

FILED 107
JAN 29 2021
Registrar of Corporations
Province of Alberta

Special Resolution of the Members of the
SYLVAN LAKE LACROSSE ASSOCIATION (the "Society")

WHEREAS the Society desires to repeal its By-Laws currently in force and replace them with the By-Laws attached hereto as Schedule "A"

NOW THEREFORE be it resolved as a Special Resolution of the Society:

1. That the Bylaws presently in force and effect and adopted by the Society be repealed and be replaced in their entirety with the Bylaws, a copy of which are attached hereto and marked as Schedule "A".

This Special Resolution may be executed and delivered in counterpart each of which when executed and delivered is an original, but when all of which is taken together constitutes one and the same Resolution. This Special Resolution may also be delivered by fax and when delivered shall be deemed to be an originally executed instrument and Resolution.

I hereby certify that the following special resolution was passed at a meeting of the members of Sylvan Lake Lacrosse Association on February 12, 2020.

The by-laws were changed as follows:

- SEE ATTACHED SCHEDULE "A"

Date: January 29, 2021

Signature: [Handwritten Signature]
(Authorized Officer)

Printed Name: TONI FERGLISON

Title: SECRETARY

RECEIVED
JAN 29 2021
Corporate Registry



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3. Directors/Officers

a) The Directors/Officers, which means Board of Directors of the Association shall consist of officials including the President, Past President, Vice President, Treasurer, Secretary, Equipment Manager, Registrar, Discipline Coordinator, Coaching Coordinator, and Scheduler. As well, other representatives may be appointed by the voting Directors/Officers which consists of the positions noted above. * It is to be known that the President only carries a vote in the case of a tie during the decision making process or to constitute a quorum.

b) The Directors/Officers shall, subject to the bylaws or direction given by majority of voting members, make decisions and manage affairs of the SLA. Regular meetings of the voting committee shall be held a minimum of six per year and shall be called by the President. Any three members of the voting executive, in writing may a request to the President to call a special meeting. Should such a meeting be required the President shall call said meeting within seven days. No subject shall be discussed or considered at any special meeting, except that specified by the notice. All meetings shall be conducted under the Roberts Rules of Order and five voting members shall constitute a quorum. Notices of meeting may be sent by email or phone message, conference calls may be accepted under extenuating circumstances.

c) Elections for the various Executive positions shall be as follows:

- | | |
|--------------------|--------------------------|
| DIRECTORS | Elected for |
| i. President | Two year term (odd yr.) |
| ii. Vice President | Two year term (even yr.) |
| iii. Secretary | Two year term (even yr.) |
| iv. Treasurer | Two year term (Odd yr.) |

OFFICERS

- | | |
|-----------------------------|--------------------------|
| v. Equipment | Two year term (even yr.) |
| vi. Registrar | Two year term (odd yr.) |
| vii. Discipline Coordinator | Two year term (even yr.) |
| viii. Coaching Coordinator | Two year term (odd yr.) |
| xii. Scheduler | Two year term (odd yr.) |

d) In the event of the President not being able to perform his or her duties, the Vice President will assume the position for the balance of the term or until the next annual meeting, whichever occurs first. In the event the Vice President cannot assume the position, the Directors/Officers may fill the position in accordance with Article f (below).

l) Members of the Directors/Officers or appointed officials are eligible to coach or manage Association teams while holding office.

m) Any elected or appointed member of the Directors/Officers, who by a vote of the Executive is deemed to be doing an unsatisfactory job, shall by a two-thirds majority vote be relieved of his or her duties.

n) All concerns after a 24 hour waiting period following the incident are to be directed to the SLLA Discipline Coordinator with copies sent to the President. Forms are available via Registrar as well as from the Liaison, Discipline Chairperson and President. All concerns must be in writing, dated and signed.

4. Duties of the Directors/Officers

All positions are voluntary and unpaid.

A. President

- Responsible for the general administration of the club operations.
- Sign as a signing officer.
- Exercise the powers of the Directors/Officers in case of emergency.
- Suspend teams, player, managers or any other team official subject to ratification at the next duly called Executive meeting.
- Serve on all committees as an ex-officio voting member.
- Will liaise directly with the community organizations.
- Will attend or appoint a designate to all applicable ALA and CALL (Central Alberta Lacrosse League) meetings.
- Maintain timeline.

B. Vice President

- Will report to the President.
- Will Chair meeting in the President's absence.
- In the event that the President is not able to fulfill his/her duties, the Vice President will be required to fulfill this position.
- Will oversee all promotions for SLLA, including social, print and radio media
- Will help to maintain and update web site
- Will have charge of Executive Records

C. Secretary

- Will report to the President.
- Prepare the Agenda
- Will attend all Directors/Officers meetings and shall maintain accurate minutes of each meeting.
- Will have charge of all Executive records.
- Will maintain and update the Bylaws as required.
- Will be responsible for all Directors/Officers correspondence.
- Will perform such other duties as designated by the President.

- Order game sheets, receipt books, thank you cards.
- Will be a signing authority along with the President, Vice President and Treasurer.

D. Treasurer

- Will report to the President
- Will be a signing authority along with the President
- Will have charge of all Directors/Officers financial records
- Will present an annual budget statement of all operations
- Will oversee all operations involving Gaming Commission Regulations.
- Will be in charge of any provincial monies if Sylvan Lake hosts.

E. Equipment Manager

- Will report to the President.
- Will monitor, record, and maintain club equipment.
- Will report to the Treasurer with inventory at the beginning and end of each season.
- Will ensure club teams have equipment by their first floor time.
- Will provide the Directors/Officers with a forecasted equipment expense for upcoming season.
- Will purchase Canadian Safety Approved Equipment.
- If equipment is no longer needed for SLLA, but still meets safety standards; equipment manager has the authority to sell or donate it to members or other clubs at a fair, agreed upon price upon notification of the Treasurer.

F. Registrar

- Will report to the President.
- Will be responsible for registration of all players, coaches, managers, and other team personnel and forwarding it to ALA.
- Will maintain and update the SLLA web site
- Will be the recipient of the email going to registrarsylvanlakelacrosse@gmail.com

G. Discipline Coordinator

- Will report to the President
- Will oversee all matters regarding discipline issues within the SLLA.
- Will designate to the discipline committee of any league within which the SLLA is participating
- If he /she choose to attend a referee clinic (recommended), the fee will be paid by the SLLA
- Will be responsible for applying due process into complaints filed in writing by a player, parent, or coach in good standing
- Will be responsible for applying into complaints filed in writing by a team parent liaison.

- Will work with the Division Reps on any issues arising with coaches, parents or players.

H. Coaching Coordinator

- Will report to the President.
- Will work with the President and Vice President to ensure a fair process exists and is utilized for coach selection, tryouts, and team selection.
- Will coordinate coaching training, evaluations and team drafts.
- Will aid in assessment of coaches during the season and will work with the executive on any matter related to coaching.
- Will administer and follow up on police record checks for coaches.
- Will provide ongoing mentorship to coaches relative to their development.

I. Scheduler

- Will report to the President
- Will be responsible for scheduling practices and evaluation with the coaching coordinator for field and box lacrosse
- Will attend all town meetings and be the SLLA contact for the Town of Sylvan Lake to book floor for the year for all lacrosse disciplines in SLLA
- Will book any extra practices, and exhibition games for SLLA, and contact the ALRA rep scheduler for CALL if needed
- Will liaise with the Central Alberta Lacrosse League scheduler

5. FINANCIAL AFFAIRS

- a) The books, accounts and records of the Secretary and the Treasurer shall be audited at least once a year by two members of the Directors/Officers. A complete and proper statement of the standing of the books for the previous year reviewed shall be submitted at the Annual General Meeting of the Association. July 31st of each year shall be the end of the fiscal year of the Association.
- b) Borrowing Money – No Borrowing power.

6. MEMBERSHIP MEETINGS

A) GENERAL MEETING

All members of the Association shall be notified of the Special Meeting by letter or email as well as placing an ad in the local newspapers 14 DAYS prior to the meeting.

- a) The SLLA shall hold an AGM on or before June 30th of each Year, of which meeting, due notice will be given to all members. At this meeting there shall be an election of officers as described herein.. The elected officers should then form part of the Executive.
- b) A majority (51%) of the voting Members present or by proxy shall constitute quorum at the Annual General Meeting. The following items of business shall be dealt with at each Annual General Meeting:
 - Consideration and approval of the financial statements

- Reports of the President and other Officers of the SLLA
- The election of Directors

B) SPECIAL MEETING

All members of the Association shall be notified of the AGM meeting by letter or email as well as placing an ad in the local newspapers 14 DAYS prior to the meeting.

7. VOTING/QUORUM OF GENERAL MEETINGS

- a) In the case of family membership voting rights are restricted to parents or guardians with only one vote per family membership and must be in good standing with SLLA.
- b) General Meeting: A majority (51%) of the voting Members present or by proxy shall constitute quorum at the General Meeting.

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- a) In the case of family membership voting rights are restricted to parents or guardians with only one vote per family membership and must be in good standing with SLLA.
- b) Special Meeting: A majority (51%) of the voting Members present or by proxy shall constitute quorum at the Special Meeting.

9. SOCIETY SEAL

SLLA will not adopt a seal.

10. BYLAWS

Subject to compliance with the requirements of the laws of the Province of Alberta, the Bylaws may be rescinded, altered or added to by a Special Resolution provided that notice of such resolution has been given at least thirty (30) days prior to the meeting at which it is intended to present such resolution to the Members and such Special Resolution, if passed by the Members, shall not take effect until it has been registered in accordance with the laws of the Province of Alberta. Any adjustments to bylaws must be voted on at AGM.

11. MINUTES/BOOKS/RECORDS

- a) Secretary is responsible for preparing and keeping minutes of society meetings.
- b) Secretary is responsible for keeping minutes at director meetings.
- c) Treasurer is responsible for preparing and keeping financial books and records.
- d) Members may review all books/minutes with 14 days notice to the executive. Review will be arranged between the executive and requesting member.

12. DISSOLUTION

In the event of dissolution or liquidation of SLLA, all assets remaining after payment of any and all liabilities will be distributed to one or more recognized Canadian Charitable Organizations as determined by the Directors/Officers.