notice as stated, and members in attendance will have an opportunity to hear and discuss the issues causing conflict. On motion, seconded by any GPLA member in attendance at the Special Meeting, a vote shall be held respecting a proposed resolution to the conflict, and if a majority of voting members present vote in favour of the resolution proposed, the GPLA will immediately act upon the resolution, as directed by the assembly.

18. Bylaws

- A. The GPLA Bylaws and Operations will be in accordance with the laws of Alberta, the Societies Act and any other governmental legislation relating to its operation and objectives.
- B. The Bylaws may be rescinded, altered or added to by a "Special Resolution" of the members. Changes to the bylaws do not come into effect until the Special Resolution(s) is registered at Corporate Registries. A Special Resolution(s) sent to the Corporate Registries shall be dated and verified by a person authorized by the GPLA. All Members are responsible for behaving in accordance with the bylaws and objectives of the GPLA.
- C. Any question regarding the proper application and interpretation of these bylaws shall be determined by the Chair of any GPLA meeting. The Chair's decision may be appealed by a voting Member and can be overturned by not less than seventy-five (75) percent majority vote at any Special Meeting called in accordance with the Conflict Resolution clause in these bylaws.

19. Policies and Procedures

- A. A policy and procedures manual may be created, maintained and reviewed annually by the Board and approved by vote at a meeting of the Executive.

20. Dissolution of the GPLA

- A. In the event of the dissolution (closing) of the GPLA, which shall require a Special Resolution of the membership, the assets remaining after payment of all debts and liabilities shall be transferred to the Greater Edmonton Lacrosse Council to be held in trust with the exception of gaming proceeds. All remaining gaming proceeds, after payment of all debts and liabilities, shall be disbursed to eligible charitable groups or purposes as per Alberta Gaming and Liquor Commission regulations.