

“SOCIETIES ACT”

CONSTITUTION
OF
PORT MOODY LACROSSE ASSOCIATION

1. The name of the society is PORT MOODY LACROSSE ASSOCIATION
2. The purposes of the society are:
 - A. To establish, maintain, conduct and promote among the members of the society and others an interest in lacrosse.
 - B. To promote Lacrosse and to arrange matches and competitions of every nature and to offer and grant and to contribute towards prizes, awards and distinctions.
 - C. To raise money through subscriptions, membership, donations, and by receiving gifts and testaments for carrying out the said objects.
 - D. To teach and encourage sportsmanship and emphasize fair play at all times.

AFFILIATION:

The association shall be affiliated with the British Columbia Lacrosse Association and the Canadian Lacrosse Association, and shall observe all laws, rules and regulations by which those associations are governed. This provision shall be unalterable.

DISSOLUTION:

Upon winding up as dissolution of the society, the assets which remain after payment of all cost, charges, and expenses which are properly incurred in the winding up shall be distributed to a registered charity or registered charities in British Columbia, as defined in the Income Tax Act (Canada), as may be determined by the members of the Society at the time of winding or dissolution. This provision is unalterable.

BY-LAWS

MEMBERSHIP

1. The members of the society are the subscribers of the constitution and by-Laws, and include every other person who agrees to become a member.
2. There shall be classes of membership in the society, namely, regular members
And honorary members.
 - A. Regular membership
The regular members shall be entitled to one vote per member at all meetings of members of the society, they shall not be entitled to participate in any distribution of property of the society upon dissolution of the society, they shall be those persons who have children in lacrosse and they shall be in good standing.
 - B. The honorary members
The honorary members shall be any person who shall have been approved as an Honorary member by a resolution of the Board of Directors and by a two-thirds majority vote at a meeting of the members of the society: they shall not be entitled to vote at, but shall be entitled to notice of, meeting of the members of the society, they shall not participate in any distribution of the property of the society upon dissolution of the society; and they shall not be required to pay any membership dues or fees.
3. Regular members shall only be entitled to hold the office as a director or Officer of the society.
4. A member shall be deemed to be in good standing when he has paid his Current membership dues and any other dues to the society.

5. The annual membership dues shall be not less than the sum of \$1.00 or more Than \$10.00 and shall be a sum fixed within these limits by resolution of the Board of directors.
6. Upon the failure of any regular member to pay annual membership dues, any Subscriptions, or indebtedness due to the society, the board of directors may Cause the name of such member to be removed from the register of members, But such member may be re-admitted to membership by the board of directors upon such evidence, as they may consider satisfactory.
7. Any member whose conduct is not conducive to the attainment of the objects of the society may be expelled or re-admitted by a special resolution of the board of directors and any member who ceases to be in good standing or is expelled, resigns, or withdraws from the society shall forthwith forfeit all right, claim and interest arising from or associated with membership in the society.

MEETINGS

8. The annual general meeting shall be held during the month of July in each year at such place and time as the board of directors may determine.
9. A general or special meeting of the society shall be called by the board of Directors upon ten percent of the regular members notifying the secretary in writing and specifying the purpose of the meeting.
10. Any meeting of the society or of the board of directors may be adjourned to Any time and from time to time and such business may be transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment. Such adjournment may be made notwithstanding that no quorum is present.
10. Every regular member in good standing shall be entitled to one vote.
11. Votes of regular members must be given personally, proxies shall not be allowed.
12. At all meetings of the society every question shall be decided by a majority of the votes of the members present in person. Every question shall be decided in the first instance by a show of hands unless a poll demanded a declaration by the chairman that a resolution has been carried or not carried and an entry to that effect in the minutes of the society shall be sufficient evidence of the fact without proof of the number or proportion of the votes accorded in favor of or against such resolution. The demand for a poll may be withdrawn, but if a poll decided by a majority of votes given by the regular members present in person, and such poll shall be taken in such a manner as the chairman shall direct and the resolution of such poll be deemed th4e decision of the society in general meeting upon the matter in question. In case of an equality of votes at any general meeting, whether upon a show of hands or at a poll, the chairman shall be entitled to a casting vote.
13. The affairs of the society shall be managed by an executive committee of the board of directors, such executive committee of the board of directors shall be eight in number, including a president, a 1st vice president, a 2nd vice president, a 3rd vice president, a secretary, a treasurer and a registrar. Each shall be elected at the annual general meeting, to serve for two years commencing immediately after the Annual General Meeting of the year of the election, as hereinafter provided, and in the event that such an election is not by acclamation, then such election shall be by ballot. The immediate past president of the society shall be an executive officer. The president and 2nd vice president will be elected odd

years, the 1st vice president and 3rd vice president will be elected even years. The executive committee may appoint up to six additional board members.

14. The directors shall have and exercise all the powers of the society as fully and completely as the society could in general meeting, subject always however, to the provisions of the “societies act”.
15. The qualifications for a director shall be coincident with qualification for regular membership in the society. A director shall cease to be a director at the time he ceases to be a member of the society. No person may be nominated for president unless those persons have served at least one year as an executive member.
16. Vacancies on the board of directors, however caused, may, so long as a quorum of directors remain in office, be filled by the directors from among the qualified regular members of the society, if they shall see fit to do so, otherwise such vacancy shall be filled at the next annual general meeting of the members, at which the directors for the ensuing year are elected. But if there is not a quorum of directors, the remaining directors shall forthwith call a meeting of the members to fill the vacancy. If the number of directors is increased between terms, a vacancy or vacancies, to the number of the authorized increase, shall thereby be deemed to have occurred, which may be filled in the manner above provided.
17. Any member of the board of directors may be expelled by a special resolution of the society. If any director is expelled from the society, or shall resign his office. Or without reasonable excuse absent himself from three or more directors meetings, the directors shall declare his office vacated and may appoint a successor in his place to hold office until the next annual general meeting.
18. A majority of the directors shall form a quorum for the transaction of business. The board of directors may hold its meetings at such place or places within the province of British Columbia as it may from time to time determine. No formal place of such meeting shall be necessary if all the directors are present, or if those absent have signified their consent to the meeting being held in their absence. Directors’ meetings may be formally called by the president or a vice-president, or by the secretary on direction of the president or vice-president, or by the secretary on direction in writing of two directors. Notice of such meetings shall be delivered, or telephoned to each director not less than two days before the meeting is to take place. The statement of the secretary or the president that notice has been given pursuant to this by-law shall be sufficient and conclusive evidence of the giving of such notice. The board may appoint a day or days in any month or months for regular meetings at an hour to be named and of such regular meetings no notice need be sent. A directors’ meeting may also be held, without notice, immediately following the annual general meeting of the society. The directors may consider or transact any business, either special or general at any meetings of the board.
19. Questions arising at any meeting of the directors shall be decided by a majority of votes.
20. A resolution in writing signed by all the directors personally shall be valid and effectual as if it had been passed at a meeting of directors duly called and constituted.
21. No error or omission in giving such notice for meeting of the directors shall invalidate such meeting, or invalidate or make void and proceedings taken or had at such meeting and any director may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken or had thereat.

22. The members will elect executive officers by majority vote at each annual General meeting for a term of office of two years commencing immediately After the Annual General Meeting of the year of election except that the Past president will be the individual who served as president of the society Immediately before the president.
23. The members of the board of directors shall receive no remuneration for acting as such, but their expenses on behalf of the society may be defrayed with the prior approval of the board of directors.
24. Subject to the society act, every director of the society shall be deemed to have assumed office on the express understanding and agreement and condition that every director of the society and his heirs, executors, and administrators and estate and effects respectively shall from time to time and at all times be indemnified and saved harmless out of the funds of the society from and against all costs, charges and expenses whatsoever such 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 duties of his of 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 except such costs, charges or expenses as are occasioned by his own willful neglect or willful default.

EXECUTIVE OFFICERS

25. There shall be a president, 1st vice-president, 2nd vice-president, 3rd vice-President, a secretary, a treasurer, a registrar and a past president and such other officers as the board of directors may determine from time to time. One person may hold more than one office except the office of president.
26. The duties of the officers of the society shall be such as the terms of their Engagement calls for and the board of directors requires of them.
27. The president, shall, when present preside at all meetings of the members of The society and have 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 of directors for the purpose shall sign all resolutions and membership certificates.
28. The 1st vice-president, firstly, 2nd vice- president, secondly, and 3rd vice-President, thirdly, shall assume the duties of the president in the absence or inability of the latter.
29. The treasurer shall receive, deposit and make disbursements of all monies for The society provided that no disbursements should be made except upon the authorization of the board of directors.
30. The secretary shall be ex officio clerk of the board of directors. He shall Attend all general or special meetings of the society and record all fact and minutes of all proceedings in the books kept for that purpose. He shall give all notice required to be given to members and to directors. He shall be custodian of the seal of the society and of all books, papers, records, correspondence, contracts and other documents belonging to the society, which he shall deliver up only when authorized by a resolution, and he shall perform such other duties as may from time to time be determined by the board of directors.
31. The immediate past-president shall present to the executive board the aims

And objectives of the preceding executive board. He shall assist the president in maintaining harmonious and effective relationships within the executive board.

32. The registrar shall organize and administer the registration of all players and Team officers. He shall maintain player and team officer files. He shall be responsible for obtaining proper registration forms, ensuring that they are duly completed, that the proof of age is satisfied and the duly completed forms are forwarded to the appropriate regulatory body. He shall be responsible for ensuring that insurance coverage for players and team officers is obtained. He shall work in close co-operation with the secretary of the society.
33. EXECUTIVE RESPONSIBILITIES- shall be as follows:
 - a. To attend all meetings as set out in the bylaws.
 - b. To conduct the business of the port moody lacrosse association, authorizing all expenditures, control all monies, approve all sponsors and subject all teams (including house league) to operate within an approved budget.
 - c. To appoint all coaches and approve all other team officials.
 - d. To approve all team colors, uniforms, jackets, crests and equipment.
 - e. To control the affairs of the Port Moody Lacrosse Association and amend or alter the regulations concerning the Port Moody Lacrosse Association.
 - f. They shall have the power to discipline, or suspend and coach, team official, player or persons appointed or hired.

EXECUTION OF DOCUMENTS

34. Deeds, transfers, licenses, contracts, and engagements on behalf of the society shall be signed by either the president or vice-president and by the secretary, and the secretary shall affix the seal of the society to such instruments as require the same. The signing officers of the society's bank account shall be any two of, president, 1st vice-president and the treasurer.

BORROWING

35. 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 a manner as they think fit, and in particular by the issue of debentures; provided debentures shall not be issued without the sanction of a special resolution of the society.

AUDIT OF ACCOUNTS

36. The board of directors may from time to time appoint an auditor or auditors to hold office for such period as the directors may determine.

CUSTODY AND USE OF SEAL

37. The board of directors may adopt a seal which shall be the common seal of the society.
38. The common seal of the society shall be under the control of the board of directors. The board of directors shall determine the responsibility for its custody and use from time to time.

ALTERATION OF BY-LAWS

39. The by laws of the society shall not be altered or added to except by a special Resolution of the society. For the purpose of the society "special resolution" shall mean a resolution passed by a majority 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, such majority being seventy-five present.

BOOKS AND RECORDS

40. The board of directors shall see that all necessary books and records of the Society required by the by-laws of the society or by any applicable statute or law is regularly and properly kept.

INSPECTION OF BOOKS AND RECORDS

41. The directors shall from time to time determine whether and to what extent And at which times and places, and under what conditions or 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 to inspecting any account or book or documents of the society except as conferred by law or authorized by the board of directors or by resolution of the members, whether previous notice thereof has been given or not.

Dated: October 24th 2004