

Nanaimo Raiders Field Lacrosse Association

By-Laws

Adopted June 2021

BYLAWS OF THE NANAIMO RAIDERS FIELD LACROSSE ASSOCIATION

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1.0 INTERPRETATION

1.1 In these bylaws, unless the context otherwise requires:

- (a) “lacrosse players” means those persons who are under the age of 18 by December 31 of the current lacrosse season and who have registered with the Nanaimo Raiders Field Lacrosse Association;
- (b) “AGM” means the Annual General Meeting of this association;
- (c) “director” means an individual who has been designated, elected or appointed, as a member of the board of directors of this association;
- (d) “member” means all lacrosse players and coaches registered with the association as well as honorary members confirmed by the membership;
- (e) “association” means the Nanaimo Raiders Field Lacrosse Association
- (f) “Society Act” means the Society Act of the Province of British Columbia from time to time in force and all amendments to it;
- (g) “Lacrosse club” means the association operating as the Nanaimo Raiders Field Lacrosse Association.

1.2 The definitions in the Society Act on the date these bylaws become effective apply to these bylaws.

1.3 Words importing the singular include the plural and vice versa; and words importing a male person include persons of any orientation and/or a corporation.

2.0 MEMBERSHIP

2.1 Membership in the Association shall be open to:

- a. Youth lacrosse players who are registered with this association in U7, U9, U11, U13, U15 and U18; or as determined by the BCLA
- b. Parents and/or legal guardians of a player registered with the lacrosse club; or
- c. Volunteers registered with the lacrosse club and working on behalf of the teams and players (such as coaches, managers, trainers, officials / referees, instructors),

2.2 A person will be accepted by the directors as a non-voting member if they meet one of the following definitions:

- a. Players under the age of 18 who are registered with the Raiders Field Lacrosse are themselves non-voting members of the Raiders.
- b. A person interested in the general work of the Raiders Field Lacrosse, ie: media relations, fundraising etc.

2.3 Every member, both voting and non-voting, shall be obliged to support the constitution of Raiders Field Lacrosse Association. A person will be accepted by the Board as a voting member if they meet one of the following definitions:

- a. Elected and appointed directors.
- b. Parents and/or legal guardians of a player registered with the lacrosse club; or
- c. Volunteers registered with the lacrosse club and working on behalf of the teams and players (such as coaches, managers, trainers, officials / referees, instructors),

2.4 The membership dues shall be determined by the directors each year and shall cover the annual field lacrosse season, which runs from August 1 to July 31

2.5 A person shall cease to be a member of the Society:

- a. by delivering a resignation in writing to the secretary of the Society or by mailing or delivering it to the address of the Society, or
- b. upon the member's death,
- c. on being expelled by a special resolution of the members passed at a general meeting.

2.6 All members are in good standing except a member who has failed to pay the current annual membership fee or any other subscription or debt due and owing to the Association in which case the member is not in good standing so long as the debt remains unpaid.

3.0 EXPULSION

- 3.1 A member may be expelled by a special resolution of the members passed at a General Meeting.
- 3.2 The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
- 3.3 The person who is the subject of the proposed resolutions for expulsion shall be given an opportunity to be heard at the Annual General Meeting before the special resolution is put to a vote.

4.0 MEETINGS OF MEMBERS

- 4.1 As a minimum, the association shall have an AGM each year at a date and time set by the directors in accordance with the requirements of the Society Act.
- 4.2 General Meetings and Special Meetings for Raiders may be called by the President at any time during the year or by a majority vote of the Board Members with not less than 14 days' notice in writing given to all Members.
- 4.3 Board Meetings shall be held at least bi-monthly with all Board Members given at least two days' notice by phone or by email.
- 4.4 Notice of a general meeting shall specify the place, the day and the hour of meeting, and, in case of special business, the general nature of that business.
- 4.5 Special resolutions (amendments to the constitution or to the bylaws, expulsion of a member, debenture or restrictions to borrowing powers of the directors) shall be sent to members with the written notice of the general meeting.
- 4.6 The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.

5.0 PROCEEDINGS AT GENERAL MEETINGS

- a. The order of business at the AGM or at an extraordinary general meeting shall be determined by the Board and if not specifically determined shall be:
 - b. determination of quorum
 - c. adoption of rules of order
 - d. approval of minutes of the last AGM
 - e. business arising from the previous AGM
 - f. report of the directors
 - g. financial statements
 - h. other business that, under these bylaws, ought to be transacted at an AGM, or business that is brought under consideration by the report of the directors issued with the notice convening the meeting.
 - i. report of the nominating committee
 - j. election of directors
 - k. adjournment
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- 5.2 A Quorum for Board Meetings shall be a minimum of Five (5) Raiders Board Members.
- 5.3 If Quorum is not achieved within fifteen (15) minutes from the designated start time those in attendance will hear any member in attendance or hear time sensitive issues, record any business and reestablish a subsequent meeting in seven (7) days.
- 5.4 No business, other than the election of a chairman and the adjournment and termination of the meeting, shall be conducted at a general meeting at a time when a quorum is not present.
- 5.5 If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- 5.6 The president of the Association or, in the absence of the president or vice-president, one of the other directors present shall preside as chairman of a general meeting.
- 5.7 In case of an equality of votes the chairman shall not have a casting or second vote in addition to the vote to which he may be entitled as a member and the proposed resolution shall not pass.
- 5.8 Every voting member in good standing present at an Annual, General or Special Meeting of the Raiders Field Lacrosse shall be entitled to one vote on each resolution.
- 5.9 The entire Board and appointed Directors At-Large shall be entitled to one vote each at meetings of the Board with the effort towards consensus and due process. Should a tie exist the issue will fail and may be returned to the table within 2 meetings for reconsideration.
- 5.10 Voting by proxy is not permitted.
- 5.11 Voting shall be by a majority show of hands.
- 5.12 Special resolutions must be passed by a majority of not less than 75% of the members present at the general meeting. All other resolutions at any general meeting shall be ordinary resolutions decided by a majority vote.

6.0 BOARD OF DIRECTORS

- 6.1 The directors may exercise all the powers and do all the acts and things that the Society may exercise and do, and which are not by these bylaws or by statute or otherwise lawfully
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directed or required to be exercised or done by the Society in general meeting, but subject nevertheless to:

- a. all laws affecting the Association;
- b. the bylaws of this Association, and;
- c. rules, not being inconsistent with these bylaws, which are made from time to time by the Association at a general meeting.

6.2 The Directors of the Raiders shall consist of the following elected positions:

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer
- e. Registrar
- f. Past President
- g. Head Referee
- h. Head Coach
- i. Director-at-large (as per 8.10)

6.3 the Past President is requested to be a member of the General Board for more than 1 year to ensure continuity going forward.

6.4 All shall be elected at the Annual General Meeting of the Raiders. The immediate Past President will preside unless running for re-election in which case a proxy will be identified from the membership to assist the election committee.

6.5 Unless otherwise provided by the members present at the annual general meeting, the directors shall be elected for a two year term, by acclamation or by ballot, as determined at the meeting. If no successor is elected, the person previously elected or appointed continues to hold office.

- a. A director at large position will be for the terms of one year.

6.6 The directors may at any time appoint a member as a director to fill a vacancy. A director so appointed holds office only until the conclusion of the next annual general meeting of the Association and is eligible for re-election at the meeting.

6.7 If a director resigns his office or otherwise ceases to hold office, the remaining directors shall appoint a member to take the place of the former director.

6.8 The members may by special resolution remove a director before the expiration of his term of office, and may elect a successor to complete the term of office.

6.9 No director shall be reimbursed for being or acting as a director but a director shall be reimbursed for all expenses necessarily and reasonably incurred by the director while engaged in the affairs of the Association.

- 6.10 The Society shall indemnify and save harmless the directors and officers of the Society and their heirs, executors and administrators from and against all costs, charges and expenses including any amount paid to settle an action to satisfy a judgment reasonably incurred by directors or officers in respect of
- a. any civil, criminal or administrative action or proceeding to which the director or officer is made a party by reason of being or having been a director or officer of the Association;
 - b. any action by or on behalf of the Association to procure a judgment in its favour to which the director or officer is made a part by reason of being or having been a director or officer of the Association;
 - c. the defense of any civil, criminal or administrative action of a proceeding to which the director or officer if made a party by reason of being or having been a director or officer of the association if the director or officer was substantially successful on the merits in his defense of the action or proceeding, if the director or officer has acted honestly and in good faith with a view to the best interests of the Association and in the case of a criminal or administrative action or proceeding that if enforced by monetary penalty, the director or officer had reasonable grounds for believing that his/her conduct was lawful.

7.0 PROCEEDINGS OF DIRECTORS

- 7.1 The directors may determine the notification process, location, and regulation of board meetings and proceedings for the dispatch of business as they see fit.
- 7.2 The quorum necessary to transact business shall be a majority of the directors then in office.
- 7.3 The president shall chair all meetings of the directors. If the president is not present within 15 minutes of the scheduled start time, the directors present may choose one of the members in attendance to chair the meeting.
- 7.4 A director may at any time, and the secretary, on the request of a director, shall, convene a meeting of the directors.
- 7.5 The directors may delegate any, but not all, of their powers to committees consisting of such directors and members as they think fit.
- a. A committee formed in the exercise of powers delegated shall conform to any rules imposed on it by the directors, and shall report every act or thing done in exercise of those powers to the earliest meeting of the directors to be held next after it has been done.
 - b. A committee shall elect a chairman of its meetings, but if no chairman is elected, or if at a meeting the chairman is not present within 15 minutes after scheduled start time for the meeting, the directors present who are members of the committee shall choose one of their number to be chairman of the meeting.
 - c. The members of a committee may meet and adjourn as they think proper.
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- d. The chairman of a committee shall be responsible for reporting to the directors at their meetings but the committee chairman shall not have a vote at directors' meetings.
- e. Committees shall follow the same rules of process and procedure as the Board.

7.6 Resolutions and questions arising at a meeting of the directors or committee of directors shall be decided by a majority of votes using the same process as used for general meetings.

7.7 A resolution in writing, signed by all the directors and placed with the minutes of the directors is as valid and effective as if regularly passed at a meeting of the directors.

7.8 Any two directors of the Society shall be authorized to sign such documents as may be necessary to be executed on behalf of the Society provided that such actions are approved in advance by a majority of the directors and/or the members of the Society as required under the Society Act.

8.0 DUTIES OF OFFICE

8.1 Subject to the direction of the board and in accordance with the bylaws of the society, the President shall:

- a. Take on the duties prescribed by these bylaws
- b. preside at all meetings of the Raiders and supervise the operation of the Raiders,
- c. shall be an ex-officio member of all Committees.

8.2 Subject to the direction of the board and in accordance with the bylaws of the society, the Vice-President shall:

- a. advise and collaborate in all matters with the president and the directors
- b. fulfill the duties of the President in his/her absence.
- c. in the event the President resigns, he/she shall fill that office for the remainder of the unexpired term of office.
- d. shall be Chairperson of such committee as the President shall appoint

8.3 Subject to the direction of the board, the secretary shall:

- a. supervise the correspondence of the Society
 - b. shall keep an accurate record of the minutes from all meetings the Raiders conduct,
 - c. record all correspondence of the organization, and provide all members of the Association and the Board members that correspondence via email within 10 days of each meeting.
 - d. shall be responsible for checking the mail of the Raiders and report mail received to the Board.
 - e. shall send out an agenda for each monthly meeting 7 days prior to the meeting being held.
 - f. have custody of the logo and letterhead of the Society,
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- g. in the absence of the secretary from a meeting, the directors shall appoint another person to act as secretary at the meeting.

8.4 Subject to the direction of the board, the treasurer shall:

- a. be responsible for maintaining an accurate set of accounting records of the financial affairs of the Raiders,
- b. complete with the supporting documents.
- c. Shall receive all monies and ensure that they are properly deposited with the financial institute.
- d. Shall be responsible for payment of all accounts approved by the Board, and make financial report at each Board meeting, and
- e. present the Annual Financial report at the AGM of the Raiders.

8.5 Subject to the direction of the board, the registrar shall:

- a. shall be responsible for obtaining all registration forms and fees
- b. maintain an accurate player file and file all team registrations with the British Columbia Lacrosse Association and Insurance.
- c. Report all fees submitted to the Treasurer

8.6 Subject to the direction of the board and in accordance with the bylaws of the society the Past President shall:

- a. attend all meetings and act as an advisor to the Board of the Raiders.

8.7 Subject to the direction of the board and in accordance with the bylaws of the society the Head Referee shall:

- a. Be accountable to the BCLA Field Head Official and the VIFLL Head Official for adherence to league and BCLA guidelines and Rules
- b. Coordinate all officials for the association
- c. Coordinate all games and referee allocation for the duration of the season
- d. Ensure all officials are properly certified. As per BCLA and VIFLA
- e. Maintain up to date records for officials
- f. Maintain up to date records of all form 400's

8.8 Subject to the direction of the board and in accordance with the bylaws of the society the Head Coach shall:

- a. Ensure the obligations are upheld with regards to the VIFLL and the BCLA guidelines and regulations.
- b. Coordinate all coaches at all levels
- c. Ensure all coaches receive adequate training as per BCLA requirements
- d. Communicate to the board all coaches at each level.
- e. Maintain up to date records of all form 100's and coaches information.

8.9 It is the duty of all positions of the board to turn all files, correspondence and documents pertaining to the Raiders to their successor should they resign or at the end of their elected term. Each Board member shall use the email account assigned to that position exclusively for Raiders correspondence to ensure documentation is provided to their successor.

- 8.10 Directors At-Large may be appointed by majority vote of the Board and shall be assigned duties, responsibilities and authorities as required. In addition, the Board of Directors may appoint additional directors, as determined annually, which could include:
- a. Head Manager
 - b. Evaluation Coordinator
 - c. Referee Allocator
 - d. Equipment Manager
 - e. Field Allocator
 - f. Women's Coordinator

9.0 ELECTION

- 9.1 At least two months prior to the AGM, the President shall seek a nominating committee consisting of two elected Board members and two of the appointed Board members, who shall elect their own chairperson. It will be the responsibility of the committee to prepare a list of nominations for each Board position.
- 9.2 Further nominations may be made from the floor at the AGM, but such Nominees must be present or must have previously signed in writing his/her intentions to stand for the office he/she has been nominated for.
- 9.3 The Chairman of the Nominating Committee shall conduct the Election of the officers and appoint two members from the floor to act as scrutineers. Election shall be by written ballot if there are two or more nominations for any one office, or more than seven members nominated by the Directors At-Large.
- 9.4 Any person nominated singly for an office shall be declared elected by acclamation and a single vote cast by the secretary
- 9.5 the person receiving the majority of ballots cast in any necessary vote shall be declared elected.

10.0 ASSOCIATION FUNDS

- 10.1 All Association funds shall be deposited in a Chartered Bank or Credit Union selected by the Board. A current account shall be used for the normal operating expenses of the Association from which all expenditures shall be approved by the Board.
- 10.2 Cash not immediately required for normal operating expenditures may be invested in Bank Savings deposits,
- 10.3 The signing authority for all financial transactions shall be any two or more of:
- a. President
 - b. Vice-President
 - c. Secretary
 - d. Treasurer
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11.0 **BORROWING POWERS**

The Board shall have no borrowing power but by communication resolution may endeavor to build capital investment for the Raiders and Community Lacrosse.

12.0 **FINANCIAL REVIEW**

12.1 The Association is not required to have an auditor. Each year, the Raiders will attempt to have the financial statements of the Association reviewed on, at the least, a Notice to Reader basis, by an accountant or professional service provider.

13.0 **FISCAL YEAR**

13.1 The fiscal year shall be from August 1st through to July 31st in each calendar year.

13.2 The fiscal year-end of the Raiders shall be July 31st, with financial reporting prepared for Board review and the AGM.

14.0 **BOOKS OF THE ASSOCIATION**

14.1 The books and records of the Association may be inspected by a member of the Raiders at the Annual General Meeting.

14.2 Or upon written request to the President or board members and due process prevail.

15.0 **OFFICE BOOKS AND RECORDS OF THE ASSOCIATION**

15.1 The office of the Association shall be at such place in the Province of British Columbia as the Board shall determine. The books of account and records shall be kept at such place in Nanaimo as the Board will determine and shall be open to inspection by the Board at any time.

15.2 The Board shall see that all books and records of the Association required by the Bylaws of the Association, of any statute or law are regularly and properly kept.

16.0 **PROFIT AND GAIN**

16.1 The affairs of the Raiders will be carried on without purpose of gain for individual members, and any profit or other asset to or of the Raiders shall be used for pursuing its objectives for the greater good of the Raiders.

16.2 Declaration of any perceived or real conflicts of interest must be declared and administered appropriately by the Raiders Board. This provision is unalterable.

17.0 ALTERATION OF BYLAWS

17.1 The Bylaws of the Association shall not be altered except by special resolution. Special resolutions shall be a resolution passed by three quarters (3/4) majority of such members entitled to vote who are present at an annual general meeting or general meeting of which notice specifying the intention of proposing the resolution as a special resolution has been duly given.

18.0 DISSOLUTION

18.1 In the event that the Raiders should at any time be dissolved, the remaining assets after payment of all debts and liabilities shall be turned over to a recognized lacrosse association or identified charitable organization in the Province of British Columbia as directed by the members. This provision is unalterable.

Dated: April 25, 2021
